



# INTEGRATED REPORT 2024

14-Month Period | Jan 2023 - Feb 2024



PAGE	TABLE OF CONTENTS
01	<b>GROUP PERFORMANCE HIGHLIGHTS</b>
02	<b>CLUSTER PERFORMANCE HIGHLIGHTS</b>
03	<b>CHAPTER 1   INTRODUCTION</b>
03	SECTION 1   Welcome to our Integrated Report
03	SECTION 2   Theme
04	SECTION 3   Period in Review
07	<b>CHAPTER 2   ABOUT THIS REPORT</b>
07	SECTION 4   About 4Sight Holdings
12	SECTION 5   Group Structure
13	<b>CHAPTER 3   BUSINESS OVERVIEW</b>
13	SECTION 6   Chairperson's Review
16	SECTION 7   Message from the Group Chief Executive Officer
19	SECTION 8   Market Overview
23	SECTION 9   Cluster Overview
33	<b>CHAPTER 4   VALUE CREATION</b>
33	SECTION 10   Delivering Value Through Strategy
36	SECTION 11   Enterprise 5.0
37	SECTION 12   Group Prospects
47	SECTION 13   Our Key Stakeholder Groups
49	SECTION 14   Enterprise Risk Management
53	SECTION 15   Our Social Impact
54	SECTION 16   Corporate Social Investment
58	SECTION 17   Broad-based Black Economic Empowerment
59	<b>CHAPTER 5   CORPORATE GOVERNANCE REPORT</b>
59	SECTION 18   Board of Directors
62	SECTION 19   Our Commitment to Governance
65	SECTION 20   Board Committees
67	<b>CHAPTER 6   KING IV™ PRINCIPLES</b>
67	SECTION 21   Application of the Principles
68	<b>CHAPTER 7   COMMITTEE REPORTS</b>
68	SECTION 22   Social and Ethics Committee Report
72	SECTION 23   Remuneration and Nominations Committee Report
75	SECTION 24   Remuneration Report
78	<b>CHAPTER 8   CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS</b>
78	SECTION 25   Audit and Risk Committee Report
82	SECTION 26   Directors' Responsibility Statement
83	SECTION 27   Group Chief Executive Officer and Group Chief Financial Officer Responsibility Statement
84	SECTION 28   Directors' Report
88	SECTION 29   Company Secretary's Certificate
89	SECTION 30   Independent Auditor's Report
94	SECTION 31   Consolidated Statement of Financial Position
95	SECTION 32   Consolidated Statement of Profit or Loss and Other Comprehensive Income
96	SECTION 33   Consolidated Statement of Changes in Equity
97	SECTION 34   Consolidated Statement of Cash Flows
98	SECTION 35   Accounting Policies
109	SECTION 36   Notes to the Consolidated Financial Statements
131	SECTION 37   Company Financial Statements and Notes
135	SECTION 38   Analysis of Ordinary Shareholders
136	<b>CHAPTER 9   NOTICE OF ANNUAL GENERAL MEETING</b>
145	SECTION 39   Form of Proxy
149	SECTION 40   Corporate Information

We have divided the chapters in this report and colour-coded them to make the navigation easier. At the top of each page, there is a thin, coloured strip that showcases the chapter.

**CHAPTER 1 | INTRODUCTION**

---

**CHAPTER 2 | ABOUT THIS REPORT**

---

**CHAPTER 3 | BUSINESS OVERVIEW**

---

**CHAPTER 4 | VALUE CREATION**

---

**CHAPTER 5 | CORPORATE GOVERNANCE REPORT**

---

**CHAPTER 6 | KING IV™ PRINCIPLES**

---

**CHAPTER 7 | COMMITTEE REPORTS**

---

**CHAPTER 8 | CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**

---

**CHAPTER 9 | NOTICE OF ANNUAL GENERAL MEETING**

---

**CHAPTER # | HEADING**

---

**SECTION # | HEADING**

---

**LEVEL 1 HEADING**

**Level 2 Heading**

**Level 3 Heading**

Body Copy

The Chapter and Section Heading's coloured sections will correspond with each chapter's designated colour.



# GROUP PERFORMANCE HIGHLIGHTS



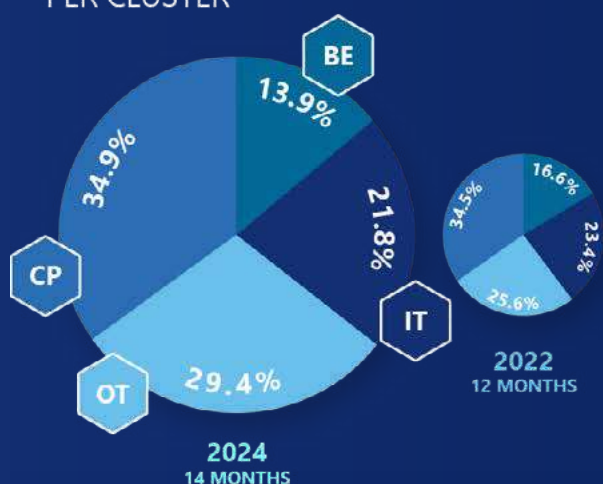


## CLUSTER PERFORMANCE HIGHLIGHTS

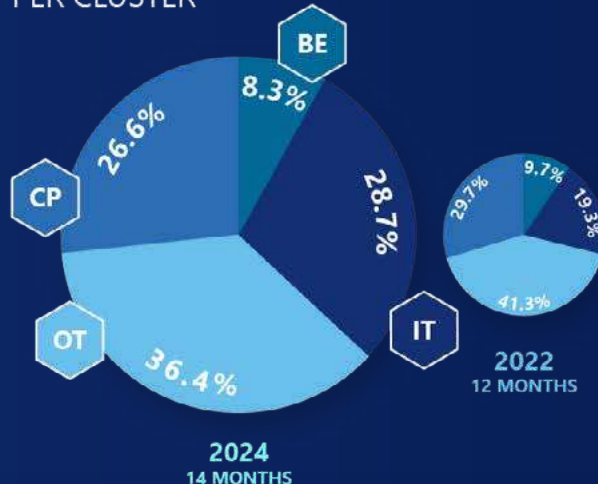
### REVENUE PER CLUSTER (MILLIONS)



### REVENUE CONTRIBUTION PER CLUSTER



### PROFIT CONTRIBUTION PER CLUSTER



### PROFIT PER CLUSTER (MILLIONS)



# CHAPTER 1 | INTRODUCTION

## SECTION 1 | WELCOME TO OUR INTEGRATED REPORT

Welcome to 4Sight Holdings Ltd (4Sight or the Group) 2024 Integrated Report (IR) for the fourteen months period ended 29 February 2024. This report demonstrates our commitment to transparency and accountability and provides a comprehensive view of our performance, governance and economic activities. Beyond mere disclosure, it reflects our dedication to delivering sustainable returns while adhering to responsible business practices.

At its core, this IR aims to foster trust and understanding among our stakeholders – shareholders, employees, partners, customers, communities and regulatory bodies. By offering a holistic perspective of our operations, we empower stakeholders to make informed decisions and engage meaningfully with our Group.

We also recognise that sustainable returns encompass contributions

to society, the environment and employee wellbeing. Governance excellence, a cornerstone of our corporate ethos, is highlighted and emphasises alignment with global best practices and ethical decision-making. We acknowledge that true success transcends financial prosperity and that this extends to a contribution to a sustainable and equitable future.

## SECTION 2 | THEME

The theme of our reporting is incorporating **AI** to drive productivity as the ultimate goal for business.

010010011011  
011101010010

### TRANSFORMATION

We acknowledge **AI**'s transformative power, heralding a new era of efficiency, innovation, connectivity and collaboration. **AI** is reshaping industries, driving growth, and unlocking unprecedented possibilities for businesses and society at large.

### AUGMENTING HUMANS

By fostering ecosystems of co-creation and knowledge exchange, we strive to cultivate a future where **AI** augments human capabilities, one where **AI** serves as a force for inclusive prosperity, empowering individuals, organisations, and communities to thrive in the digital age.

### THE CORE OF OUR DNA

4Sight places an emphasis on leveraging artificial intelligence (**AI**) to strengthen its offerings, remaining at the forefront of technological innovation, ensuring continual delivery of cutting-edge solutions that meet the evolving needs of our partners, customers and industries.



## SECTION 3 | PERIOD IN REVIEW

### SCOPE AND BOUNDARY

Our IR is our primary communication to stakeholders and offers a transparent and balanced review of 4Sight's financial and non-financial performance from 1 January 2023 to 29 February 2024. It sets out our approach to value preservation and creation in the short, medium and long term. Material events until the Board approval date in June 2024 are included.

We strive to cater for a wide stakeholder audience in the interest of transparency and openness and to enhance our stakeholders' understanding of our business. The risks, opportunities and outcomes associated with stakeholders are dealt with insofar as these relationships could materially affect our ability to create value.

Transparency is emphasised by reflecting both created and eroded value, disclosing material information that significantly impacts value creation in the short, medium and long term. The reporting boundary spans risks, opportunities and outcomes.

We have endeavoured to improve our integrated reporting journey and sought external guidance on our framework to incrementally develop our integrated thinking, promote sustainability and enhance corporate governance.

### REPORTING APPROACH TO MATERIALITY

We focus on reporting on significant risks, opportunities and challenges that impact our stakeholders; thereby enabling them to evaluate 4Sight's ability to generate and sustain enterprise value. The resulting report offers a balanced mix of information for a thorough assessment of 4Sight's performance, risks, opportunities and challenges, focusing on material aspects across different time frames while addressing potential value-eroding factors.

### REPORTING FRAMEWORKS

In compiling this report, we considered local and international guidelines, including the following:

- IFRS Accounting Standards as issued by the International Accounting Standards Board
- Johannesburg Stock Exchange Limited ("JSE") Listings Requirements
- King IV Report on Corporate Governance for South Africa 2016 (King IV™)
- South African Companies Act, 71 of 2008 (Companies Act)
- The voluntary JSE Sustainability and Climate Change Disclosure Guidance (JSE Sustainability Disclosure Guidance)

### ASSURANCE

We use an assurance model to ensure the integrity of information for internal decision-making and the credibility of our reporting.

The Audit and Risk Committee oversees 4Sight's internal control environment, monitoring the execution of our assurance plan and reporting to the Board quarterly and shareholders annually in our annual financial statements. The financial statements, prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, undergo external audit by Nexia SAB&T.

The independent auditor's report can be found on page 89. Their findings of any changes in regulations assure the integrity of the Consolidated and Separate Financial Statements ("**Financial Statements**") included on pages 94 to 134 of this IR.





## FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements for 4Sight's future performance and prospects. While these statements represent our judgements and future expectations at the time of preparing this report, some inherent risks, uncertainties and other important factors could materially change the results from our expectations. Should the underlying assumptions prove incorrect, actual results may differ from those anticipated and could adversely affect our business and financial performance.

Words such as "believe, anticipate, intend, seek, will, plan, could, may, endeavour, project" and other similar expressions are intended to identify such forward-looking statements but are not the exclusive means of identifying such statements.

By their nature, such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of 4Sight to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements apply only on the date on which they are made and 4Sight assumes no responsibility to update forward-looking statements in this report except as required by law.

## REPORT APPROVAL

This report, prepared under senior management's supervision, was reviewed and recommended by the Audit and Risk Committee before approval by the Board.

The Board is satisfied that the assurance in place supports an adequate and effective control environment for internal decision-making and confirms disclosure of all reliable information with no legal prohibitions and approved the report on 26 June 2024.

The Board acknowledges its responsibility to ensure the integrity and completeness of this report. The Board believes that this report addresses all material matters and offers a balanced and comprehensive view of 4Sight's strategic direction to prevent value erosion and create and preserve value for stakeholders in the short, medium and long term.

The directors believe this report materially aligns with the IIRC's <IR> Framework and provides a true and material account of the Group's performance and strategic direction.

This report was prepared under the supervision of senior management and was submitted to the Audit and Risk Committee, which reviewed and recommended it to the Board for approval.



Kamil Patel  
*Chairperson*  
26 June 2024



Tertius Zitzke  
*Group Chief Executive Officer*  
26 June 2024

## STAKEHOLDER FEEDBACK

Your feedback on the contents and presentation of this report is welcome, as it will assist us in improving the quality and relevance of future reports.

Please send any feedback on reporting content or requests for copies to [investors@4sight.cloud](mailto:investors@4sight.cloud).

## HOW TO NAVIGATE THIS REPORT

We have used several icons throughout this report to guide stakeholders, indicate strategic pillars and areas of our business or assist stakeholders to find additional information.

This report has been designed for an enhanced digital experience and ease of use. The layout supports readability on computer screens and tablets, while the digital navigation capability in the report will assist you, the reader, to easily move between different sections or topics in the report.

THE CAPITALS		People	Human Capital
		Customer	Customer Capital
		Operations	Manufacturing Capital
		Finance	Financial Capital
		Innovation	Intellectual Capital
OUR BUSINESS CLUSTERS		BE	Business Environment Cluster
		IT	Information Technologies Cluster
		OT	Operational Technologies Cluster
		CP	Channel Partner Cluster
		SS	Shared Services Cluster

Further digital information icons: readers can find additional information and these are depicted using the following icons:

KING IV™ Report    KING IV™ Report on Corporate Governance for South Africa 2016 Principles



Weblink | [www.4sight.cloud](http://www.4sight.cloud)



YouTube | Watch 4Sight videos



LinkedIn | Connect with 4Sight



Facebook | Like our Facebook Page



# CHAPTER 2 | ABOUT THIS REPORT

## SECTION 4 | ABOUT 4SIGHT HOLDINGS

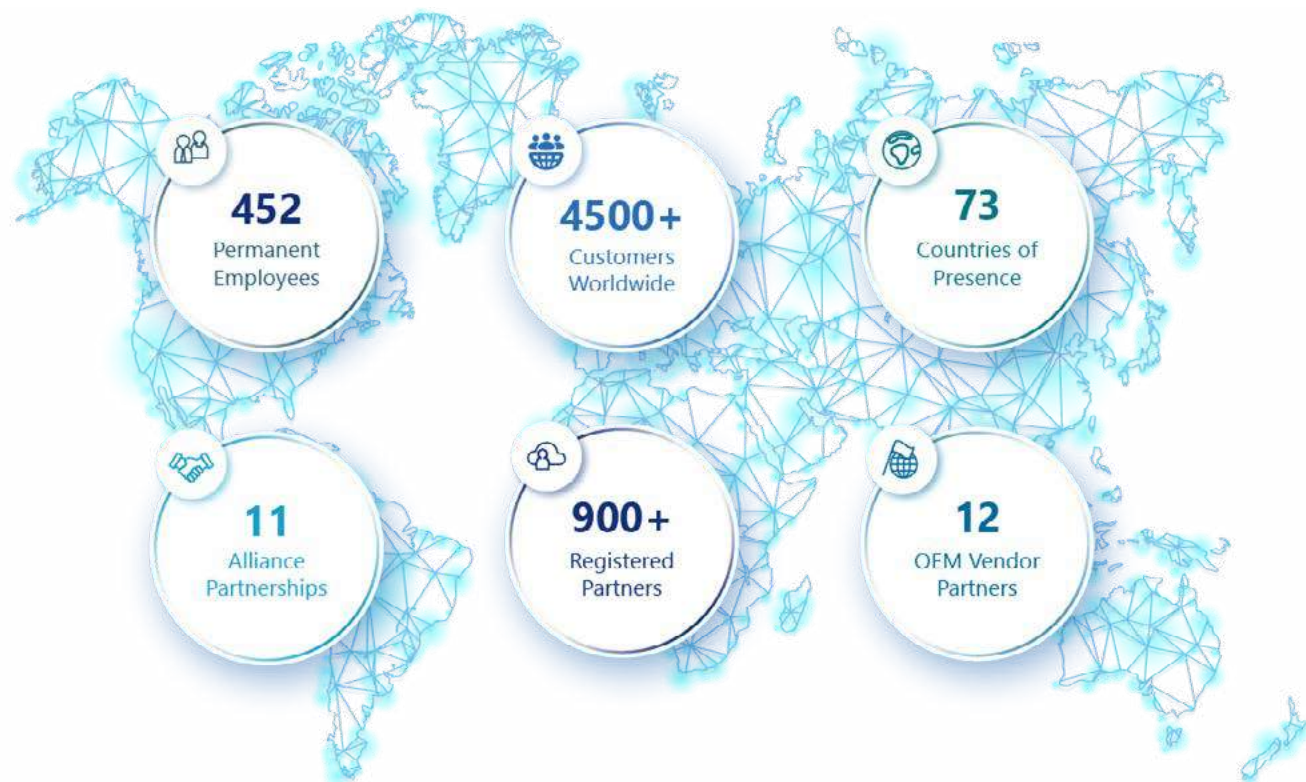
4Sight is a public company listed on the JSE AltX incorporated on 29 June 2017, specifically for the listing of 4Sight on 19 October 2017.

As a multi-national, diversified technology group, our purpose is to leverage our portfolio of AI technologies, people and data-focused solutions to design, develop, deploy and grow solutions for our partners, including both customers and vendors.

We accelerate our partners' digital AI journey, with an approach that enables an organisation-wide transformation. Our approach enables data and new AI technologies to amplify an organisation's workforce to thrive in the modern digital economy.

Digital AI transformation is a journey that any organisation undertakes and is not something that happens overnight. We assist our customers and partners first, to understand where they currently are on this journey and then, how to progress with the correct technology applied to the next levels.

### OUR OPERATIONAL NUMBERS



### UNLOCKING THE POWER OF VISIBILITY

We provide our partners with real-time data that's crucial for making well-informed decisions, facilitating the transition from a state of no-sight (a lack of digital presence, limited data visibility and operating blindly) to foresight with 4Sight. By leveraging real-time insights and cutting-edge technologies such as machine learning (ML) and artificial intelligence (AI), our partners gain the ability to anticipate future developments. Our digital twin solutions empower

partners to make continuous and informed decisions based on future projections. Our objective is to guide all customers towards the realm of 4Sight by implementing autonomous intelligence solutions. In this approach, technology not only suggests, but also executes, decisions to optimise business profitability, improve efficiency and minimise risk. Our business model facilitates partners in accessing our products and

solutions, providing turnkey digital AI transformation solutions across various industry verticals. This model is underpinned by a focused "blue ocean" strategy that includes continuous innovation, fostering partnerships, transitioning to OPEX models, delivering unique bespoke business solutions, embracing Software as a Service (SaaS) and Annuity Business Models, building the Modern Digital Enterprise of the Future, Enterprise 5.0 and embracing the Modern Digital Economy.

Our business model enables our partners to take advantage of our products and solutions, which also enables them to enjoy turnkey digital AI transformation solutions across industry verticals. This business model is supported by a focused 'blue ocean' strategy comprising: Continuous Innovation; Fostering Partnerships; Managing the Move to OPEX Models; Unique Bespoke Business Solutions; Software as a Service (SaaS) and Annuity Business Models; Building the Modern Digital Enterprise of the Future, Enterprise 5.0 and Embracing the Modern Digital Economy.

## WHAT WE DO



Deliver a portfolio of AI technology, people and data-focused solutions.

These solutions embrace the convergence of Operational Technologies (OT), Information Technologies (IT) and the Business Environment (BE) worlds.



Creating meaningful impact for partners (customers and vendors).

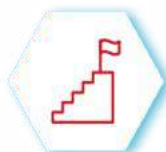
Empowering our partners to future-proof their businesses through digital AI transformation.



Enabling better and more informed decision-making in the modern digital economy.

## OUR PURPOSE

Our purpose is to leverage our portfolio of AI technologies, people and data-focused solutions to design, develop, deploy and grow solutions for our partners, including both customers and technology vendors.



### OUR MISSION

Empower our partners to future-proof their businesses through digital AI transformation.

The implementation of AI technologies is pivotal in safeguarding the future resilience of our customers' businesses. However, it's crucial not to overlook the significance of foundational principles which emphasise the need for robust internal control procedures. At 4Sight, our specialisation lies in Information Technology (IT) proficiency which serves as a core differentiator for our business.

We place a strong emphasis on upholding our expertise and assurance in internal control measures and corporate governance. This commitment is vital to our customers as it is in these areas that our partners truly gauge the value we bring to the table. By remaining mindful of these foundational principles, we ensure the sustained effectiveness and trustworthiness of the solutions we provide.



### OUR VISION

We are the digital AI transformation partner of choice to quantum leap your business into the realm of Enterprise 5.0.

We are confident that the adoption of AI, along with people and data-focused solutions, will experience exponential growth. In response, we have strategically positioned our business to provide optimal solutions, empowering our partners at present and in the future. Our commitment is rooted in a passionate dedication to delivering and securing a prosperous future for our customers and employees.

Central to our capacity to meeting the current AI demands is our team. Comprising passionate and dedicated experts in technology, engineering, finance and business, they form the core of our capabilities. Their collective expertise ensures that we remain at the forefront of innovation and continue to provide cutting-edge solutions in the dynamic landscape of AI.



# OUR VALUES

We harness the extensive intellectual capital within our Group to empower our partners in crafting intelligent operations, developing innovative products, establishing disruptive models and providing guidance throughout the digital **AI** transformation journey.



## Trust

Building and maintaining trust is fundamental to our relationships with partners, customers and colleagues.



## Teamwork

Collaboration and synergy among our diverse team are essential for achieving shared goals and fostering innovation.



## Accountability

We take responsibility for our actions and commitments, ensuring reliability in delivering results and meeting expectations.



## Transparency

Open communication and transparency are key principals in our interactions and promote clarity and understanding.



## Passion

A deep-seated passion drives our dedication to delivering exceptional solutions and securing a bright future for our stakeholders.

# GEOGRAPHIC FOOTPRINT

4Sight possesses a dual go-to-market strategy, which has notably and positively impacted its performance. This strategy comprises a direct model, focusing on Tier 1 and Tier 2 customers, and an indirect model, facilitating more than 900 partners in bringing 4Sight's offerings to the market.

Through a cross-selling approach, we employ key account management principles to extract maximum value and wallet-share from customers and partners. This not only builds enduring relationships, but also establishes roadmaps for digital **AI** transformation and decision-making, ensuring long-term success and collaboration.

The effectiveness of our strategy lies in the utilisation and scaling of offerings and synergies across our clusters, establishing and maintaining a competitive advantage for 4Sight.







## ASSOCIATES

4Sight Africa serves as our B-BBEE Level 2 entity, with 51% ownership held by young black management and the remaining 49% owned by the Group.

Established in 2013, 4Sight Africa was founded with a strategic focus on delivering end-to-end business solutions in the South Africa region. Its primary objective is to facilitate the strategic digital **AI** transformation of partners in the private and public sectors.



## REGIONAL MARKET EXPANSION

*A Global Scale*

The reach of 4Sight, both through direct engagement and our extensive partner network, has expanded on a global scale. A surge in demand in our local market and across the continent has resulted in the strengthening of our capacities to meet evolving needs. Notably, our strategic expansion into Namibia and the expansion of our solution offering into the Pacific region through Australia has broadened our geographical footprint. We also managed to significantly grow our footprint into the rest of Africa. Looking ahead, our ambitious plans include further expansion into the American and African markets by 2025.

This global growth trajectory positions 4Sight to harness increasing opportunities and make substantial contributions to our planned objectives in the coming years. The diversified geographic presence reflects our commitment to providing innovative technology solutions and digital **AI** transformations on a global scale, emphasising our adaptability and responsiveness to the evolving needs of diverse markets.



# GLOBAL STRUCTURE

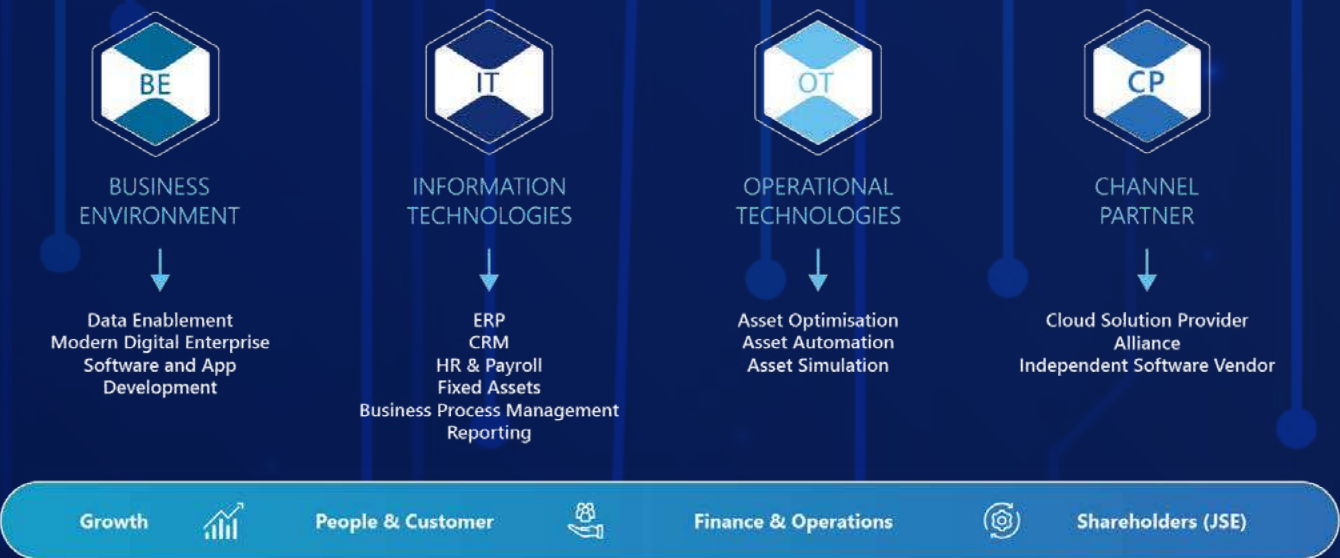
JSE Listing

Regional Operating Entity - Customer Engagement and Contractual Relationship



## OUR OPERATING MODEL

4Sight has four strategic clusters for reporting purposes, including Business Environment (“BE”), Information Technologies (“IT”), Operational Technologies (“OT”) and Channel Partner (“CP”).





## SECTION 5 | GROUP STRUCTURE

### Executive Committee Group Structure

4Sight has implemented an organisational structure designed to support the strategy's effective execution. In this structure, an Executive Committee (EXCO) has been established. The EXCO is entrusted with significant responsibilities and Key Performance Indicators (KPIs) to ensure the successful implementation of our strategic initiatives. This committee likely plays a crucial role in decision-making, governance and overseeing the various aspects of the business to drive alignment with the broader Company strategy.



**Tertius Zitzke**  
Group Chief Executive Officer  
Executive Director



**Eric van der Merwe**  
Group Chief Financial Officer  
Executive Director



**Willie Ackerman**  
Chief Sales and  
Marketing Officer



**Rudi Dreyer**  
Chief Business  
Environment Officer



**Nick Botha**  
Chief Channel  
Partner Officer



**Andre Cloete**  
Chief Information  
Technologies Officer



**Wilhelm Swart**  
Chief Operational  
Technologies Officer

# CHAPTER 3 | BUSINESS OVERVIEW

## SECTION 6 | CHAIRPERSON'S REVIEW

By leveraging its expertise and staying at the forefront of technological innovation, 4Sight is well positioned to thrive amidst the ever-evolving landscape of the digital age.

### The operating environment

FY2024 witnessed significant economic volatility, with inflation and interest rates on the rise. To counter these challenges, monetary policies and targeted fiscal interventions were implemented. Additional hurdles, including the loadshedding crisis, currency fluctuations and political interference compounded the complexity of the operating landscape.

Despite the challenges faced, 4Sight has observed a significant rise in demand for its solutions. This increase underscores a larger trend among customers who are re-evaluating their business strategies, prioritising technological integration and emphasising innovation. Specifically, there's a notable uptick in demand for artificial intelligence (AI) and machine learning applications. This surge reflects businesses' recognition of the transformative impact of these technologies in enhancing efficiency and gaining a competitive edge.

Furthermore, as the demand for self-service and automation continues to rise across industries, 4Sight recognises the importance of its role in facilitating this transition. By leveraging its expertise and staying at the forefront of technological innovation, 4Sight is well positioned to thrive amidst the ever-evolving landscape of the digital age.

### Coming of age

4Sight has achieved a significant milestone in its journey, marked by consistent growth over the past four years. Initially, the Board focused on streamlining our operations and assembling the right team. Subsequently, each year has witnessed incremental performance improvements, culminating in a heightened share price, indicative of investor confidence in the Group.

The Board's performance remains outstanding, characterised by a commitment to consistency, adherence to best practices and excellence in executing core responsibilities. This approach has translated into tangible value delivery and effective fulfilment of the Board's mandate.

Additionally, alongside upholding high governance standards, the Board prioritised initiatives to enhance share price and profitability, attract new investors, and explore growth and acquisition opportunities. "I am pleased the share price has improved year-on-year, with dividends paid of 5.0 cents per ordinary share for the fourteen months period ended 29 February 2024.

### Outlook

Going forward, our primary focus remains on scaling the business for growth and recognising the likelihood of persisting operating conditions. By prioritising agility and adaptability, we are confident that 4Sight will effectively navigate challenges and seize new technological opportunities, including those presented by artificial intelligence (AI) to ensure sustained strong growth.

The soundness of our organisational structure, which features regional clusters and centralised shared-services capabilities, combined with a revised annuity-focused sales strategy, positions the business for scalability. This scalability extends to both workforce size and global footprint, enabling us to meet the growing demand. As a result, we anticipate improved profitability, increased flexibility, and enhanced efficiencies in our operations, driven in part by artificial intelligence (AI) integration.

### Good governance

The Board, its sub-committees and the EXCO exemplify the values of ethics, integrity and honesty, serving as role models for all employees. Their unwavering commitment to high corporate governance standards underscores the importance of sound governance practices in generating sustainable value for stakeholders.

4Sight's governance and policy framework remains robust, aligning effectively with decision-making processes to ensure resilience against unforeseen events. The formalised Board calendar, covering key aspects such as budgeting, reporting and operations promotes consistency and efficiency throughout the business.

## Upskilling the Board

The diversity among Board members, encompassing various skills and cultural backgrounds, enhances the decision-making process by providing a global perspective on challenges and opportunities. Recognising the significance of skills development and innovation in maintaining competitiveness, we prioritise ongoing skills enhancement and acknowledge the value of upskilling our Board.

The Board recognises the significant potential of AI for our Company. This year, our focus has been on enhancing the Board's understanding of AI through upskilling initiatives. AI brings numerous benefits to our Board, enriching their skills, diversity, and experience in various ways. Firstly, it equips them with advanced analytics tools, facilitating efficient analysis of extensive datasets to inform decision-making. Moreover, AI fosters diversity

by providing unbiased decision-making platforms, promoting inclusivity within the Board. Exposure to AI also contributes to skills development, empowering Board members with knowledge in emerging fields and identifying innovative opportunities. By prioritising AI familiarity, the Board is positioned to leverage cutting-edge technologies, embrace diversity, and ensure our long-term competitiveness and sustainability. We are eagerly anticipating how AI will revolutionise our work processes over the next decade.

## Stakeholder engagement

Our success is intricately tied to people – our shareholders, partners, customers, employees and other stakeholders. Recognising the significance of transparent and honest stakeholder engagement, we prioritise meaningful interactions. By engaging deeply with individuals,

we aim to comprehend their legitimate needs and concerns, ensuring we address them adequately. Moreover, we seize every stakeholder engagement opportunity to articulate our business purpose and highlight 4Sight's unique value proposition.

Living our values – trust, teamwork, transparency, accountability and passion – on a daily basis is integral to our identity. This commitment positions us as a preferred partner and employer of choice. The thriving results achieved within our people's ecosystem bear testament to the impact of embodying these values consistently.

### SHAREHOLDERS



Our ongoing objective is to grow the share price and attract more institutional investors. This reflects our commitment to enhancing shareholder value and fostering confidence among investors in the continued growth and success of 4Sight.

### PARTNERS



We remain fortunate to collaborate with the world's leading vendor partners, they serve as the cornerstone of our business model, facilitating the creation of innovative solutions to address genuine business challenges.

Our approach involves identifying technologies of interest and engaging in collaborative efforts with our partners to develop tailor-made intellectual property solutions for our customers. This strategic partnership enables us to stay at the forefront of technological advancements and deliver unique, effective solutions that meet the specific needs of our customers.

### PEOPLE



Recognising the importance of attracting and retaining key skills, we understand that our ability to scale and grow the business hinges on fostering a skilled workforce. We remain committed to the development of critical skills and the establishment of a growth-oriented culture, thus we have instituted various human capital and internship initiatives aimed at building capacity within the Group. These efforts reflect our dedication to nurturing talent and ensuring the ongoing enhancement of our team's capabilities.

### PRODUCTS



Customers leverage our intellectual property: developed solutions, systems and methodologies to advance toward their objectives. The innovative solutions we provide are tailored to assist our customers in achieving their goals, underscoring the effectiveness and applicability of our IP in meeting their specific needs.

## ANNUAL GENERAL MEETING

Our annual general meeting (“AGM”) will be held on 20 August 2024. The notice of the meeting appears on page 136 of this report.

## IN APPRECIATION

I wish to extend my heartfelt gratitude to our industry and service partners for their unwavering trust in 4Sight. They are instrumental in our success and serve as a key differentiator for our business. Their continued partnership is deeply valued and appreciated.

I also express my sincere appreciation to our talented, driven and experienced Board members. Their commitment and contributions have been invaluable to our journey. Additionally, I want to acknowledge each sub-committee chairperson for their support and guidance throughout the year.

A special thank you goes to the Group Chief Executive Officer Tertius Zitzke and his EXCO team for their dedicated efforts and support from the Board. The 4Sight culture thrives on teamwork and excellence, and I am proud of every employee who contributes to this culture. Congratulations to each person for their role in achieving our collective success.



Kamil Patel  
*Chairperson*  
26 June 2024



## SECTION 7 | MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

Our success testifies to our unwavering commitment to innovation and the successful execution of our go-to-market strategy.

### Performance

4Sight has demonstrated robust financial results, characterised by strong operational performance. Our significant double-digit growth in revenue, profit and cash-on-hand testifies to our unwavering commitment to innovation and the successful execution of our go-to-market strategy.

For the fourteen months period ended 29 February 2024, 4Sight achieved remarkable results with a revenue growth of 57.7% to R1 097.8 million from R696.0 million compared to the prior period. Revenue excluding consulting revenue increased by 54.5% from R 479.0 million to R 740.1 million, which contributed to the increase in the cost of sales by 53.1% from R 361.4 million. Gross profit increased by 46.5% from R 304.1 million to R 445.7 million and the gross profit margin decreased to 40.6% compared to 43.7% in the prior period.

The total operating expenses for the period increased by 45.7% to R 409.0 million compared to R 280.8 million in the prior year. Headline Earnings per Share (HEPS) increased by an impressive 153.8% for the fourteen months (compared with 2.379 cps in 2022). Additionally, Net Asset Value Per Share increased by 29.6% to 57.8 cents per share.

Our outstanding performance was primarily driven by our close relationship with our strategic technology partners, which boosted revenue growth tremendously (by 57.7%). By adding our own intellectual property and inventive data models to our technology partners' offerings, we were able to grow our own consulting revenue by 65.0%. 4Sight is a trailblazer in the realm of technology, is driven by an unwavering commitment to

innovation. Our unique approach involves developing our own Intellectual Property (IP) through leveraging the technologies of strategic providers. This strategy not only adds substantial value to our offerings but also sets 4Sight apart from its competitors.

**Our innovation strategy focuses on three pillars:**

- Securing, retaining, and growing our customer and partner base (Customer 360).
- Developing our own intellectual property and inventive data models.
- Upskilling our **people**.

Our success is further highlighted by the awards we have won during the year.

Our competitive advantage lies in our strong relationships with partners and customers, combined with our unique service and product offering, our **PEOPLE**'s talent, domain knowledge, and our dedication to service excellence. As a digital **AI** transformation partner, we aim to propel our customers into Enterprise 5.0 by digitally transforming and optimising their operations. By leveraging customer intelligence, we are able to drive business growth and improve customer experiences. Our technology offering includes **AI**, machine learning, big data, cloud and business intelligence, digital twin and simulation, information and operational technologies, production scheduling, horizontal and vertical integration, industrial Internet of Things, cloud services, robotic process automation, and augmented and virtual reality.

### Embracing artificial intelligence (**AI**) to drive innovation and improve efficiencies

I completed an **AI**: Artificial Intelligence **AI** and ML: Machine Intelligence for Business and Society certificate with MIT – Massachusetts Institute of Technology & Sloan in the first half of 2024. This spurred the 4Sight investment into **AI**, what we branded as **4AI** for 2025. The roles and responsibilities of solution providers like 4Sight, and the correct way of delivering these systems and solutions to market is very important today, and for the future of 4Sight Holdings and our partners.

When I became the Group Chief Executive Officer in 2019, we were still riding the wave of the 4th Industrial Revolution, collecting data, and building data models, and vaults. Industry 4.0 refers to the integration of automation and data exchange in manufacturing.

Now we are in Industry 5.0, a new concept that focuses on collaboration between humans and machines. It talks to customer experience, and customer 360. 5IR enhances human work with machines, rather than replacing it. This era is marked by major advances in **AI**, robotics, IoT, and biotech, leading to more personalised and innovative solutions.

Today, on 26 June 2024, we are releasing this 2024 4Sight Integrated Report using **AI**, or as we call it **4AI** – a first in the world.



## Upskilling our people

AI skills development and training have been prioritised and seamlessly integrated throughout the organisation. As Group Chief Executive Officer, I've personally driven this initiative following my time at MIT University in FY2024, and it has been my pleasure to share the knowledge and skills gained to upskill myself and the 4Sight team.

Through ongoing AI-focused training, we aim to cultivate new technology skills, facilitate the retraining of employees for evolving roles as part of our succession planning, and sharpen existing skill sets. By integrating AI into our training programmes, we provide our team with cutting-edge skills that keep us competitive in a rapidly evolving tech landscape. This approach serves the dual purpose of retaining and attracting critical skills in our workforce.

Our corporate culture, characterised by a results-driven ethos, attracts ambitious and talented individuals eager to grow personally and professionally. In addition, our youth development graduate programme, a source of great pride, provided 41 graduates with domain experience and employment opportunities in FY2024.

Our overarching goal is for 4Sight to be recognised as an employer of choice – a place where individuals can advance their careers, develop new skills and become immersed in a culture of success.

## Outlook

We expect continued demand for digital AI transformation solutions, as businesses in every sector choose technology and innovation to reinvent and improve their operations. Our goal remains the same – to quantum-leap our customers and partners into the realm of Enterprise 5.0 by facilitating the convergence of IT (Information Technology), OT (Operational Technology) and the Business Environment (BE). By leveraging data, hybrid cloud and security, we enhance visibility and decision-making, a process we call “foresight,” taking customers and partners on a journey from no sight to 4Sight AI.

The delivery towards ESG – Environmental, Social and Governance, sustainable futures for our communities and children, in a responsible and economically viable way, is one of the goals for 4Sight for the future.

Our aim for the future of 4Sight deliverables toward customers and partners, is to be the trusted advisor on business solutions using AI, within various verticals and industries, specifically built around our PEOPLE – Human Resources, GROWTH – Customer 360, Sales and Marketing, OPERATIONS – the unique operational system requirements with the focus on the convergence between OT and IT systems, FINANCE – Financial operational efficiencies, automation and real-time and future predictive

capabilities and INNOVATION – the product and technology innovation utilising the digital AI transformation tools available.

We will continue to focus on the burgeoning field of AI. We are currently in the process of creating scalable AI solutions, further solidifying our position as a leader in technological innovation. These AI solutions are designed to be adaptable, capable of meeting a wide range of needs, and are a testament to 4Sight's forward-thinking approach.

In essence, we are not just keeping pace with the rapid advancements in technology; we are at the forefront, driving the change. Our commitment to innovation, our unique strategy of creating our own IP, and our ongoing development of market-leading solutions are what make 4Sight a force to be reckoned with in the technology industry. We are not just providers; we are pioneers, shaping the future of technology.

Innovation and technology stand as pivotal drivers of business success and resilience. Fortunately, the demand for digitalisation initiatives surpasses supply, indicating promising growth in FY2025. Our robust succession and skills development strategies, with a pronounced emphasis on AI, position us to scale and meet the escalating demand for solutions in FY2025 and beyond.



## In appreciation

We extend our sincere appreciation to our talented and dedicated 4Sight **people**, whose invaluable contributions have helped us exceed our expectations and achieve phenomenal results. This success demonstrates that we have employed the right people to execute our strategy.

We thank our customers and partners for being instrumental in our success. We are deeply grateful for their loyalty and support. We also acknowledge the positive impact of our valued vendors on our business.

To our Chairperson, Board members and executive team, thank you for your guidance and commitment. Your dedication ensures we live our 4Sight values, mission and vision daily.

*Our collective efforts reflect our success and ability to deliver what the market needs. Our future shines brightly as we build the company of the future, today.*



Tertius Zitzke

*Group Chief Executive Officer*

26 June 2024

## SECTION 8 | MARKET OVERVIEW

### THE WORLD WE OPERATE IN

As a leading technology supplier, 4Sight remains committed to aligning our business activities with dynamic market opportunities and trends and contributing to economic growth.

At 4Sight, we recognise that the digital landscape is ever-evolving and are dedicated to not only keeping pace but setting the standard for innovation in

technology, thereby contributing to the overall advancement of the economy.

Our commitment revolves around delivering state-of-the-art, groundbreaking technology and digital solutions to our valued partners and customers. By remaining at the forefront of innovation, we aim to provide them with tools and services that not only meet current market demands but

also anticipate and adapt to future trends.

Our focus is on creating solutions that go beyond mere functionality, striving to elevate user experience to new heights. Through continuous research, development and collaboration, we aspire to empower businesses with cutting-edge technologies that foster efficiency, competitiveness and sustainable growth.

### MARKET TRENDS



#### Artificial Intelligence (AI) and Machine Learning (ML)

AI and ML are transformative technologies reshaping industries across the globe. As businesses seek to harness the potential of AI and ML, these technologies emerge as promising avenues for delivering tangible business value. With the proliferation of data and advancements in computing power, organisations are increasingly leveraging AI and ML to drive a need for automation, predictive analytics, and personalised customer experiences. Embracing them means unlocking opportunities for innovation, efficiency gains, improved decision-making capabilities, and enhanced customer experiences. AI enables automation of repetitive and mundane tasks, plus streamlines processes. AI facilitates the analysis of vast datasets to extract meaningful insights and patterns to make informed decisions, identify market trends, and anticipate customer preferences. AI enables personalised customer experiences by analysing individual preferences, behaviours, and interactions. It can forecast future outcomes based on

historical data and manages risks though detecting anomalies.

At 4Sight, we are embracing AI and delivering AI solutions both from our strategic OEMs, as well as around our own IP Solutions. We recognise that through using AI we can deliver superior products, solutions and services to our customers.



#### Real-Time Data Sharing

In today's business landscape, the imperative for real-time data-sharing has become paramount, serving as a lynchpin for maximising the impact of digital AI transformation initiatives and charting a course for sustained success in the future. The evolving nature of business, underscored by rapid technological advancements, has compelled organisations to embrace digital AI transformation strategies to remain competitive. In response to the current operating challenges, businesses seek innovative solutions that will not only address immediate concerns but also position them to thrive in an unpredictable and dynamic world.

As businesses continue to navigate the complexities of the evolving operating environment, the adoption of real-time data-sharing represents a strategic imperative. It becomes a foundational element in the pursuit of sustainable growth and competitive advantage, enabling enterprises not just to weather uncertainties but to proactively shape their trajectory in the face of ongoing challenges. The integration of real-time data-sharing into business strategies is therefore a pivotal step towards not only surviving but thriving, in the transformative landscape of today's global business ecosystem.

In this context, real-time data-sharing emerges not merely as an optional tool but an indispensable necessity. The ability to access and disseminate information in real time becomes a critical asset in overcoming the hurdles posed by market volatility, supply chain complexities and economic uncertainties. The agility afforded by real-time data-sharing empowers businesses to make informed decisions swiftly, respond promptly to changing circumstances and optimise their operations in a manner that fosters resilience and sustainability.



## ACM

Adoption and Change management (ACM) provides a structured, scientific, measurable and methodological approach that enables your organisation to plan, prepare, and adopt new technology and new ways of working.

4Sight's proven methodology ensures that change is adopted, sustained and reinforced. to change. The more an employee understands the change, the more motivated they will be to adopt the change.

ACM is important because change management provides an organisational framework that enables individuals to adopt new values, skills, and behaviours so that business results are achieved. It is the collective result of individual change – managing the people side of change! Your biggest asset is your people. If you look after your people, they will look after your customers, and this will ensure growth in your organisation.

Benefits include: minimising resistance; maximising benefits realisation; reducing disruption; enhancing organisational agility; improving employee engagement and satisfaction; mitigating risks and fostering innovation. With our tailored approach, ACM creates a workplace environment that is more openminded to transition. This will ensure better adoption to the change in order to maintain growth and innovation in the future.



## Cybersecurity

Our BE Cluster offers an end-to-end cybersecurity service in collaboration with Microsoft and various strategic partners. These partnerships enable us to deliver deep domain expertise and comprehensive services, from assessment and understanding to driving enterprise architecture and ensuring compliance with best practices and standards.

Our approach leads to the implementation of best-in-class technology within a cohesive framework, providing essential visibility for the Security Operations Centre (SOC). This framework allows our response teams to deliver 24/7/365 coverage, ensuring continuous protection and peace of mind for our customers.

Additionally, our OT Cluster collaborates with Nozomi Networks, delivering crucial cybersecurity solutions to industrial, operational technology (OT) and IoT organisations globally. This strategic partnership offers customers a unified cybersecurity solution, providing comprehensive visibility and monitoring capabilities across their entire infrastructure.

In the realm of data protection, our CP Cluster partners with Acronis to deliver a user-friendly and resilient online backup solution. Safeguarding files and disk images in the cloud, this partnership leverages the Acronis Cyber Protection Cloud which uniquely integrates cybersecurity, data protection and management. This holistic solution provides native protection to endpoints, systems and data, offering a comprehensive defence against ransomware and malicious URLs.



## Cloud Computing

At 4Sight, we place a strategic emphasis on cloud migration as a pivotal step in guiding our customers towards the era of Enterprise 5.0. Recognising the myriad benefits offered by the cloud – including heightened agility, flexibility, cost savings, reduced complexity, improved internal operations, scalability and enhanced innovation opportunities – we provide a comprehensive suite of cloud services. These encompass Infrastructure as a Service (IaaS), Platform as a Service (PaaS), Software as a Service (SaaS), and more. Whether a business seeks to migrate to the cloud, develop cloud-based solutions or secure their data in the cloud, 4Sight offers tailored solutions to meet their needs.

Acknowledging the complexity of cloud computing, we provide expert advice and guidance on best practices for security, compliance and cost optimisation. Our team collaborates closely with businesses to design and execute cloud migration plans that minimise disruption to their operations, ensuring a seamless transition to the cloud.

Understanding the critical nature of data and system recovery, our solutions are crafted to enable businesses to swiftly recover their assets in the event of an unexpected outage. This proactive approach minimises downtime and potential losses, reinforcing the resilience of our customers' operations.

At 4Sight, we recognise the uniqueness of each business, understanding that they have distinct needs and challenges in the realm of cloud computing. Accordingly, we offer customised



solutions tailored to the specific requirements of each customer. Whether a business is embarking on its initial cloud journey or seeking to optimise existing cloud infrastructure, our expertise and experience position us as trusted partners in helping them achieve their goals with confidence and efficiency. Whether a business is just starting out on their cloud journey or is looking to optimise their existing cloud infrastructure, we have the expertise and experience to help them achieve their goals.



## ESG

As the urgency of climate change intensifies, addressing the issue of our carbon footprint has become a top priority. In response to this global challenge, 4Sight is actively taking steps to not only reduce our carbon footprint but to also contribute to the sustainability efforts of our partners and customers. Our commitment to environmental, social and governance (ESG) imperatives is especially pronounced in the mining sector where we are at the forefront of offering cutting-edge technologies that prioritise sustainability.

The mining industry, which is characterised by its complexity and inherent risks, is undergoing a significant transition towards electrification as part of its efforts to decarbonise operations. Recognising the multitude of interdependencies in this sector, it is crucial to thoroughly understand the implications of embracing cleaner energy sources before making substantial investments.

As a responsible and forward-thinking company, we acknowledge our obligation to leverage digital

transformation as a catalyst for positive change. Our goal is to actively contribute to the journey towards a zero-carbon future, ensuring that our technological innovations align with sustainability objectives. By integrating responsible practices and eco-friendly solutions, we aim to be a driving force in fostering positive environmental impact within the mining industry and beyond.



## Automation

At 4Sight, our success in data-driven decision-making is intricately tied to our unwavering commitment to automating processes and operations. This focus on automation has been a cornerstone of our achievements, positioning us as leaders in the integration of **AI** to enhance efficiencies and optimise business processes across all clusters. An exemplary manifestation of this approach is our 4flow solution, a sophisticated, mobile, cloud-based Business Process Management (BPM) solution designed to intelligently automate processes, ensure employee compliance with rules and policies, and maintain meticulous control.

Our software is characterised by a system-driven, paperless approach, employing analytical disciplines to discover, monitor and continuously improve processes. Leveraging event logs readily available in today's information systems, our solutions enable a seamless transition towards efficient and automated workflows. Additionally, we harness the power of Microsoft's Power Apps to automate various manual processes for our customers, providing streamlined solutions through simple canvas applications that facilitate information capture.

In the OT Cluster, our strategic focus is on Asset Automation, particularly within Process Automation Systems tailored for the mining industry. This underscores our dedication to applying automation technologies to enhance operational efficiency and performance in critical sectors. Within our IT Cluster, we foster a collaborative partnership with Microsoft to bring forth process automation solutions that elevate business process management (BPM) to new heights. This alliance allows us to leverage cutting-edge technologies and insights to drive automation initiatives that align with our commitment to innovation and efficiency across diverse industry sectors.



## 4IoT

In a strategic move, 4Sight introduces the 4IoT Commercial IoT solution, empowering customers to connect anything seamlessly. This versatile solution is designed to be adaptable, catering to the unique needs of each customer, regardless of the industry. With a focus on rapid integration and deployment, the 4IoT solution enhances business efficiency by delivering customised IoT solutions tailored to specific requirements.

The 4IoT platform serves as a catalyst for digital **AI** transformation, effectively bridging the gap between the physical and digital realms. Our smart connected equipment monitoring solution, a key component of 4IoT, enables customers to effortlessly manage and monitor their equipment from any location and at any time. This capability ensures operational uptime, minimises downtime, and offers a proactive approach to equipment management.



Beyond IoT solutions, 4Sight extends its offerings to include simulation and digital twin capabilities. These advanced features enhance the accuracy and effectiveness of our customers' operations, providing them with valuable insights and a comprehensive understanding of their systems. Additionally, our platform scales with our data strategy and includes proprietary protocols and enhancements designed specifically for the African context, addressing communication limitations. This holistic approach underscores our commitment to delivering cutting-edge technologies that drive innovation and efficiency across diverse industries.



## Digital Twins

Within our Operational Technologies' Asset Simulation capability, we specialise in simulation modelling – an innovative approach that involves creating a mirror image of your business processes. This mirror image, often referred to as a "digital twin," replicates the behaviour of the current system within a virtual environment. This digital twin serves as a real-time digital counterpart, playing a pivotal role in the Internet of Things (IoT) environment. In an era where

companies seek solutions that can predict the future and facilitate informed decision making, the digital twin becomes a valuable tool.

Our OT Cluster's simulation division directs its focus specifically on simulation modelling tailored to the mining industry. By creating a mirror image of your business processes, we empower you to test scenarios within this virtual environment before making substantial investments or implementing solutions in the real world. This approach enhances decision-making by providing a dynamic platform to analyse potential outcomes and optimise strategies, contributing to increased efficiency and risk mitigation in the mining sector.



# CLUSTER OVERVIEW

Our executive directors assess the performance of the operating clusters based on the measure of operating profit. The Group has four strategic clusters for reporting purposes.

The following summary describes the operations of each reportable cluster:



## THE FOUR REPORTABLE CLUSTERS

The Group has four strategic clusters for reporting purposes, including:



BUSINESS  
ENVIRONMENT  
BE



INFORMATION  
TECHNOLOGIES  
IT



OPERATIONAL  
TECHNOLOGIES  
OT



CHANNEL  
PARTNER  
CP



BUSINESS  
ENVIRONMENT

The BE cluster converges Information Technologies and Operational Technologies environments, through a sustainable enterprise data management layer, application modernisation and modern workplace services to enable more informed decision making.



INFORMATION  
TECHNOLOGIES

The IT cluster enables digital **AI** transformation of ERP, accounting, human resources management, payroll and CRM, with business process management, data visualisation, reporting and dashboards and secure, cost effective cloud solutions on demand.



OPERATIONAL  
TECHNOLOGIES

The OT cluster offers essential industrial OT automation, optimisation and simulation solutions along with cutting-edge **AI** technologies, to support industrial customers. We empower our customers to undergo digital transformation by leveraging modern **AI** technologies.



CHANNEL  
PARTNER

The CP cluster is 4Sight's 100% partner-focused ecosystem, distributing and supporting **AI** solutions on behalf of international software vendors including Microsoft, Sage as well as a wide range of vertical and horizontal ISV applications.





## BUSINESS ENVIRONMENT CLUSTER



### MODERN DIGITAL ENTERPRISE

Hybrid Cloud Platform & Services      Modern Workplace      4MIA Cyber Security

Unified Communication & Collaboration



### DATA ENABLEMENT

4IoT Commercial      Artificial Intelligence      Environmental, Social Governance (ESG)

Enterprise Data Enablement



### SOFTWARE AND APPLICATION DEV

Custom Software & Application Development

4flow      4share      Application Modernisation





Digital **AI** transformation of an enterprise necessitates the convergence of Operational Technologies (OT) and Information Technologies (IT). This integration allows business applications to be developed on enterprise data, enabling better and more informed decision-making.

The BE cluster partners with our customers to drive value through Enterprise 5.0, focusing on **AI**-led transformation. We begin by establishing a single source of truth between structured and unstructured data. From there, we develop digital transformation roadmaps, tailored to each customer's unique needs. Our approach ensures sustainable transformation practices, protecting our customers' investments and allowing seamless adaptation to technological advancements. We offer a comprehensive range of digital solutions, prioritising initiatives based on the quickest return on investment. Post-assessment, we modernise and optimise environments, implement solutions, and provide managed services for proactive maintenance and continuous improvement.



### The Modern Digital Enterprise (MDE)

The Modern Digital Enterprise division focuses on leveraging unstructured business data and deploying **AI** to drive digital transformation. We emphasise business outcomes and deliver real value through our **AI**-driven framework, guiding the execution of strategic objectives and empowering our customers and partners to control their technology futures.



### Data Enablement

The Data Enablement division helps organisations build an enterprise data strategy to manage their data needs end-to-end. Our scalable, source system-independent data models unify all business data, enabling easy access and effective management. Additionally, our strategy incorporates **AI** to enhance the use of structured data, driving further value for our customers.



### Software and Application Development

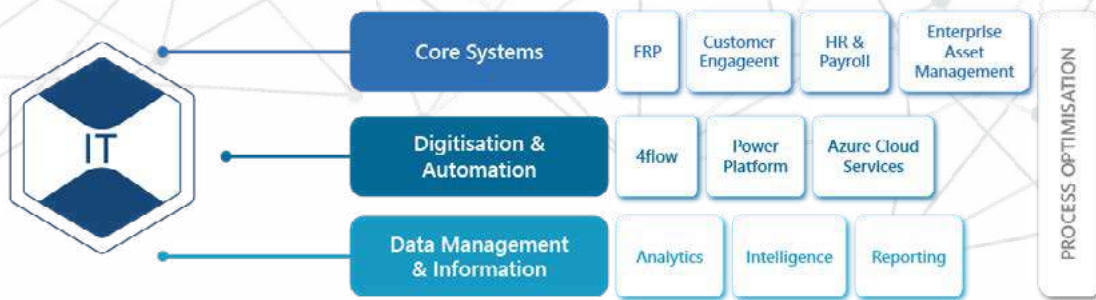
The Software and Application Development division is a highly skilled team of developers with a blend of generalist and specialist expertise. The division comprises units focused on bespoke development, system and data integration, product development, and system or business analysis. Our team builds repeatable, scalable solutions with proprietary IP, and leverages **AI** to enhance our application landscape, driving innovation and efficiency.



## INFORMATION TECHNOLOGIES CLUSTER







The Information Technology (IT) Cluster consists of six key solutions – Enterprise Resource Planning (ERP), HR and payroll, fixed assets, CRM, Business Process Management (BPM) and Business Intelligence (BI).

The IT Cluster sells and supports numerous ERP and related specialised solutions by offering business management applications to help manage one's entire business – from the financial and accounting requirements to inventory and operations with the latest technologies in automation and AI. With the selection of various specialised ERP solutions, the IT cluster ensure that the fit is perfect for companies in different industries.

Our HR and payroll solutions take care of your payroll processes and facilitate the management of the employee journey. Our customers efficiently manage their HR and payroll processes using the best of breed solutions complementing the ERP systems.

We provide our customers with the ultimate, comprehensive asset management products and solutions designed for medium to large businesses and multinational corporations. To manage all your customer relationship needs, the IT Cluster offers Sage CRM and Dynamics 365 Customer Engagement.

The business intelligence solutions add superior business reporting out of various ERP and other systems.

The business intelligence and data management solutions help organisations make informed decisions based on real-time data.



## ERP

ERP includes applications that manage your day-to-day business operations across departments or divisions. The ERP solutions include integrated modules that focus on specific functions like accounting, inventory management, manufacturing, procurement and supply chain. Financial processes can be automated with AI.



## HR and Payroll

HR and payroll solutions simplify and manage your organisation's payroll processing and employee information and any other HR tasks and procedures. They help to manage your people and automate and streamline processes.



## Fixed Assets

Fixed asset solutions manage the complete life cycle of your business's fixed assets such as land, buildings, motor vehicles and office equipment. The solutions are used to process asset accounting transactions including acquisition, depreciation, adjustment and disposal of them.



## CRM

CRM includes solutions used to manage all aspects of your customer engagements and relationships that help to provide a complete understanding of all interactions and are designed to offer a seamless experience for your customers.



## 4flow (BPM)

Discover your business processes using an analytical discipline for discovering, monitoring and improving processes with an objective view using event logs readily available in today's information systems. Identify repetitive and time-consuming tasks performed by your users. Processes in 4flow can be automated and enhanced with AI to ensure efficiencies and enhanced user experience.

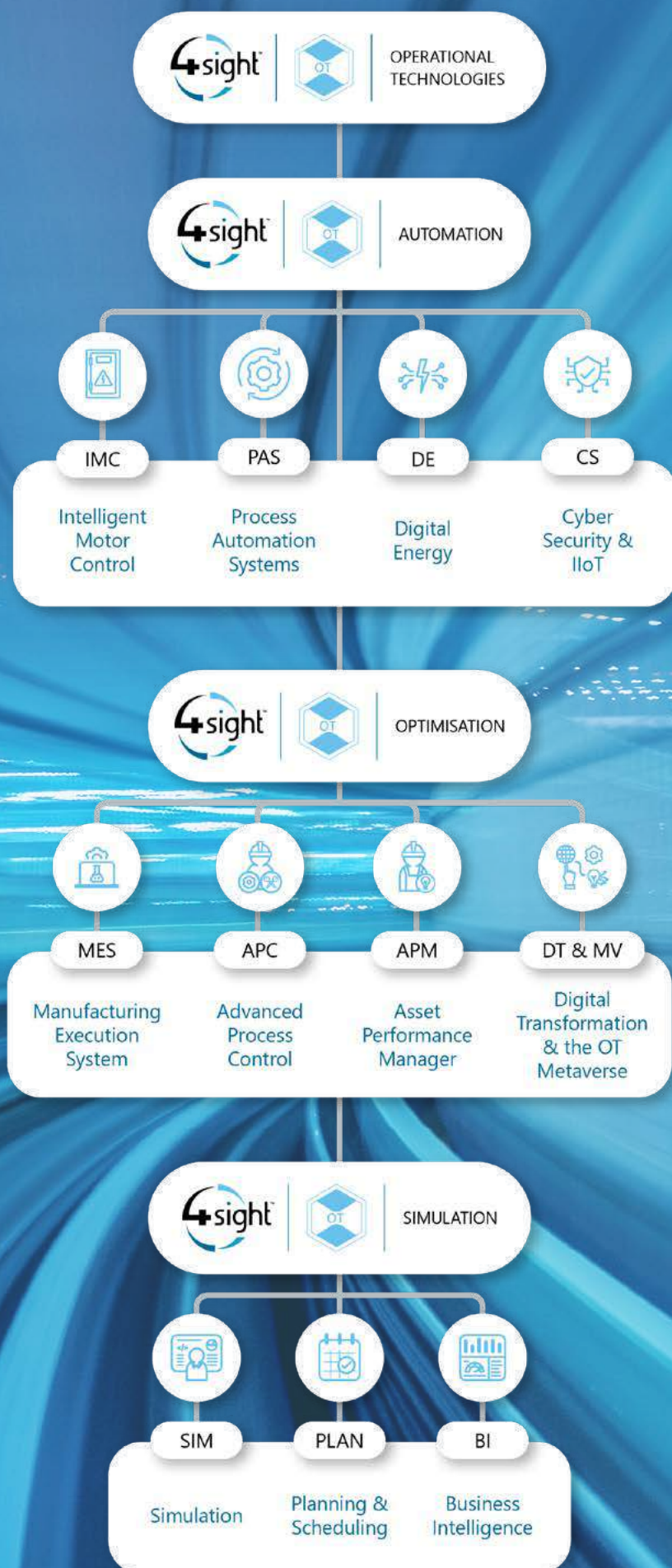


## BI

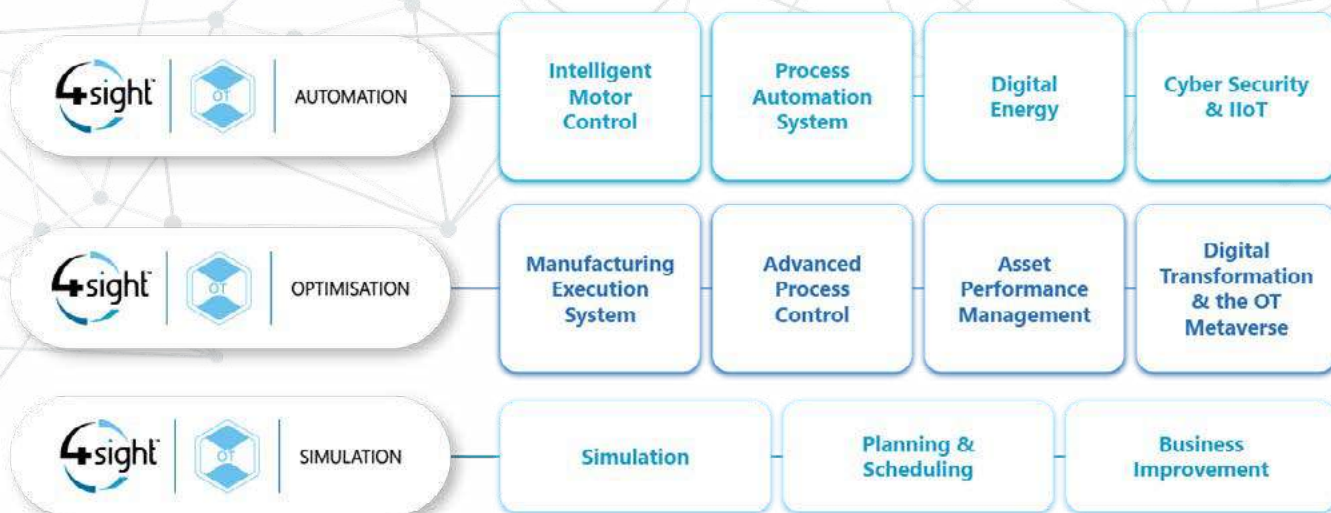
Most ERPs don't have a standard method of accessing enterprise-wide information. They usually work with outdated tools that take a lot of manual effort to use properly, which is time consuming and expensive. Because of this, customers are working in silos, without efficient ways to collaborate and access the information they need. Our goal is to provide you with a standard way of accessing, visualising, analysing and reporting on information in your enterprise, all in one place. Today, the solution continues to evolve with predefined market KPIs, analytics, and so much more.



## OPERATIONAL TECHNOLOGIES CLUSTER







The OT cluster consists of three key divisions, namely: Asset Optimisation, Asset Automation and Asset Simulation.

4Sight's OT cluster provides key **AI** technologies and services needed to help industrial customers with their full (end-to-end) digital transformation journey while following a cost-effective and low-risk, self-funding methodology. This allows customers to remain competitive in the digital economy while ensuring all digital initiatives have a six-month, or better, ROI.

We believe it is key to leverage **AI** and intelligent data to support better decision-making in near real time. This is critically important in today's hypercompetitive digital economy in which the ability to pivot rapidly in response to changing market conditions or customer demand, is vital. To realise the true value of **AI** technologies, organisations will need to evolve so that people and technology also converge.



### Asset Automation

As a leading System Integrator, 4Sight OT Automation provides professional System Integration of Automation and Electrical Engineering projects to South African and global companies for more than 25 years. Our

Certification across all the major Control System suppliers including Siemens, Schneider Electric, Rockwell Automation, ABB, Mitsubishi, Adroit and Wonderware, coupled with our TUV ISO 9001:2015 certified quality management system, minimise the risk to our customers when delivering large Automation and Control projects. With our seamless integration of products and solutions, we are able to meet the specifications of our customers. 4Sight OT Automation solutions are a comprehensive suite of tools and technologies designed to streamline and optimise industrial processes. The solutions encompass various components, including Intelligent Motor Control, Process Automation Systems, Digital Energy, Cyber Security and IIoT.



### Asset Optimisation

4Sight Operational Technologies Optimisation specialises in providing cutting-edge solutions that leverage the power of **AI** to transform the operations of mining and manufacturing companies. Our solutions empower these industries to achieve optimal performance in their processing plants and manufacturing processes, aligning their goals with both profitability and sustainability. Through **AI**-

driven insights and predictive analytics, we enable companies to streamline their operations, resulting in maximised revenues and enhanced environmental responsibility. By identifying and eliminating inefficiencies in processes, our technology not only drives cost reductions but also contributes to a more sustainable future. 4Sight's solutions help businesses strike a balance between economic success and responsible resource management, making them well positioned for the challenges and opportunities of the modern era.



### Asset Simulation

Asset Simulation is a computer model that mimics a whole system's behaviour to represent the operations of a real-world or planned system.

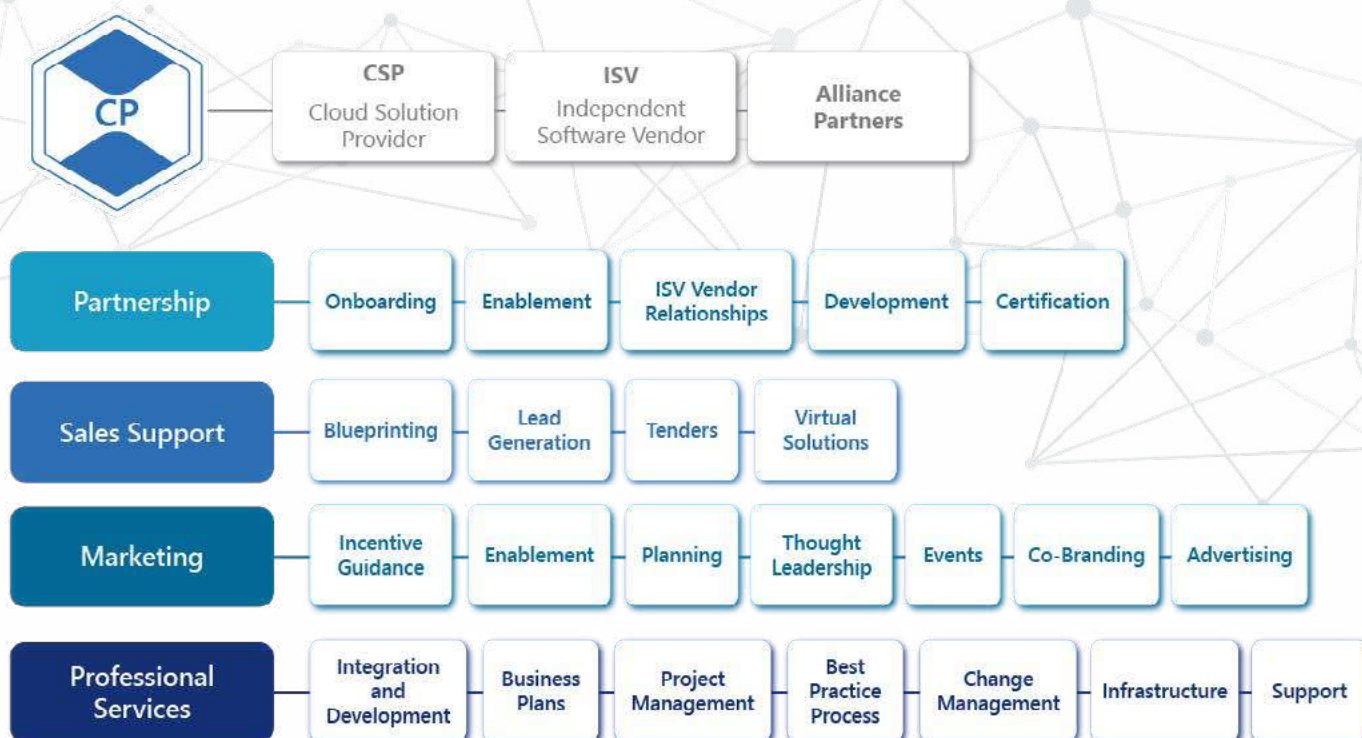
The model observes the history and draws inferences about system characteristics, providing decision support by quantifying the possible benefits.

We develop discrete and continuous simulation models of complex systems within the mining, rail, logistics, manufacturing, and service industries using market-leading simulation software, namely Simio®, Optislot®, and SimMine®.



## CHANNEL PARTNER CLUSTER





The CP cluster is 4Sight's 100% partner-focused ecosystem. The cluster supports and empowers an ever-expanding channel of value-added resellers across Africa, the Middle East and Central Europe to distribute and support **AI** solutions on behalf of international software Vendors including Microsoft, Sage as well as a wide range of vertical and horizontal ISV applications.

Contained within the 4Sight CP cluster is 4Sight's Cloud Distributor through the Microsoft Indirect Cloud Solution Provider ("**CSP**") programme, independent software vendor ("**ISV**") channel and Alliance Partners.

This allows for the distribution of 4Sight's integrated **AI** solutions and OEM partner offerings across our footprint. The offerings include Sage and Microsoft's range of cloud applications to our dedicated partners, located in the Middle East, Central Europe and Africa regions.



### Indirect Cloud Solution Provider (CSP)

Our indirect CSP capability through Microsoft-appointed 4Sight Dynamics Africa allows for the distribution of Microsoft's range of cloud applications, including Microsoft Office 365, Microsoft Dynamics 365 and Microsoft Azure, to its dedicated partners across the globe.



### Alliance

Across Africa, we have successfully established an alliance strategy that drives expansion and reach for our channel business partners. The 4Sight AccTech Alliance allows for the franchising of 4Sight solutions, brands, methodologies, and business support services to independent IT companies in areas such as Eastern Cape, Free State, Limpopo, Mpumalanga, eSwatini (Swaziland), Lesotho, Botswana, Copperbelt, Zambia, Uganda, and Malawi.



### Independent Software Vendor (ISV)

Our 4Sight ISV channel empowers 4Sight and our business partners to develop and grow various products and solutions for distribution to the market. The ISV channel assists our business partners with the design, implementation, optimisation, and support of the complete integrated business solution for distribution.



# CHAPTER 4 | VALUE CREATION

## SECTION 10 | DELIVERING VALUE THROUGH STRATEGY

Our strategy is designed to align with our operating context, stakeholder priorities and material risks. Creating and preserving value hinges on key resources and stakeholder relationships. In formulating our strategy, we carefully assess risks and opportunities to ensure the adaptability and effectiveness of our business model.

### OUR STRATEGIC VALUE PILLARS

We have established five strategic value pillars to guide our business success. These pillars drive the execution of our strategy, assisting us in setting goals and targets, monitoring progress and measuring our performance.



#### People

Our strategic focus includes hiring top talent, developing employee skills and facilitating career advancement, leveraging technology to streamline processes, enhancing data analytics and AI capabilities, improving overall employee experience and fostering a diverse and inclusive workplace.



#### Operations

Expanding annuity services, including Software as a Service (SaaS) and managed service offerings, to achieve a 70/30 service split.



#### Growth

Diversifying our channels and enabling global expansion to generate additional lucrative revenue streams enabling our AI360 Customer and Partner view for growth.



#### Customer

Broadening our reach among existing customers and partners through cross-selling and upselling solutions, acquiring new customers and partners, and capitalising on the monetisation of our customers' digital experiences.



#### Innovation

By focusing on data and its role within the organisation, we aim to enhance and refine our intellectual property solutions with specific focus on AI and methodologies, all while keeping a strong emphasis on innovation.

*This strategic approach serves our medium-term growth engine over the next year, as we build out our customers' digital and AI capabilities and help them successfully digitally transform.*





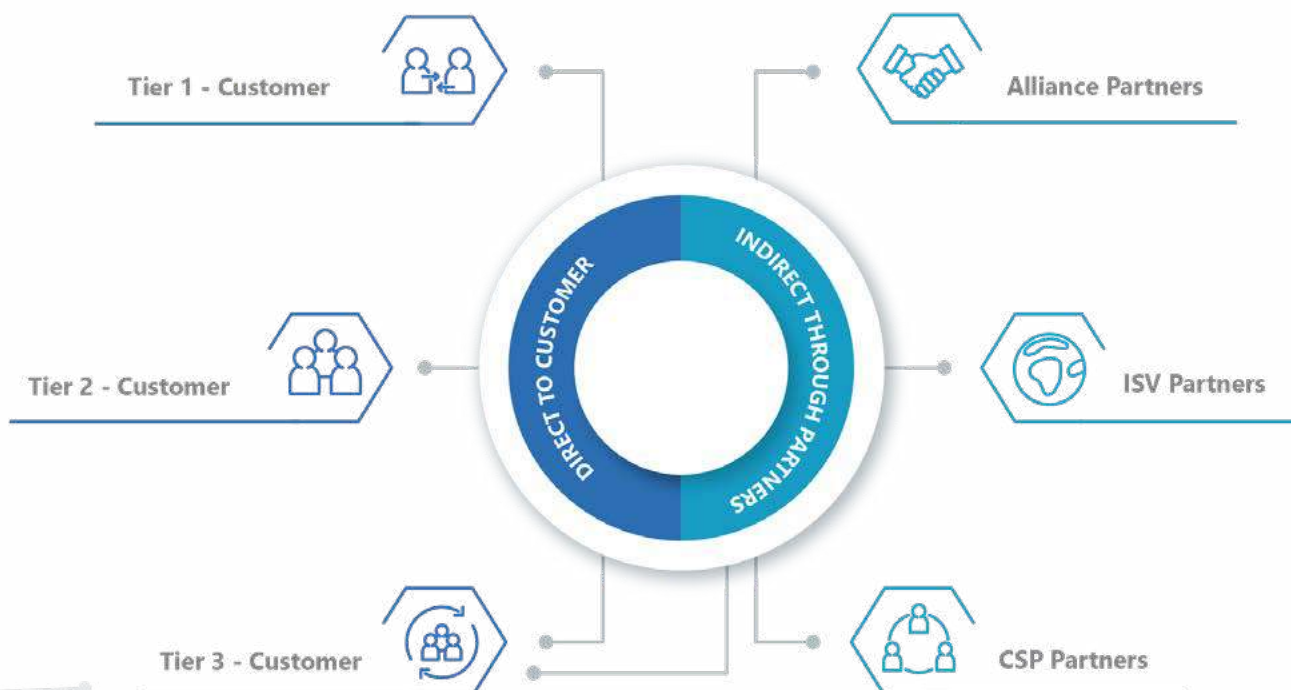
## 4SIGHT'S BUSINESS MODEL

Our business model is designed to empower partners by offering access to our **AI** solutions, providing them with turnkey digital transformation solutions tailored to various industry verticals.

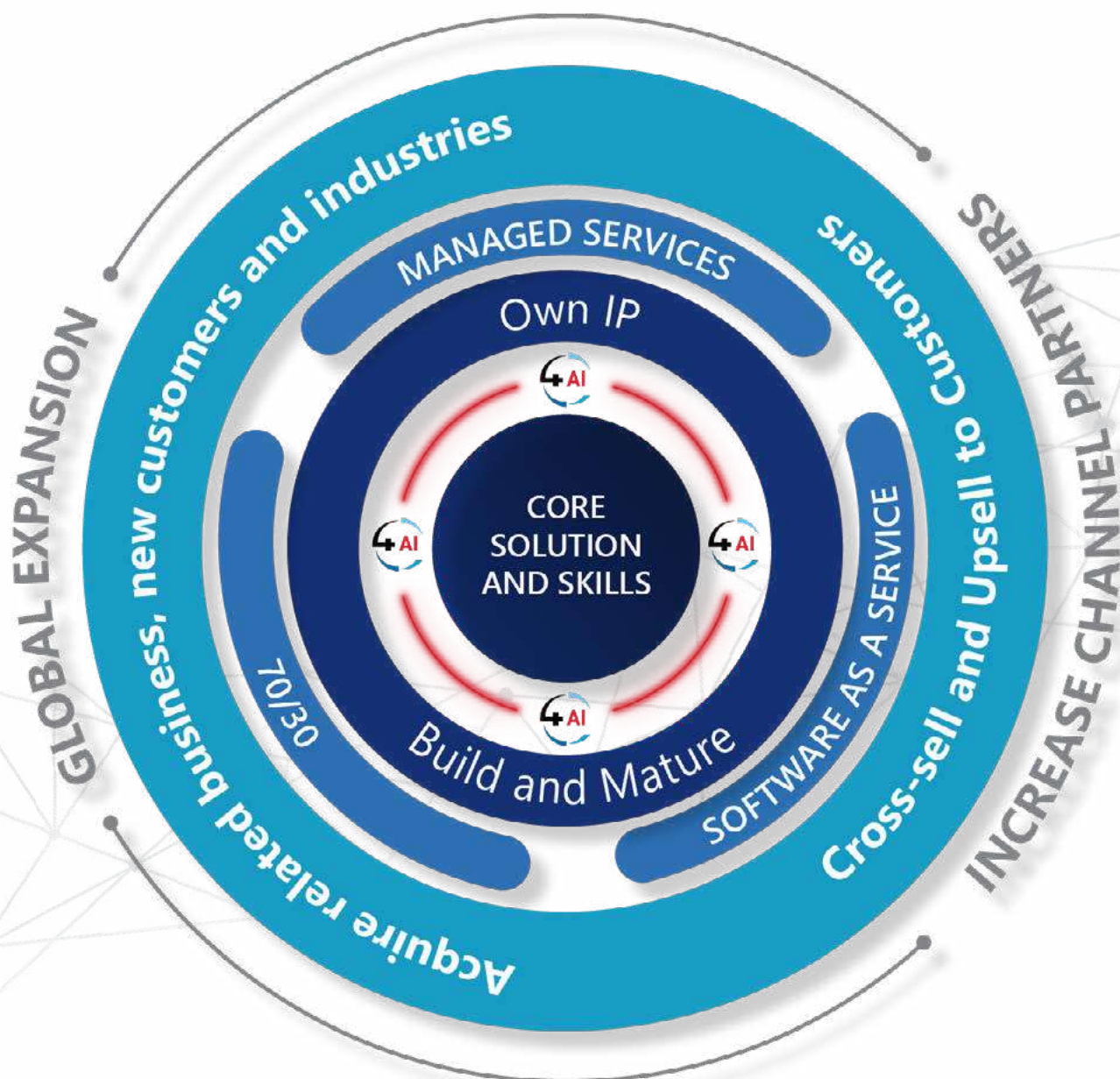
The outcomes of our daily business activities are reflected in the creation, preservation or erosion of value, dependent on how we strategically deploy our capital inputs. Recognising the intricate interconnectivity between these capital inputs, we remain agile in adapting our Group strategy to align with changes in their availability, quality and affordability. This proactive approach ensures not only business success but also sustainability, enabling us to navigate dynamic market conditions and thrive in the ever-evolving business landscape.



## CHANNELS OF GROWTH



## 4SIGHT'S BUSINESS STRATEGY



The updated strategic approach at 4Sight serves as the growth engine for the next year, emphasising the enhancement of customers' digital capabilities and facilitating a successful transformation using **AI**. Our unwavering commitment to executing this model is grounded in key principles that drive our success. The strategic focus includes global expansion, increased channel partner engagement and strategic acquisitions that align with our core solutions and expertise.

Central to our strategy is the delivery of innovative technology solutions to both new customers

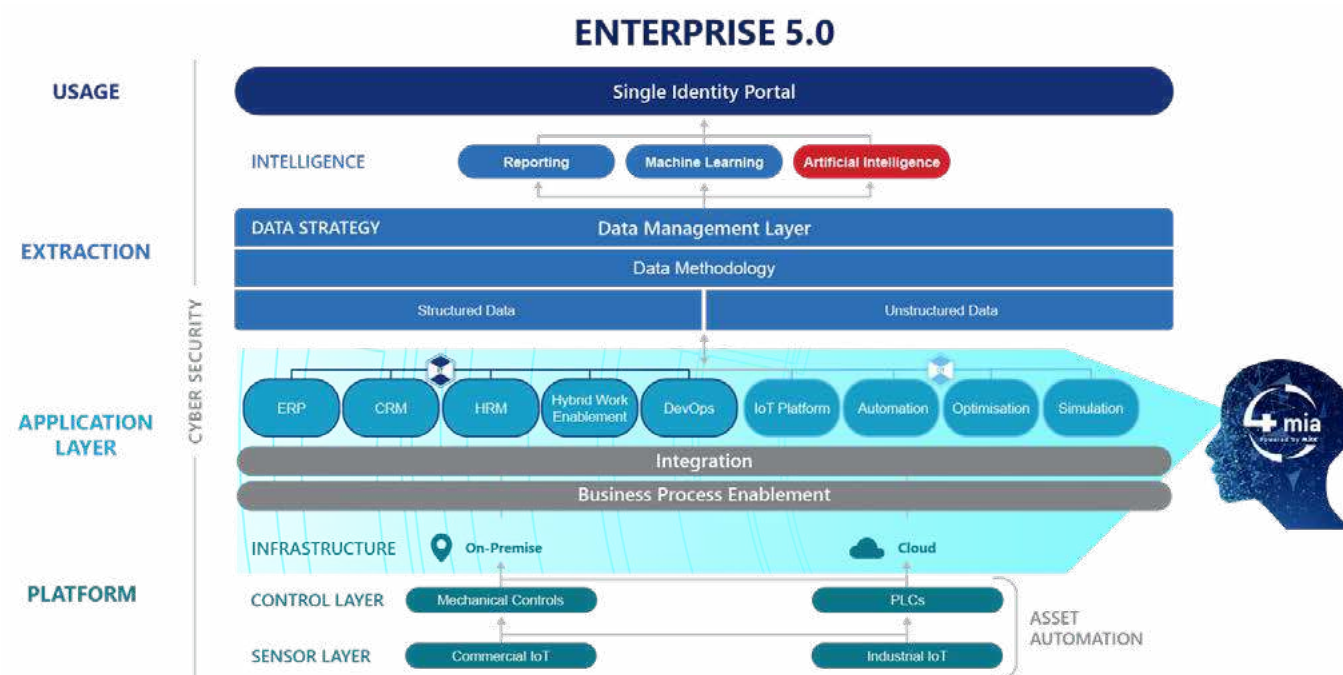
and diverse industries, coupled with cross-selling and upselling opportunities to our existing customer base. We are committed to creating managed services and SaaS solutions, aiming for a 70/30 annuity-based revenue mix. In addition, we prioritise the development and refinement of intellectual property and methodologies that form the core of our solutions.

Recognising the critical role of our business strategy model and principles, we remain dedicated to making informed decisions guided by these foundational elements. The confidence in our strategy

stems from its proven success, and we believe that by adhering to it, we will continue to achieve significant milestones and deliver enduring value to our customers. Strategic initiatives, including targeted acquisitions in the technology industry, further reinforce our commitment to sustained growth and innovation.

## SECTION 11 | ENTERPRISE 5.0

### WHAT IS INDUSTRY 5.0?



In today's digital economy, businesses are driven to innovate and undergo AI transformation. As we embark on this journey, it's crucial to envision the end state: a fully realised Enterprise 5.0 that emphasises independence from source systems and the sustainability of data.

Enterprise 5.0 comprises four distinct layers, from ground-level sensors to executive reporting, enabling near real-time, data-driven decision-making while ensuring technology sustainability and longevity. The platform layer bridges the physical and digital worlds. Here, data from physical assets (IoT) is collected and automated through the control layer. This data needs a sustainable home, supported by either on-premises or cloud infrastructure, depending on specific needs.

Traditionally, ERP systems served as master data hubs, often leading to costly dependencies on single applications. This approach is unsustainable long-term. Instead,

we propose Business Process Enablement and integration outside of individual applications, with a dedicated layer for data management and reporting.

At the core of Enterprise 5.0 is the extraction layer. In the digital economy, data is paramount. We must ensure data extraction and reporting are sustainable, independent of source systems and specific technologies. Adopting various proven data methodologies allows us to maintain historical data and intelligence, even when applications change. New applications can be seamlessly integrated, preserving data continuity. With the growth of AI, we now also incorporate unstructured data into this layer, enabling us to leverage a wider array of data sources. This enhances our sustainable and scalable data methodology, providing a robust foundation for digitalising our customers.

Company stakeholders access data via a single identity portal, enabling unified reporting and

analytics across all business applications and platforms. Executive dashboards offer cross-application insights from a comprehensive company perspective. With employees typically using over ten applications daily, optimising the usage layer enhances efficiency, providing a single point of access for users.

This architecture not only optimises digital performance but also fosters application independence, allowing companies to select the best applications for their needs without integration issues. The solution supports cloud, on-premises, or hybrid deployment models, tailored to each application's optimal environment. Designed for scalability, this strategy grows with the company, delivering continuous value and return on investment at each stage of implementation. Enterprise 5.0 ensures sustainable, data-driven decision-making, long-term technological adaptability, and seamless integration of AI-driven innovations.



## SECTION 12 | GROUP PROSPECTS

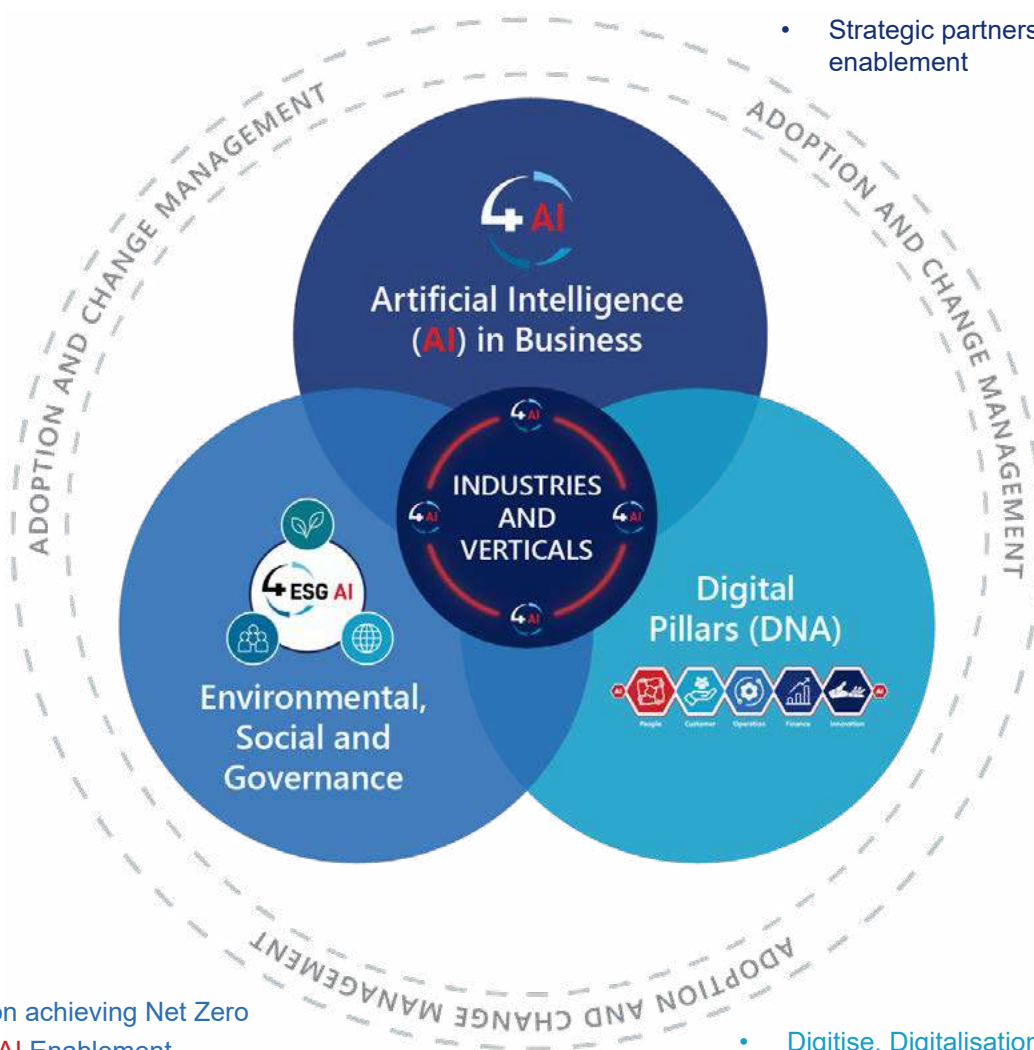
AI prevalence and adoption continues to expand across various industries. Businesses are increasingly leveraging AI for automation, predictive analytics, driving innovation, personalisation and enhancing customer experience, and operational efficiency. And with the upsurge, there is a heightened focus on

AI ethics and responsible AI practices. Businesses are investing in frameworks and tools to ensure fairness, transparency, and accountability in AI algorithms as it gets applied across many diverse applications.

ESG - Environmental, Social, and Governance (ESG) considerations

have become increasingly integral to business strategies and investment decisions. Additionally, with Governments and regulatory bodies around the world implementing stricter ESG-related regulations, sustainability is becoming a key measure of organisational value.

- Customer AI Journey
- Investment in AI R&D
- Strategic partnerships on AI enablement



- Focus on achieving Net Zero
- People AI Enablement
- Building more Sustainable Businesses

- Digitise, Digitalisation, Digital Transformation and AI Enablement
- Functional-relevant AI Solutions
- Execute AI Solutions

Supporting the AI drive, 4Sight is investing in AI Research and Development and innovating through creating our own or partnering to take to market, AI business solutions, adapted for various different industries and verticals. Each of the AI solutions

will address one or more of the significant Digital Transformation pillars, focusing on specific functional requirements within an organisation. These AI solutions must support our ESG drive, as we move to achieving Net Zero and becoming a more sustainable

business. Furthermore, adoption and Change Management is an imperative, ensuring that the AI solutions are utilised effectively, adopted by the people for a real business application.



## Challenges in the Macroeconomic Environment

Our operational landscape is marked by persistent challenges in the macro-economic environment, encompassing economic uncertainties, regulatory shifts and geopolitical risks. These factors wield a considerable influence on our business, necessitating an adaptive and proactive stance to effectively navigate these challenges.

## Our Growth Plan

In response to operating challenges and to capitalise on growth opportunities, 4Sight has implemented a strategic growth plan focused on several key areas, namely:

### Operating Expenses

One of our top priorities is to keep operating expense escalations below inflation. By doing so, we aim to achieve operational efficiencies and maintain profitability while continuing to invest in our growth initiatives.

### Dual Channel Market Strategy

The dual direct and indirect channel market strategy we implemented in the 2020 financial year continues to deliver strong results. As a consequence, we remain committed to this approach and will leverage this proven strategy to expand further into markets. We strongly believe that model ensure we continuously grow but also diversify our risk portfolio.

### AI

Our Board approved a significant amount to be invested in AI Solution building. This investment will ensure that 4Sight remains a leader in innovation and crafting the future.

### Industry and Vertical Sectors

We align our certifications, use cases, and solutions to address specific challenges in these Verticals and Industries. We own Intellectual Property in specific areas and our unique domain experience makes 4Sight a leader in specialisation and deep knowledge.

### Product and Solution Revenue

4Sight has successfully shifted from CAPEX licensing to a greater emphasis on subscription services resulting in sustained growth in overall product revenue. This strategic shift aligns with our goal to increase annuity-based revenue and enhances the stability and predictability of our financial performance.

### Skills Initiative

Our internship programme is designed to nurture domain skills and expertise, enhancing our workforce capabilities and creating job opportunities. This initiative is particularly significant during a period marked by downsizing in many companies. It reaffirms our commitment to building a sustainable business that contributes positively to the communities in which we operate.

We motivate and continuously drive our portfolio of certifications inline with our OEM programmes to keep the highest status at all times. We also invested this year in a soft skill online training platform and driving this adoption of skills in line with our values.

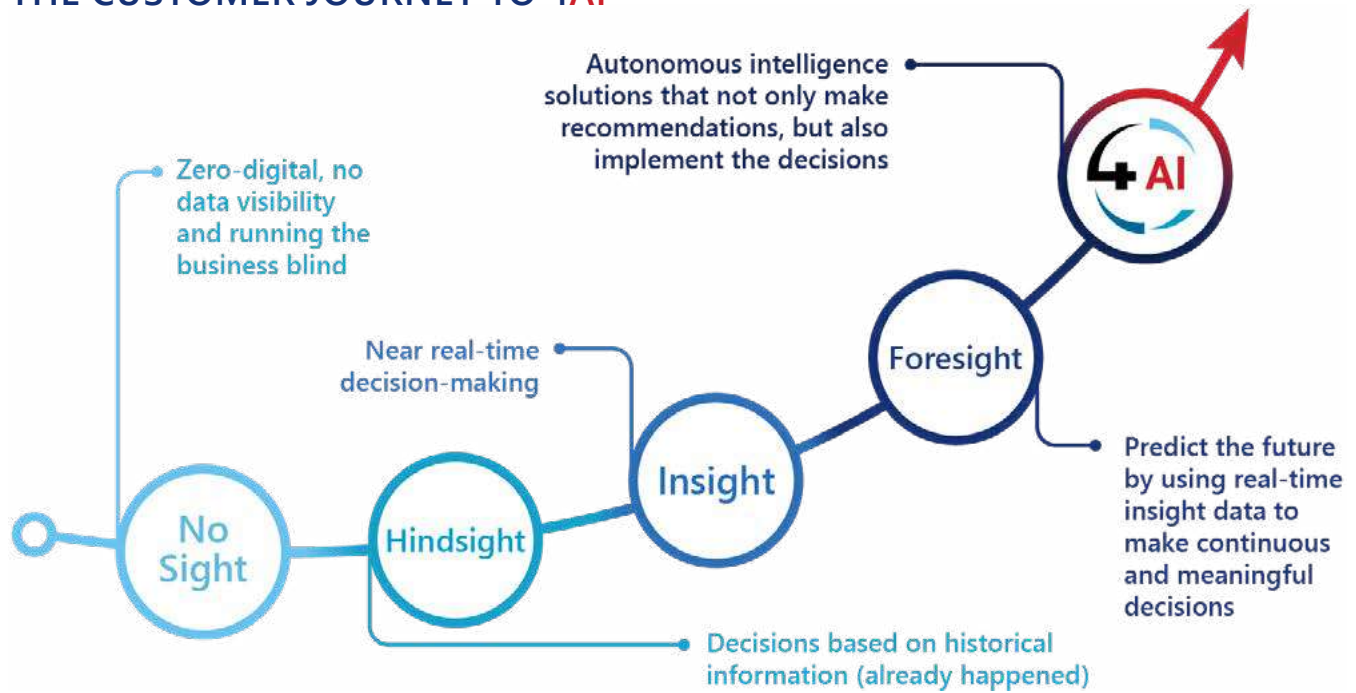
### Environmental, Social and Governance (ESG)

ESG factors have become a significant consideration for businesses worldwide. The prospects for growth in ESG are promising, driven by increasing awareness of sustainability issues, regulatory changes, and shifting consumer preferences. As businesses continue to integrate ESG factors into their strategies, they are not only contributing to a more sustainable world but also enhancing their potential for financial success. This trend is expected to continue, making ESG an integral part of business operations and investment decisions.

Our growth plan is grounded in a robust foundation of innovation, customer-centricity and operational excellence. By maintaining a focus on these key areas, we are well prepared to navigate the challenges of the socio-economic environment and continue providing value to our customers and stakeholders.



## THE CUSTOMER JOURNEY TO 4AI



## ENABLING THE CUSTOMER JOURNEY TO 4AI



## CHANGING ORGANISATIONAL DNA

Becoming a true Enterprise 5.0 organisation involves embarking on a comprehensive journey of digital **AI** transformation. This journey goes beyond merely adopting technology; it entails a profound examination of how digitalisation influences people's behaviour and corporate culture.

In the context of Enterprise 5.0, the objective is for technology to serve and enhance human capabilities rather than replace

them. This paradigm seeks to personalise technology to align with the customer's journey. Similarly, Industry 5.0 is crafted to harness technological advancements while maintaining a delicate balance between efficiency, productivity and the facilitation of digitisation for personalised experiences.

In today's dynamic business landscape, the unimpeded flow of data is imperative. Data must be securely stored to facilitate

processing through artificial intelligence, machine learning and analytics. The overarching goal of such analytical processes is to extract insights and foresights that inform decision-making. This strategic approach enables organisations to leverage data and emerging technologies, empowering their workforce to thrive in the modern digital economy.



Artificial Intelligence (AI): AI is the core of our DNA, its transformative power is reshaping industries, driving growth, and unlocking unprecedented possibilities. 4Sight emphasises leveraging AI to deliver cutting-edge solutions and promote inclusive prosperity in the digital age.



### Customer -focused transformation

We enable “customer intelligence” to accelerate our customers’ business growth in the modern digital economy and AI enablement. This involves transforming CRM, customer data management and customer engagement through workflow automation.

Our approach ensures the comprehensive capture, exposure and utilisation of customer data for proactive interaction and forecasting their needs and using AI to make decisions.



### Operations -focused transformation

We empower our customers to digitally transform their operations using cutting-edge technologies. This transformation encompasses asset automation, optimisation and simulation.

Our solutions integrate IoT, automation, systems integration, manufacturing execution systems with ERP for real-time insights, advanced process control and predictive maintenance utilising the latest tech in AI. Our team of domain engineering experts is dedicated to implementing and supporting these operational solutions.



### Innovation -focused transformation

We assist our customers in pinpointing business issues, challenges, journey to AI, and inefficiencies and subsequently, we devise data-driven solutions to enhance business and technology efficiencies. Through “customer intelligence,” we embark on the realm of business-oriented innovation, strategically determining optimal offerings for the market at the right price to augment market share.



### Finance -focused transformation

We assist our customers in the seamless transition of their ERP solutions to the cloud, a process known as “lifting and shifting.” This involves the automation of key business processes and integration into existing operational systems for enhanced business efficiency, representing genuine IT/OT integration. Our team of ERP specialists provides support by optimising ERP architecture and maximising returns on ERP investments for our customers.



### People -focused transformation

We empower employees to enhance efficiency and productivity by employing people-centric adoption methodologies and we assist customers with the adoption of the invested technologies to obtain the best ROI. This involves modernising our customers’ workplace environments by enhancing communication and collaboration, as well as automating business processes and workflows. Through these initiatives, employees can concentrate on activities that contribute significant value to the organisation.



### Partner -focused software transformation

The CP Cluster is the 100% partner-focused ecosystem of 4Sight. It facilitates and empowers a growing network of value-added resellers spanning Africa, the Middle East and central Europe to distribute 4Sight's BE, IT and OT-integrated solutions.



# CLUSTER MARKET FOCUS AND STRATEGIC GROWTH PERSPECTIVES



BUSINESS  
ENVIRONMENT

## BUSINESS ENVIRONMENT (BE) CLUSTER

### Business opportunities

4Sight BE Cluster empowers organisations by establishing a robust, scalable, and independent enterprise data strategy. This strategy facilitates seamless integration of Information Technology (IT) and Operational Technology (OT) environments, addressing the common challenge of siloed data. By combining IT and OT data in a structured approach, our customers can capitalise on the richness of their data, enabling intelligent, scalable, and sustainable digital transformation.

Companies struggle to leverage the full potential of their data due to siloed IT and OT environments. Our market-leading Enterprise 5.0 framework overcomes this barrier, ensuring seamless integration and enabling businesses to implement individual solutions within a cohesive, overarching strategy. This approach empowers organisations to achieve their digital AI transformation goals efficiently and sustainably.

### Sustainable data strategy

In today's data-driven world, decision-makers need access to near-real-time solutions across their enterprise. 4Sight BE Cluster bridges this gap by providing visibility through near-real-time Business Intelligence (BI) dashboards built on our sustainable enterprise data strategy. We guide companies from hindsight to insight through to 4Sight (prescriptive AI), creating a single version of the truth that facilitates decision-making.

Our strategy enables customers to converge IT and OT data, combining structured and unstructured data to maximise ROI from their digital AI transformation journey. This approach also empowers organisations to utilise AI at an enterprise level, beyond narrow AI solutions. The Business Process Enablement platform, extending across IT and OT applications, enhances application independence and streamlines end-to-end business processes.

A strategic partnership with a global IoT provider positions the cluster to bring a scalable, stable, and cost-effective commercial IoT solution to market, anticipating rapid growth. The IT and OT clusters leverage BE's solutions and innovations, utilising the scalability provided by the CP Cluster's extensive partner network of over 900 registered partners.

### Cluster expertise

The cluster adopts a customer engagement methodology starting with comprehensive assessments to pinpoint opportunities for delivering measurable benefits aligned with the customer's digital AI transformation roadmap towards Enterprise 5.0. This approach establishes a self-funding roadmap where savings from each initiative fund subsequent ones. Setting itself apart from competitors, the cluster excels with a sustainable data strategy that converges IT and OT applications in an application-independent and scalable manner. Distinctive features include proprietary IP products like 4flow

and 4share, maximising Microsoft and Azure capabilities within the Enterprise 5.0 model. These products drive business process enablement and provide customers access to essential information through a single sign-on portal accessible from any device.

A strategic partnership leveraging intelligent bot technology effectively scales the cluster's approach, providing continuous and automated investigation, assessments, monitoring, proactive reporting, and risk mitigation. Continuous assessments suggest improvements to realise additional savings in operational and IT environments. Moreover, the cluster specialises in ESG initiatives, AI, and driving solutions for multinational enterprises at scale, delivering digital AI transformation from infrastructure to boardroom intelligence. We assist customers in maximising cloud capabilities by optimising and modernising their environments with solutions, applications, and business processes that enhance business intelligence through a structured source system and independent, scalable enterprise data strategy. Post-implementation, customers benefit from continuous monitoring and managed services for proactive support and further optimisation.

## Solutions set

The cluster excels in delivering innovative solutions using Microsoft technologies and platforms. Our suite of proprietary IP solutions, such as 4flow, 4share, 4ESG, 4IoT, and others, plays a pivotal role in driving digital transformation through **AI**. These solutions are

integrated within a comprehensive data strategy, crafted by our Data Enablement team, to construct scalable and source system-independent enterprise data solutions. This approach ensures that organisations can address specific business challenges effectively while harnessing the power of advanced technologies.

## Strategic partnerships

The BE cluster believes in forging strategic partnerships with market leaders to co-develop core technology additions and domain expertise. This collaborative approach enhances our ability to deliver innovative solutions and drive digital **AI** transformation effectively.

### The Business Environment (BE) Cluster's partners include:



The BE cluster initiated a joint IP development with Bidvest Alice to launch MIA in 2021, a groundbreaking bot designed for infrastructure and workplace assessments. MIA operates in real-time, providing continuous improvements and scalability enhancements. Since its launch, MIA has significantly accelerated customers' digital **AI** transformation journeys, reducing risks and enabling more informed decision-making across various projects.



As a Microsoft managed partner with advanced specialization in cloud migrations, our partnership has evolved significantly. The BE cluster continues to innovate with Microsoft, focusing on **AI** transformation initiatives and supporting ESG initiatives for our customers. Leveraging Microsoft Azure, we have developed impactful solutions like 4flow, a process management solution tailored for modern business needs.



**IMPACT. ENGINEERED.**

The partnership between 4Sight's digital transformation skills and Zutari's scientific and engineering insights creates a distinctive advantage. This cooperation helps customers to enhance the value of their assets, especially in improving efficiencies in the Built Environment, leading to lower carbon emissions.





INFORMATION  
TECHNOLOGIES

## INFORMATION TECHNOLOGIES (IT) CLUSTER

### Business opportunities

Companies with on-premise and siloed business systems including ERP, CRM, HR and payroll, are swiftly transitioning to hybrid or full cloud environments where technologies are available to support companies through automation and **AI**. The IT Cluster plays a pivotal role in providing cutting-edge technologies that can be seamlessly deployed on any of these platforms, offering companies flexible options while advancing their digital strategies.

The Enterprise Division within the IT cluster boasts specialised skills and certifications, ensuring successful implementations, upgrades and support for various business systems. Leveraging proven methodologies and tools, the division focuses on deploying solutions while concurrently implementing robust strategies for data management, adoption and change management, and digital **AI** transformation.

To maintain a strategic approach, the cluster continues to concentrate on specific industries, capitalising on solid references and successful implementations. There is also a concerted effort to enhance solutions beyond traditional business systems by prioritising business processes, automation and **AI** for new and existing customers.

### Cluster expertise

Over the past five years, the 4Sight IT Cluster has been instrumental in guiding customers through digital **AI** transformation by implementing a comprehensive

digital strategy. This strategy ensures the deployment of cutting-edge business solutions and technologies with a focus on enhancing data management and facilitating further digital transformation with **AI**. The solutions provided empower customers to leverage connected services in a cloud environment, fostering “work-from-anywhere” capabilities through cloud-based back-office IT solutions that offer location independence and seamless operations from any location.

The digitisation of processes through automation and **AI** will ensure the continuous expansion of current solutions to address additional or emerging requirements and streamline business processes. The IT Cluster places a strong emphasis on successful implementations tailored to meet the specific needs, industry standards and technological maturity of its customers. In addition to possessing necessary certifications for various business systems, the IT Cluster boasts specialised skills and certifications in supporting tools and methodologies, mitigating risks and enhancing the likelihood of success.

Within the IT Cluster, a dedicated business unit specialises in business intelligence, business process management and automation, further enriching the offerings related to ERP and other solutions. The business units within the IT Cluster are well balanced, featuring the necessary functional, technical and developer resources essential for executing projects successfully.

### Value proposition

The 4Sight IT Cluster possesses valuable intellectual property (IP) and extensive experience to drive customer-first growth within its segmented customer base. Backed by a skilled and certified team, the cluster is proficient across all products offered by original equipment manufacturer (OEM) partners. The cluster’s core focus lies in process digitisation related to IT business solutions and accelerating digital transformation through hyper-automation and continuous process optimisation.

Collaborating with reputable OEM partners, the IT Cluster is committed to delivering cutting-edge, cloud-first and fully integrated solutions to meet the evolving needs of its customers. This strategic approach positions the cluster as a key player in providing innovative and comprehensive IT solutions to enhance business processes and drive digital transformation.

### Solutions set

The 4Sight IT Cluster’s solutions go beyond OEM partnerships by incorporating state-of-the-art technologies such as **AI**, machine learning (ML), robotic process automation (RPA), intelligent bots and intelligent auditing tools. This integration of cutting-edge technologies enhances the cluster’s packaged products, delivering high-tech, integrated solutions tailored for the broader small-medium enterprise (SME) market segment. This approach positions the IT Cluster as a leader in providing advanced and technologically sophisticated solutions to meet the diverse needs of SMEs.



## The Information Technology (IT) Cluster's partners include:



The 4Sight IT Cluster recognises Microsoft as a pivotal partner, integral to its solution value chain across diverse market segments. Leveraging Microsoft's extensive cloud offerings, including Dynamics 365 and Business Central, the IT Cluster provides cutting-edge solutions in areas like finance and operations, human resources and customer engagement.

By harnessing Microsoft's Dynamics 365 suite, 4Sight enhances our offerings, enabling customers to optimise processes, efficiently manage their workforce and elevate customer satisfaction levels. This strategic collaboration underscores the importance of Microsoft's technology in empowering 4Sight's innovative solutions - such as Copilot enabling users access to AI capabilities that augment the application experiences and functionality of finance and operations apps.



With a longstanding partnership spanning nearly 4 decades, 4Sight has maintained a strong and enduring relationship with Sage. Initially establishing ties in 1987 as Zitzke Elliot Consulting, the collaboration evolved to Premier Partner status in 1998. Today, Sage stands as one of 4Sight's pivotal partners and is particularly influential within the IT Cluster. The extensive Sage enterprise suite, encompassing solutions like Sage X3, Sage 300 People, Sage X3 People, Sage 200 Evolution, Sage 300 Cloud Payroll, Sage Intacct, Sage Business Cloud Payroll and Sage CRM, plays a substantial role in fortifying the IT Cluster's offerings. This enduring partnership highlights Sage's significance in contributing to the success of 4Sight's diverse business solutions.



Acumatica has positioned itself as the world's fastest-growing cloud ERP provider, boasting the highest customer satisfaction rating in the industry. Its user-friendly interface, comprehensive features and mobile capabilities make it a versatile and accessible software solution. Acumatica stands out by offering an unlimited number of users, providing businesses with a near real-time view of their operations which is accessible anytime and anywhere. Trusted by companies across diverse industries, Acumatica has become synonymous with agility and customer satisfaction in the realm of cloud-based ERP solutions.





OPERATIONAL  
TECHNOLOGIES

## OPERATIONAL TECHNOLOGIES (OT) CLUSTER

### Business opportunities

Customers derive substantial benefit from our high-quality instrumentation, automation, optimisation and simulation solutions. These technologies empower assets to operate more safely, sustainably and efficiently, promoting extended life cycles and accelerated performance. Our OT Cluster is well-equipped to deliver these advantages, leveraging over 26 years of domain expertise and a highly skilled team. In addition, our strategic partnerships with key vendors such as Simio allow us to provide industry-leading solutions in the operational technology space. This includes the ability to access real-time performance metrics on smart-end devices, further enhancing the value we bring to our customers.

### Value proposition

The OT Cluster plays a crucial role in delivering value to our customers in the mining and manufacturing sectors. Through the implementation of optimisation solutions, we address and enhance the efficiency of the entire supply chain, contributing to improved operational performance and outcomes for our customers.

### Solutions set

Our cloud-based solutions, virtual projects, smart automation, digital twin and real-time industry applications with process views are designed to significantly reduce time and costs for our customers. By incorporating best-in-class digital solutions embedded with AI and ML, we aim to drive profitability and maximise return on investment (ROI). These advanced technologies also open up digital

AI transformation opportunities for both local and international customers, eliminating the need for costly travel and facilitating seamless collaboration.

### Strategic partnerships

We have established strategic partnerships with key vendors to provide our customers with industry-leading solutions in the operational technology space. These partnerships enable us to deliver cutting-edge technologies and services to meet the evolving needs of our customers.



We have partnered with AspenTech - the world's leading industrial digital transformation software provider which is renowned for its software portfolio that integrates AI and ML. Through our collaboration, 4Sight Asset Optimisation serves as AspenTech's trusted partner in Africa.



In collaboration with Schneider Electric, a provider of energy and automation digital solutions for efficiency and sustainability, 4Sight Asset Automation has become a Schneider Electric Certified Alliance Partner. This partnership involves rigorous certifications in Schneider Electric's solutions and products which ensure successful system implementations.



4Sight OT Automation holds a certification as a System Integrator for AVEVA's Operations Control software portfolio. AVEVA is

a prominent global industrial software company. This partnership enhances 4Sight OT Automation's capabilities in delivering solutions based on AVEVA's technology.



As the African distributor for Simio, a leading software simulation technology, 4Sight Asset Simulation, a subsidiary of 4Sight, plays a key role in bringing simulation and scheduling technology to industrial customers across the continent. Simio's software enables the creation of accurate digital twin models, allowing companies to focus on critical areas for digital transformation.



Siemens is a global technology company that operates in the diversified engineering space and offers products, systems and solutions across the electrification, automation and digitalisation value chains. As a Siemens solution partner, 4Sight Asset Automation collaborates closely with Siemens to provide its extensive offerings to the industrial market.



Rockwell Automation is a prominent supplier of automation and information solutions. 4Sight Asset Automation is recognised as a Rockwell Automation system integrator, showcasing expertise in integrating and implementing Rockwell Automation solutions.



CHANNEL  
PARTNER

## CHANNEL PARTNER (CP) CLUSTER

### Business opportunities

The Channel Partner (CP) Cluster plays a crucial role in overcoming challenges related to procurement preferences in Africa and the Middle East.

In regions where organisations favour local vendors, the CP Cluster facilitates the expansion of offerings from major international software vendors and intellectual property solutions from 4Sight's BE, IT and OT clusters. This strategy ensures sustained growth for the Group. Additionally, the CP Cluster has been instrumental in driving cloud solution adoption, a notable characteristic of work-from-home and hybrid working conditions. The CP Cluster is expected to continue making significant contributions to help 4Sight achieve its revenue and profit targets.

### Cluster expertise

4Sight's ability to balance partner needs for both hybrid-cloud and full cloud solutions has positioned the company as the distributor of choice in the regions it serves. The strategic initiatives with technology suppliers and supplementary Independent Software Vendors (ISVs) are expected to continue in 2025 and beyond, reinforcing 4Sight's position in meeting partner requirements and remaining at the forefront of technology distribution trends.

### Value proposition

The CP Cluster is instrumental in delivering best-of-breed vendor solutions to a growing channel of technology partners throughout the African, Middle East and central Europe regions.

### Strategic partnerships

The Channel Partner (CP) Cluster continues to forge strategic partnerships with leading vendors globally such as Microsoft, Sage and PaySpace.



4Sight Dynamics Africa, as a Microsoft-appointed Indirect Cloud Solution Provider (CSP), enables the distribution of Microsoft's cloud applications including Office 365, Dynamics 365 and Azure, to its dedicated partners globally.



Being a Sage partner for nearly 4 decades, with a progression to Premier Partner status in 1998, 4Sight demonstrates a longstanding and significant partnership with Sage, making it one of the most important partners for the organisation.

## Acronis

Acronis is a technology company that specialises in developing on-premise and cloud software. They provide unique integration of backup, disaster recovery, cybersecurity and endpoint management solutions. Acronis operates 50 cloud data centres globally including locations in the United States, France, Singapore, Japan and Germany. Their services encompass a range of features aimed at ensuring data protection, security and efficient endpoint management for businesses.

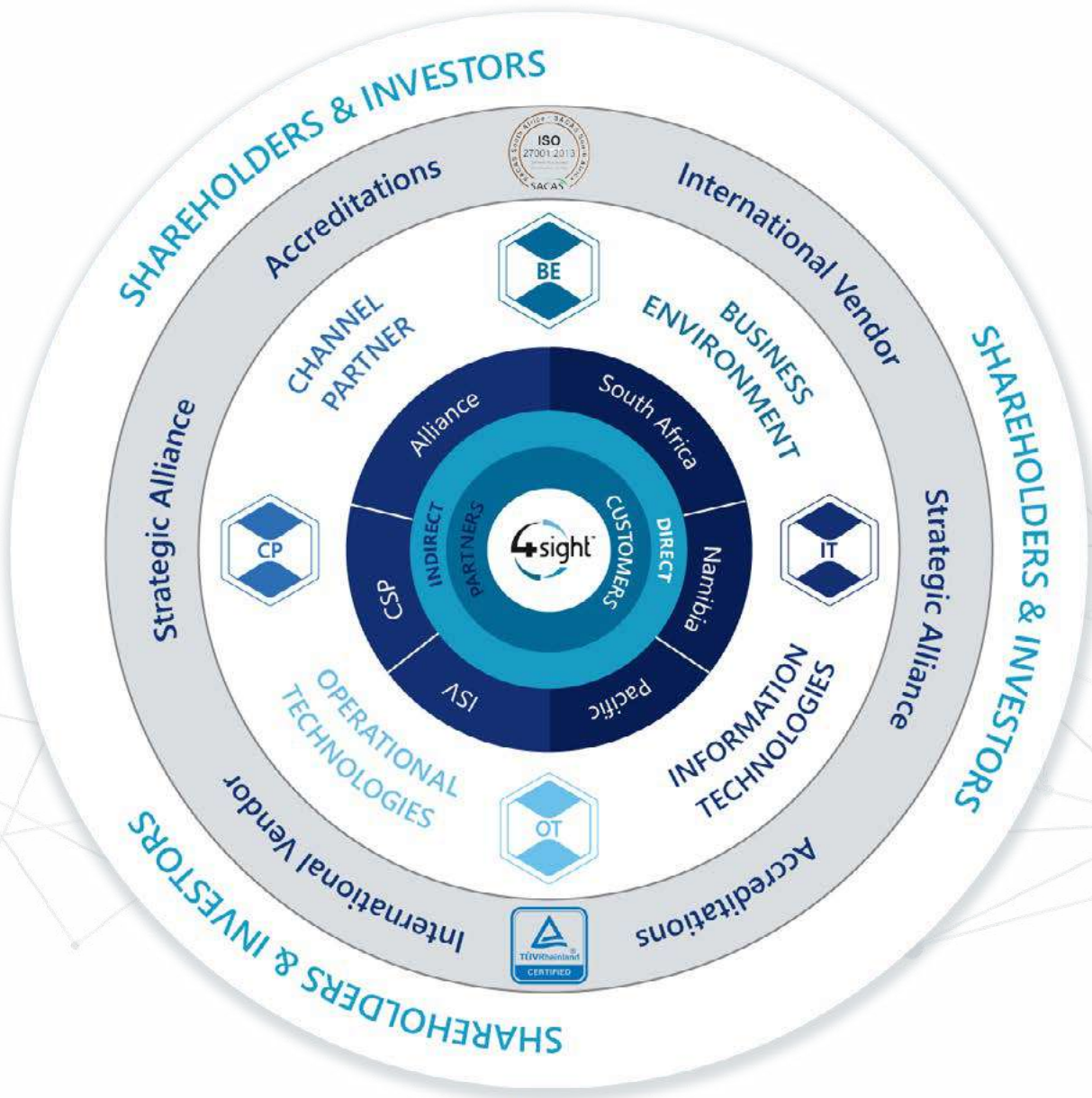


PaySpace is a leading provider of true cloud-based payroll and Human Capital Management (HCM) software solutions. They specialise in offering modern solutions that empower businesses by providing easy access to information for managers and employees. PaySpace's cloud-based approach to payroll and HCM aims to enhance efficiency and accessibility in the modern business era.





SECTION 13 | OUR KEY STAKEHOLDER GROUPS



CUSTOMERS AND PARTNERS

Quality of relationship	Excellent
Focus areas	<p><b>Customers</b> - At 4Sight, we are committed to servicing and retaining our customers who span diverse industries. Our approach involves guiding them through a digital journey, leveraging our AI technologies and offering a unique value proposition. By having a deep understanding of their businesses, we provide an excellent customer experience and strategically move them towards becoming an Enterprise 5.0 company. In so doing, we aim to foster long-lasting partnerships and contribute to their sustained success.</p> <p><b>Partners</b> - 4Sight boasts an ever-expanding network of value-added resellers situated across Africa, the Middle East and central Europe. These valued partners play a crucial role in distributing 4Sight's integrated solutions in OT, IT and BE to markets around the globe. This collaborative approach allows us to extend the reach of our innovative solutions and enhance our global impact in various industries.</p>

Quality of relationship	Excellent
Direct and indirect channels	<p><b>Direct</b> - At 4Sight, we employ a direct approach to servicing our customers, leveraging our regional presence and innovative cluster business models. This direct engagement allows us to understand our customers' unique needs, providing tailored solutions and fostering strong, collaborative relationships.</p> <p><b>Indirect</b> - In addition to our direct engagement, we significantly scale our operations through an indirect channel. Through strategic partnerships and collaboration with a diverse channel of partners spanning Africa, the Middle East and central Europe, we extend our reach. This indirect approach enables us to broaden our impact and deliver our innovative solutions to a wider audience, contributing to the growth and success of businesses across diverse regions.</p>
Channel partners and regions	<p><b>CSP</b> - Our indirect CSP capability is a cornerstone of our distribution strategy, enabling the global distribution of Microsoft's comprehensive suite of cloud applications. This includes offerings such as Microsoft Office 365, Microsoft Dynamics 365 and Microsoft Azure. Through our CSP model, we provide these cloud solutions to our dedicated partners across the globe, ensuring they have access to cutting-edge technologies that drive digital AI transformation.</p> <p><b>ISV</b> - The ISV model empowers both 4Sight and our esteemed business partners to innovate and develop a diverse range of value-added products and solutions. This collaborative approach allows us to bring innovative offerings to the market, meeting the evolving needs of our customers and contributing to the growth of the technology landscape.</p> <p><b>Alliance</b> - Under the alliance model, 4Sight extends its reach by franchising its solutions, brand, methodologies and business support services to independent IT companies in various locations. This collaborative franchising approach fosters a network of empowered entities that leverage our expertise, contributing to the wider adoption of our solutions globally.</p> <p><b>Regions</b> - With a strategic regional presence in South Africa and Namibia, and solution expansion into the Pacific and plans for America, 4Sight directly offers its solutions to the market. This regional approach ensures that we can cater to the specific needs of diverse markets, providing tailored solutions and fostering localised relationships.</p>
Clusters	4Sight is structured around four distinctive business clusters, each specialising in key technology verticals to comprehensively address diverse business needs. These include BE (Business Environment), IT (Information Technologies), OT (Operational Technologies) and CP (Channel Partner).
International vendor / Strategic alliance accreditations	<p>4Sight is committed to delivering cutting-edge technology solutions to the market through strategic partnerships with key vendors. These partnerships enable the company to leverage best-of-breed products and integrate them with its substantial intellectual property to offer innovative solutions across various verticals and markets.</p> <p>Certifications:</p> <p>Demonstrating a commitment to the highest standards of quality and compliance, 4Sight has obtained ISO certifications:</p> <ul style="list-style-type: none"> <li>ISO 27001:2013 - Information Security Management Systems (ISMS):</li> </ul> <p>This certification signifies that 4Sight adheres to rigorous standards in managing information security, ensuring the confidentiality, integrity and availability of sensitive information.</p> <ul style="list-style-type: none"> <li>ISO 9001:2015 - Quality Management System (QMS):</li> </ul> <p>The ISO 9001:2015 certification attests to 4Sight's commitment to maintaining a robust quality management system. This ensures that the company consistently delivers products and services that meet customer expectations while continuously improving its processes.</p> <p>These certifications not only validate 4Sight's dedication to delivering secure and high-quality solutions but also reinforce its credibility and reliability in the market.</p>
Shareholders and investors	We value the investment made in 4Sight by the shareholders and investors who help to ensure the ongoing implementation of the 4Sight strategy to deliver on growth and success.

## SECTION 14 | ENTERPRISE RISK MANAGEMENT

In today's dynamic business environment, effective risk management is imperative for sustaining growth, safeguarding assets, and enhancing shareholder value. 4Sight Group has adopted an enterprise risk management framework to address various risks and opportunities inherent in our operations. 4Sight Group's commitment to robust risk management aligns with the Group's overarching goal of creating sustainable shareholder value.

### PURPOSE OF RISK MANAGEMENT

The purpose of risk management at 4Sight Group is multi-faceted, aiming to achieve several key objectives:

#### Achieve the Group's Performance and Profitability Goals

Mitigating risks associated with operational, financial, and strategic aspects is essential for realising our performance and profitability targets. By identifying potential threats and opportunities, the 4Sight Group can optimise its decision-making processes and allocate resources efficiently.

#### Prevent Loss of Resources

Effective risk management helps prevent the loss of valuable resources, including financial assets, intellectual property, and human capital - by implementing proactive measures to mitigate risks and enhance overall organisational resilience.

#### Ensure Effective Reporting and Compliance

Compliance with relevant laws, regulations, and reporting standards is integral to maintaining

transparency and accountability. Through robust risk management practices, the 4Sight Group ensure adherence to regulatory requirements, minimising the likelihood of non-compliance and associated penalties.

#### Protect the Group's Reputation

Reputation is a valuable asset that can be adversely affected by various risks, including ethical lapses, operational failures, and environmental incidents. By proactively managing risks that pose a threat to the 4Sight Group reputation, the Group safeguards its brand integrity and maintains stakeholder trust.

#### Achieve Strategic Objectives

Risk management plays a pivotal role in enabling the achievement of our strategic objectives. By identifying potential obstacles and uncertainties, the 4Sight Group can develop contingency plans and adapt the Group's strategies to navigate challenges effectively. Moreover, by embracing a risk-aware culture, we foster innovation and capitalise on emerging opportunities.

### ENTERPRISE RISK MANAGEMENT FRAMEWORK

The 4Sight Group has established an enterprise risk management framework to systematically identify, assess, mitigate, and monitor risks across the Group. The 4Sight Group enterprise risk management framework includes the following key components:

#### Risk Identification

The 4Sight Group employs a structured approach to identify risks, considering internal and external factors that may impact its business objectives. This involves conducting risk assessments, scenario analyses, and leveraging industry insights to anticipate emerging threats and opportunities.

#### Risk Assessment

Once risks are identified, the 4Sight Group assess their potential impact and likelihood using quantitative and qualitative methodologies. Through risk prioritisation, the Group focuses on addressing high-impact risks that could significantly affect its performance and reputation.





### Risk Mitigation

The 4Sight Group develops risk mitigation strategies tailored to the nature and severity of identified risks. This may involve implementing internal controls, diversifying risk exposures, purchasing insurance coverage, or entering into contractual arrangements to transfer risks where appropriate.

### Risk Monitoring and Reporting

The 4Sight Group continuously monitors key risk indicators and performance metrics to track changes in risk exposure and assess the effectiveness of mitigation measures. Regular reporting to senior management and the Board of Directors ensures transparency and enables informed decision-making.

### Risk Culture and Awareness

Cultivating a risk-aware culture is essential for embedding risk management into the Group's organisational DNA. Through training, communication, and incentivisation, the 4Sight Group promotes risk awareness and accountability at all levels of the Group, empowering employees to identify and escalate risks proactively.

Effective enterprise risk management is integral to achieving the Group's strategic objectives, protecting shareholder value, and ensuring long-term sustainability. By proactively addressing risks and leveraging opportunities, the 4Sight Group strengthens its resilience in an increasingly complex and uncertain business landscape. The 4Sight Group remains committed to upholding the highest standards of risk governance and transparency, thereby safeguarding the interests of Group's stakeholders and driving sustainable growth.

## OUR PRIORITY RISKS

We have identified priority risks and uncertainties that could have a significant impact on the Group's operations. 4Sight's management reviews each priority risk looking at its level of severity, where it overlaps with other risks, the speed at which it is changing and its relevance to the Group. We consider the priority risks both individually and collectively, so that we can appreciate the interplay between them and understand the entire risk landscape.

The Audit and Risk Committee reviews the risks facing the Group on a regular basis. Risk identification and the management of risk, which includes the action taken to mitigate risk, is undertaken by each subsidiary's executive team. The priority risks of each subsidiary are consolidated and are then reviewed by the Audit and Risk Committee. The risks considered by the Audit and Risk Committee as being the most priority risks are set out in the table below in order of priority together with the mitigating actions for each of the respective priority risks.



The following outlines the priority risks faced by the Company:

PRIORITY RISK	CRITICAL SKILLS
Description of risk	The scarcity of critical skills in the 4th Industrial Revolution sector poses challenges in attracting and retaining top talent, crucial for driving innovation and achieving strategic objectives. 4Sight competes on the global stage for key scarce and critical skills.
Risk Mitigating Strategies	<ul style="list-style-type: none"> <li>• The Social and Ethics Committee regularly monitors staff turnover and their impact on revenue, alongside the outcomes of new appointments and their effect on revenue.</li> <li>• Develop a robust talent acquisition strategy focusing on employer branding, competitive compensation packages, and career development opportunities.</li> <li>• Implement retention initiatives such as personalised career paths, training programmes, and a conducive work environment to enhance employee engagement and loyalty.</li> <li>• Foster a culture of continuous learning and skills development to adapt to evolving market demands and technological advancements.</li> <li>• Active succession planning for key positions within the Group.</li> <li>• Continuous skills training for consultants to ensure adaptability to new emerging technologies.</li> <li>• Market-related compensation and incentive programmes to attract and retain talent.</li> <li>• Feedback mechanisms through employee surveys.</li> <li>• Enhancement of learnership, internship, and apprenticeship programmes.</li> <li>• Implementation of wellness initiatives to support employee wellbeing.</li> </ul>

PRIORITY RISK	CYBER RESILIENCE AND INFORMATION PROTECTION
Description of risk	Increasing cyber threats pose risks to data integrity, confidentiality, and operational continuity.
Risk Mitigating Strategies	<ul style="list-style-type: none"> <li>• Establishing Information Security Management System (ISMS).</li> <li>• Implementation of a multi-layered cybersecurity framework.</li> <li>• Regular security assessments and penetration testing.</li> <li>• Employee education on cybersecurity best practices.</li> <li>• Incident response protocols.</li> <li>• Retain ISO/IEC 27001:2013 certification.</li> <li>• Strategic partnerships for security services.</li> </ul>

PRIORITY RISK	CHANGES IN B-BBEE LEGISLATION
Description of risk	We acknowledge the potential impact of changes in B-BBEE legislation on our Company's compliance and competitiveness. We remain committed to advancing B-BBEE objectives and continuously monitor and evaluate these changes to proactively adjust our strategies. Our goal is to align with regulatory requirements and maximise business opportunities.
Risk Mitigating Strategies	<ul style="list-style-type: none"> <li>• Strategic partnerships with black-owned businesses.</li> <li>• Retain existing B-BBEE credentials in the Group.</li> <li>• Review Group wide B-BBEE scenarios.</li> <li>• The Group remains competitive amongst its peers during tendering processes.</li> <li>• Proactively monitor B-BBEE and preferential procurement legislation for timely compliance plans.</li> </ul>
PRIORITY RISK	SOCIO-ECONOMIC PRESSURES
Description of risk	Socio-economic factors such as geopolitical instability and economic downturns can impact business operations. Companies may decide to reduce or to insource services.
Risk Mitigating Strategies	<ul style="list-style-type: none"> <li>• Revenue stream diversification.</li> <li>• Operational enhancements and cost reductions.</li> <li>• Strategy implementation monitoring.</li> <li>• Monitoring of geopolitical development.</li> </ul>
PRIORITY RISK	COMMODITY CYCLE IMPACT ON CUSTOMERS IN THE MINING INDUSTRY
Description of risk	Fluctuations in commodity prices affect the financial health of customers in the mining sector, impacting revenue streams.
Risk Mitigating Strategies	<ul style="list-style-type: none"> <li>• Diversification of customer portfolio across commodities and regions.</li> <li>• Proactive collaboration with customers to address evolving needs.</li> <li>• Fast tracking key projects with most benefits to customers.</li> </ul>



## SECTION 15 | OUR SOCIAL IMPACT

### OUR PEOPLE



4Sight's mission to digitally transform businesses extends beyond technology; it requires assembling a top-tier team.

Our human capital strategy aims to build an "All4Us" team equipped with skills, potential and the inspiration to provide 4Sight with a competitive advantage now and in the future. It is founded on three key pillars:

#### Attracting and retaining top talent

We strive to be an employer of choice by providing employees with competitive packages that cater to their financial, physical and emotional wellbeing.

#### Recruiting diverse talent

To enhance diversity within our workforce concerning gender, race and ethnicity, all members of the executive team are mandated to formulate targeted action plans outlining how they will expedite diversity and maintain robust community engagement.

#### Promoting a culture of learning

Our employees have access to a wealth of content that facilitates the establishment of learning pathways. This includes pathways tailored to specific functions which are aimed at developing technical and leadership skills along with certification preparation to meet personal development and business requirements.

Our employees are integral to our value proposition and play a central role in delivering a high-quality service to our customers, partners and other stakeholders.

We are deeply committed to empowering our workforce by providing them with the necessary tools and knowledge for optimum performance. With a focus on retaining key talent, our strategically designed incentive schemes aim to attract and keep valuable employees. This ensures a motivated and skilled team that contributes significantly to the overall success of our organisation. Our commitment to employee empowerment and recognition underscores our dedication to delivering exceptional service and building positive relationships with our stakeholders.

### EMPLOYEE PROFILE

	February 2024	December 2022
Total workforce	452	404
Percentage of employees who are deemed previously disadvantaged (%)	30.97%	26.73%

\*Percentage of total workforce deemed previously disadvantaged

### EMPLOYMENT EQUITY PROFILE

Occupational levels	Black Male %	Coloured male %	Indian male %	White male %	Black female %	Coloured female %	Indian female %	White female %	Foreign Nationals Male	Foreign Nationals Female	Totals
Top management	0.00%	0.00%	0.00%	2.67%	0.00%	0.00%	0.00%	0.97%	0.00%	0.00%	3.64%
Senior management	0.24%	0.00%	0.00%	2.18%	0.24%	0.00%	0.00%	0.49%	0.00%	0.00%	3.15%
Middle management	1.46%	0.00%	1.46%	16.99%	2.18%	0.49%	0.49%	6.31%	0.00%	0.00%	29.38%
Skilled/qualified employees	2.91%	0.00%	1.46%	15.53%	0.73%	0.00%	1.46%	12.14%	0.24%	0.24%	34.71%
Semi-skilled employees	5.34%	0.24%	0.97%	3.64%	3.64%	0.73%	1.70%	8.01%	0.00%	0.00%	24.27%
Unskilled employees	1.46%	0.00%	0.00%	0.24%	3.16%	0.00%	0.00%	0.00%	0.00%	0.00%	4.86%
<b>Total permanent</b>	<b>11.41%</b>	<b>0.24%</b>	<b>3.89%</b>	<b>41.25%</b>	<b>9.95%</b>	<b>1.22%</b>	<b>3.65%</b>	<b>27.92%</b>	<b>0.24%</b>	<b>0.24%</b>	<b>100.0%</b>

\*As per annual December 2023 online EE submissions via the Department of Employment and Labour's online reporting system excluding Namibia.

### DEVELOPMENT AND TRAINING

	February 2024	December 2022
Total number of hours trained (including internal and external training interventions)	1 386	1 701
Employee training spend (R)	1 413 925	1 735 194

## HEALTH, WELLNESS AND SAFETY

The wellbeing, health and safety of our employees are paramount to our business and serve as integral elements in promoting employee retention and enhancing the overall customer and partner experience.

To ensure a safe and healthy working environment, we have

established robust procedures to manage occupational incidents and process compensation claims in strict accordance with legislation. It is noteworthy that, during the financial year, no serious injuries or medical treatment cases were reported. This achievement

underscores our commitment to maintaining a workplace that prioritises the wellbeing and safety of our employees, fostering a positive environment that contributes to their satisfaction.

## SECTION 16 | CORPORATE SOCIAL INVESTMENT

### SOCIO-ECONOMIC DEVELOPMENT

4Sight recognises the vital role of CSI in fostering positive change and societal wellbeing. By engaging in social initiatives, 4Sight aims to contribute meaningfully to the communities it operates in, addressing specific social issues. We understand that CSI goes beyond philanthropy; it is a cornerstone for building a positive corporate reputation.

4Sight acknowledges the importance of CSI in boosting employee morale and engagement, recognising that a socially responsible company fosters a motivated and loyal workforce. By actively addressing social and environmental challenges, 4Sight not only mitigates risks but also ensures compliance with regulations and demonstrates a commitment to sustainable business practices. Through our CSI initiatives, we can differentiate ourselves in the market, and attract new customers and partners. We consider CSI as essential for societal benefit and as a key driver of our success, resilience and sustainability.

Figures in Rand	February 2024	December 2022
Total value of CSI/SED spend	6 542 727	5 276 630
Value of CSI/SED spend on skills	1 413 925	210 647
Value of CSI/SED spend on basic needs and social development	213 000	199 980
Value of CSI/SED spend on other	4 959 802	4 865 302

Corporate Social Responsibility is all about companies playing their responsible part in society and giving back, with fundraising for worthy causes being a significant aspect.



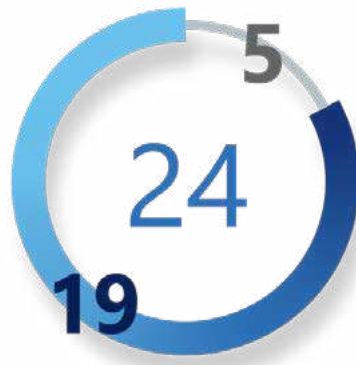
## The 4orce Generation Programme

The **4orce Generation** programme by 4Sight Holdings began on February 1, 2022, and was a significant initiative bringing together 50 participants from historically disadvantaged backgrounds for a 12-month educational journey in IT. The programme aimed to impart valuable skills and knowledge to develop competent IT professionals, building capacity to lead the business into the future.

The Functional Consultant group were tutored in Microsoft Power Platform Fundamentals, Microsoft Dynamics 365 Sales, Microsoft Dynamics 365 Fundamentals, CRM and Microsoft Dynamics 365 Business Central; 19 of the 24 students certified in all 3 exams which had to be passed. The Cloud Developer group were tutored in 3 certifications Microsoft Power Platform Fundamentals, Developing Solutions for Microsoft Azure, Designing and Implementing Microsoft DevOps Solutions and an NQF5 Systems Development learnership. All 24 submitted portfolios of evidence and completed the learnership with 22 of the 24 students certified in all technical certifications.

41 of the 50 students were fully certified and following rounds of interviews, assessments, training, preparation and examinations they were offered permanent employment and onboarded into the business. The onboarding was a collaborative process with both student and business leadership playing an active role in the placement, all in an effort to match skill set and interests to business requirements.

For the students, they have been upskilled, economically empowered, and provided with an opportunity to expand their horizons, develop competencies and to immerse themselves in the latest thinking about various aspects of technology.



19 of the 24 students certified in all three exams which had to be passed.



5 of the 24 students did not certify in all three exams which had to be passed.



22 of the 24 students certified in all technical certifications.



2 of the 24 students did not certify in all technical certifications



Of the original cohort, 41 learners completed the programme and joined the company on 1 March 2023. Since their integration into the business, we have achieved a billable rate of 40% from various

business streams, demonstrating the practical application of theoretical knowledge and equipping individuals with the tools to excel in the job market.



During the period, 4Sight Holdings also participated in two initiatives: Bottles of Hope and the Santa Shoebox drive.

### Bottles of Hope

In the spirit of Nelson Mandela International Day, 4Sight celebrated and honoured Mandela's incredible legacy, his championing of peace and equality, through making a significant contribution to tackling poverty.

The special day of unity and compassion encourages individuals worldwide to engage in acts of kindness and service to make a positive impact in their communities. Aligned to one of the pillars in this year's theme – food, technology firm 4Sight Holdings were proactive in assisting with a food drive to help during the winter months.

With poverty affecting a huge portion of the South African people, 4Sight committed to supporting an initiative called "Bottles of Hope". Maintaining a sentiment of hope and sustenance, they sponsored **791 bottles** of soup ingredients, ready to be made into hearty soup where each bottle can feed a family of four.

The concept of Bottles of Hope is simple yet effectual. By combining staple food items like lentils, soup mix, rice, and soup powder, individuals can create a nourishing meal for a family in need. These ingredients, when mixed with water and cooked, provide a wholesome and filling meal that can sustain a family through difficult times. By providing Bottles of Hope, we can not only address immediate hunger but also offer a message of support, solidarity, and hope. It is a tangible reminder that even in challenging circumstances, kindness and compassion can nourish both the body and the spirit. In just 67 minutes of selfless action, we can create a ripple effect of positive change in our communities.

According to the Company, this is the least they could do in giving back to the community and ensuring that there were plenty of bottles complete and ready to be packed and delivered on this momentous occasion.

"4Sight is proud to support those in need and show we care and what better day to make a difference to others than on Mandela Day. It provides an opportunity to highlight and help address the challenges

faced by underprivileged communities", says Tertius Zitzke, Group Chief Executive Officer of 4Sight Holdings.

The 4Sight teams packed and donated the 791 bottles of hope to Solidariteit, who will distribute these to families in need.

*"The Bottles of Hope drive reflects 4Sight's commitment to making a positive impact. Together, we strive for a brighter future and a more inclusive world for all", adds Zitzke.*





## 4Sight Brings Holiday Cheer to Margaretha Ackerman Retirement Home

As the holiday season approached, the halls of the Margaretha Ackerman Retirement Home were adorned with twinkling lights and festive decorations. Yet, the residents felt a void, a yearning for the joyful surprises that often accompany this time of year. Little did they know, a heartwarming gesture from a generous corporate entity was about to fill their hearts with joy and their days with festive cheer.

4Sight Holdings, a company renowned not just for its technological innovations but also for its commitment to social responsibility, had been planning something special. Recognising the spirit of the season and the importance of community, 4Sight Holdings decided to extend their reach to the elderly residents of Margaretha Ackerman Retirement Home. With the idea of spreading happiness and making the holiday season memorable for those who have given so much in their lifetimes, 4Sight Holdings orchestrated a heartfelt initiative.

On the 15th of December, a team of 4Sight Holdings employees arrived at the retirement home, their vehicles loaded with 110 beautifully wrapped Santa gift boxes. Their true worth was immeasurable, as they were filled with more than just material gifts; they were filled with love, care, and the spirit of giving.

As the residents gathered in the common hall, their curiosity was piqued by the sight of the colorful packages. The room buzzed with excitement and anticipation. The 4Sight team, donning Santa bags and festive attire, began distributing the gift boxes, each one tailored to bring joy and comfort to its recipient.

Inside the bags, the residents found an assortment of delights: cozy blankets to ward off the winter



chill, delicious treats to satisfy their sweet cravings, and thoughtful items to keep their minds engaged. Each gift was packed with care, reflecting the thoughtfulness of 4Sight's Corporate Social Responsibility initiative. The smiles that spread across the residents' faces were priceless. For 4Sight, this initiative was more than a charitable act; it was a manifestation of their core values. The Company believes in making a positive impact on society, and their donation to Margaretha Ackerman

Retirement Home was a testament to their commitment to community and the well-being of others.

The residents of the retirement home weren't the only ones whose hearts were warmed that day. The employees of 4Sight left with a profound sense of fulfillment, having experienced firsthand the joy of giving. It was a reminder that corporate success is measured not just by financial metrics, but by the positive influence a company can have on the lives of people in the community.

## SECTION 17 | BROAD-BASED BLACK ECONOMIC EMPOWERMENT

4Sight is committed to promoting economic transformation and empowerment in line with the principles of B-BBEE. Our approach to B-BBEE is guided by our values of inclusivity, integrity, and sustainability, as well as our commitment to making a positive impact on society.

### Key Components of our B-BBEE Strategy

1. We invest in skills development programs aimed at upskilling employees from previously disadvantaged backgrounds, thereby enhancing their career prospects and contributing to the broader talent pool in South Africa.
2. We strive to achieve and maintain a diverse and inclusive workforce at all levels of the organisation. Our

recruitment, promotion, and succession planning processes are designed to ensure equal opportunities for all employees, irrespective of race or background.

3. We actively support the growth and development of small and black-owned businesses through supplier development programs, capacity-building initiatives, and mentorship opportunities.
4. We undertake various initiatives to uplift and empower communities in underprivileged areas where we operate.
5. We are evaluating increasing black ownership and participation in our company through equity transactions, ownership schemes, and other empowerment initiatives.

### Performance Highlights

One of the key ways in which 4Sight has contributed to upliftment is through investment in education, skills development, and entrepreneurship programs targeting historically disadvantaged young entrepreneurs to create a pool of qualified professionals and entrepreneurs.

We have implemented robust monitoring and evaluation mechanisms to track the impact of B-BBEE initiatives, identify areas for improvement, and ensure accountability and transparency in implementation.

We remain steadfast in our commitment to advancing B-BBEE and will continue to review and enhance our strategies and initiatives to drive meaningful and sustainable transformation.





# CHAPTER 5 | CORPORATE GOVERNANCE REPORT

## SECTION 18 | BOARD OF DIRECTORS

### COMPOSITION OF THE BOARD

Our Board is structured with a careful balance of expertise, diversity, and experience, comprising six Non-Executive Directors and two Executive Directors. The majority of our Directors are South African residents, ensuring a deep understanding of local contexts and regulatory landscapes. This composition fosters transparent decision-making, upholds principles of fairness and independence, and maintains a robust system of checks and balances. We prioritise a collaborative approach, where no single individual wields unchecked authority, promoting accountability and effective governance.

As of 29 February 2024, our Board members are:

### EXECUTIVE DIRECTORS



**Tertius Zitzke**  
Group Chief Executive Officer  
Executive Director

[VIEW BRIEF CV](#)



**Eric van der Merwe**  
Group Chief Financial Officer  
Executive Director

[VIEW BRIEF CV](#)



## NON-EXECUTIVE DIRECTORS



**Kamil Patel**  
Chairperson  
Non Executive Director

[VIEW BRIEF CV](#)



**Andrew Murgatroyd**  
Audit and Risk Committee  
Chairperson  
Non-Executive Director

[VIEW BRIEF CV](#)



**Christopher Crowe**  
Remuneration and Nominations  
Committee Chairperson  
Non-Executive Director

[VIEW BRIEF CV](#)



**Marichen Mortimer**  
Social and Ethics Committee  
Chairperson  
Non-Executive Director

[VIEW BRIEF CV](#)



**Johan Nel**  
Non-Executive Director

[VIEW BRIEF CV](#)



**Douglas Ramaphosa**  
Non-Executive Director

[VIEW BRIEF CV](#)



## Composition (%)



## Embracing diversity

Aligned with paragraph 3.84(i) of the JSE Listings Requirements (“**Listing Requirements**”), our Board has endorsed a formal diversity policy. This policy outlines our commitment to fostering diversity at the board level, encompassing dimensions such as gender, race, culture, age, expertise, skills, and experience.

Our diversity policy mandates the Remuneration and Nominations Committee to assess all facets of diversity, including skills, experience, backgrounds, gender, age, and ethnicity, during board composition evaluations and succession planning. Our goal is to achieve a well-balanced and optimal board composition that reflects diverse perspectives and insights.

Board appointments are merit-based, focusing on the capabilities, experience, independence, and knowledge necessary for the Board’s collective effectiveness. We prioritise inclusivity and equity in our governance practices to enhance decision-making and strategic oversight.



## SECTION 19 | OUR COMMITMENT TO GOVERNANCE

At 4Sight, our governance approach is deeply rooted in the highest standards of corporate governance as set forth by the King IV Code and the Listings Requirements. We uphold the principles of transparency, accountability, and integrity outlined in the King IV Report on Corporate Governance.

Our Board and executive management team are dedicated to implementing best practices that fortify our governance framework, supporting sustainable growth and nurturing stakeholder trust. We prioritise ethical conduct and maintain robust governance structures to create lasting value for our shareholders and fulfill our responsibilities to the broader community.

### Our dedication to King IV principles

At 4Sight, we are steadfast in upholding the principles of King IV, reflecting our unwavering commitment to robust governance and ethical business conduct. Our Directors are entrusted with the vital role of promoting competency, accountability, fairness, integrity, and transparency, ensuring effective corporate governance across our operations.

The Board acknowledges its responsibility to act in the best interests of shareholders and to comply with statutory obligations outlined in 4Sight's Memorandum of Incorporation, the Companies Act, Listings Requirements, and other regulatory frameworks. We wholeheartedly embrace all of King IV's principles and the Governance Code's eight principles, with a strong emphasis on integrity and adherence to established corporate governance standards.

The Board maintains ultimate accountability for 4Sight's financial performance and diligently ensures compliance with Listings Requirements, the Company's Memorandum of Incorporation, and all 16 King IV principles, including those articulated in Part 5.3 'Governing Structures and Delegation'.

For a comprehensive view of 4Sight's application of King IV principles, please refer to the detailed register located on page 67 of this Integrated Report, also accessible on the 4Sight [website](#).

### Value creation through corporate governance

At 4Sight, we recognise that effective corporate governance is foundational to value creation. By establishing a robust framework for ethical decision-making, efficient risk management, and sustainable business practices, we promote transparency, accountability, and exemplary leadership. This not only bolsters investor confidence and enhances our reputation but also forges stronger relationships with stakeholders and attracts seasoned directors and executives.

Good corporate governance serves as a pivotal driver of long-term value creation. It facilitates access to capital at reduced costs, cultivates stronger ties with customers and suppliers, and empowers our Company to thrive over the long haul.

### Delegation of authority and control

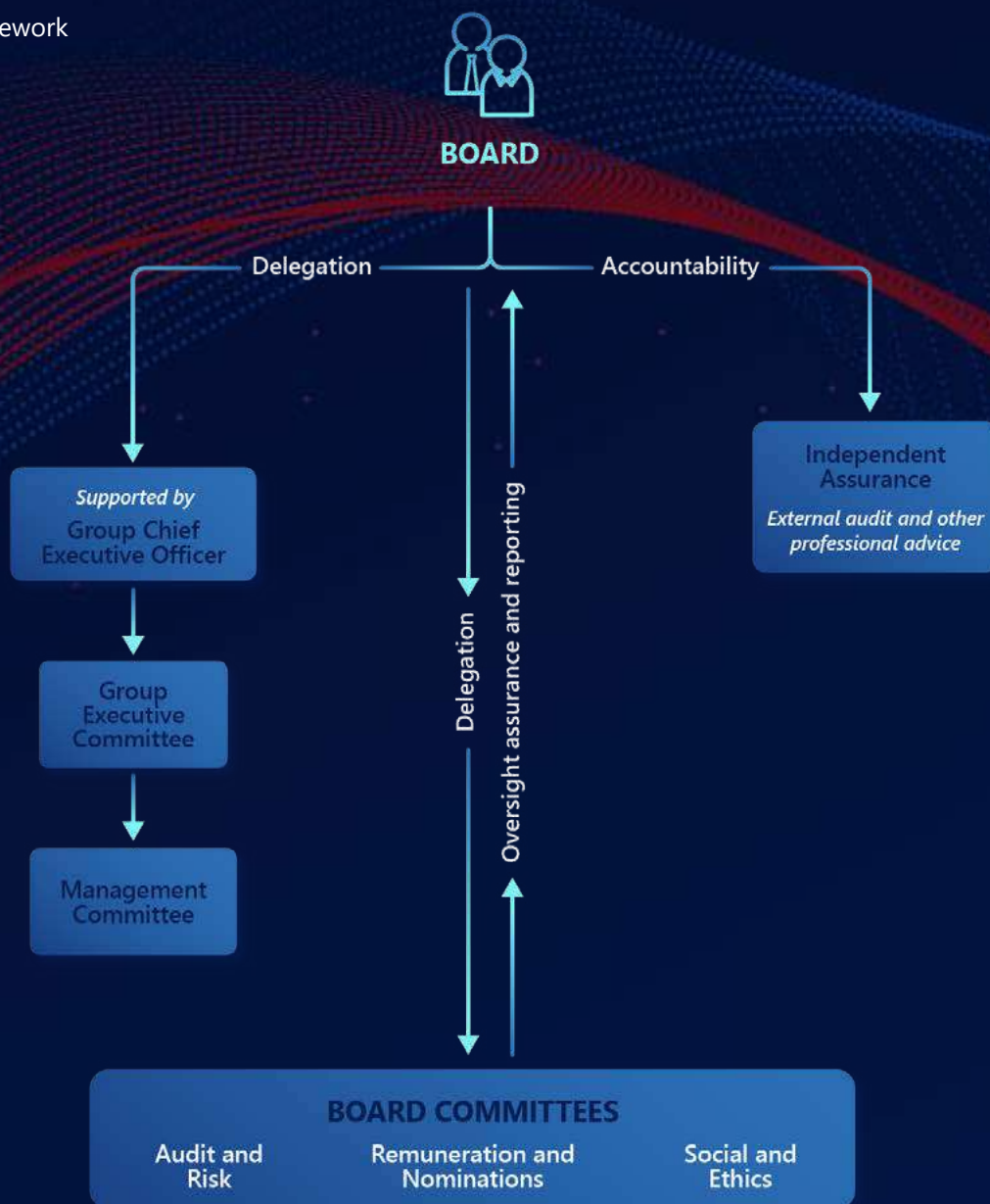
#### Effective delegation of duties

At 4Sight, our approach to delegating duties is structured to ensure robust control and accountability. The Board bears ultimate responsibility for overseeing the Company's business, strategy, key policies, financial objectives, goals, and investment decisions. To support these responsibilities, we have established three committees to assist the Board in overseeing various aspects of our operations.

Each committee's duties are clearly delineated in their terms of reference, which are formally approved by the Board and subject to periodic review. These sub-committees provide regular updates on their activities during quarterly Board meetings, fostering transparency and facilitating well-informed decision-making.

During the reporting period, the Board endorsed a revised Delegation of Authority policy. This policy outlines the responsibilities of 4Sight's executives and divisional management. It undergoes annual review and is integral to the Company's limits of authority framework.





## The Board

As Directors of 4Sight, we acknowledge our statutory duty to act with honesty, good faith, and in the best interests of the Company, both individually and collectively.

During the financial period under review, the Company remained compliant with the Companies Act and its Memorandum of Incorporation, and no sanctions or fines were imposed for any contraventions or non-compliance with statutory obligations.

The Company Secretary diligently records minutes of all Board meetings, capturing decisions made on discussed matters.

Additionally, a representative from Java Capital Trustees and Sponsors attends all Board meetings as the designated advisor. Our regular meeting schedule is disclosed in our Integrated Report, along with an attendance register.

When necessary, the Board may engage independent professional advice, with expenses covered by the Group. All Directors have access to advice and services provided by the Company Secretary.

We are committed to maintaining our independence in decisions regarding the Company's strategy, performance, resources, and standards of conduct. All our

Executive and Non-Executive directors have completed a comprehensive Directors Induction Programme, facilitated by the Institute of Directors of South Africa. This programme has augmented our governance expertise, ensuring adherence to the highest standards of governance and accountability.

Continued professional development is essential for our Directors to remain competent and address evolving challenges. The Board also upholds accountability to stakeholders for the Group's performance and maintains responsibility for fostering strong stakeholder relations through timely and transparent reporting.

## Chairperson and Group Chief Executive Officer

At 4Sight, the roles of Chairperson and Group Chief Executive Officer are distinct. Tertius Zitzke serves as the Group Chief Executive Officer, while Kamil Patel holds the position of Independent Non-Executive Chairperson.

## Group Chief Financial Officer

Eric van der Merwe assumes the role of full-time Group Chief Financial Officer and Executive Director at 4Sight. His responsibilities are delineated in alignment with Listings Requirements and relevant provisions of the Companies Act. The Audit and Risk Committee has endorsed his experience and expertise, providing confirmation to the JSE Limited.

## Company Secretary

The Board conducts an annual evaluation of the Company Secretary's competency, as mandated by section 3.84(h) of the Listings Requirements. The Board affirms that the Company Secretary maintains an arm's length and independent relationship with the Board and is satisfied with the competence, qualifications and experience of the Company Secretary, thus meeting the requirement stipulated in Paragraphs 3.84(h) of the Listings Requirements. In evaluating the Company Secretary, the Board has duly considered the prescribed duties and responsibilities outlined in the Companies Act, Listings Requirements, and governance guidelines as articulated in King IV.

## Financial reporting

The Board assumes responsibility for overseeing the Group's internal financial and operational control systems, alongside nurturing a productive relationship with external auditors. Additionally, the Board is charged with delivering accurate, impartial, and easily understandable evaluations of the Company's financial standing in all relevant financial and other reports.

## Internal control

The Directors conduct an annual review of the Group's internal controls and share the outcomes with shareholders. This assessment includes financial, operational, and compliance controls, including a thorough examination of the Company's risk management policies and procedures. Significant advancements have been made in documenting systems, procedures, and controls, with enhanced measures implemented in acquired companies where deemed necessary.

## External auditors

We engage Nexia SAB&T as our external auditors, tasked with conducting an impartial and objective audit of the financial statements.

## Relationships with stakeholders

Upon approval of the Integrated Report, the Board prioritises the dissemination of relevant information to stakeholders, enabling a thorough assessment of the Group's corporate governance maturity. We actively engage with stakeholders, including investment analysts, product and service providers, and other interested parties, through presentations that highlight the Group's performance, business plans, strategies, and future prospects.

## Board appointment process

The Remuneration and Nominations Committee plays a pivotal role in assisting the Board to maintain an appropriate composition for effective function execution and ensures formal succession plans are in place.

This Committee is tasked with recruiting and recommending candidates for Board membership in the event of a vacancy or expansion. They have established guidelines and criteria for appointing non-executive directors, considering factors such as

gender, diversity, experience, and skills of existing Board members to determine the candidate's qualifications for filling the vacancy.

## ETHICAL LEADERSHIP

### Code of ethics

The Group is committed to maintaining the highest ethical standards across all its business operations and related activities. Stakeholders can readily access the Company's code of ethics on its website, promoting transparency and accountability in ethical practices.

### Conflict of interest

All Directors are required to annually sign a declaration confirming their disclosure of all relevant business interests and their awareness of any conflicts of interest arising from affiliations with other companies, unless previously disclosed.

Procedures are in place for 4Sight's Directors to inform the Company Secretary of any actual or potential conflict of interest. Directors are also required to declare any personal financial interests quarterly and prior to Board and committee meetings. Should a conflict of interest arise, the affected Director is expected to abstain from the discussion and decision-making process.

### Securities trading

Directors are obligated to disclose shareholdings, additional directorships and appointments, potential conflicts of interest, and any share dealings in the Company's securities to the Chairperson and Group Chief Executive Officer. Written clearance from the Chairperson of the Board is required prior to any dealing. Any dealings in the Company's shares must be notified to the Company Secretary within three business days. This information is published on SENS within 24 hours of the notification of such dealing. A register of share dealings by



directors is maintained by the Company Secretary and reviewed by the Board.

All directors, senior executives, and prescribed officers with access to financial or other price-sensitive information are prohibited from dealing in Cognition shares during “closed or prohibited periods”, as defined by the Listings Requirements, or while the Company is trading under a cautionary. The Company Secretary ensures all directors and relevant employees are informed via email when the Company enters a “closed period”.

## Whistleblowing and grievances

The 4Sight Group places a strong emphasis on promoting ethical behavior and organisational integrity through various internal and external mechanisms. To encourage reporting of unethical or unlawful behavior, the Company has established a confidential Whistle-blowing Line, providing employees and stakeholders with an anonymous channel to raise concerns. Seeking advice on ethical and lawful behavior is facilitated through our

Legal department and the HR department, offering employees a trusted source for guidance on ethical dilemmas and legal compliance matters. To combat corruption and enhance the broader operating environment, the 4Sight Group actively engages with stakeholders through whistle-blowing awareness campaigns and collaborative efforts with industry peers, regulatory bodies, and civil society organisations. These initiatives aim to foster a culture of transparency, encourage reporting, and promote integrity throughout the Group.

## SECTION 20 | BOARD COMMITTEES

The Board is responsible for overseeing the Company’s strategic direction and overall compliance with relevant regulation and legislation. It is supported in this role by three Board committees, each of which is governed by their respective terms of reference.

The Board committees that served during the period were:

- Audit and Risk Committee
- Remuneration and Nominations Committee
- Social and Ethics Committee

These sub-committees provide regular reports on their activities during Board meetings, contributing to comprehensive oversight and facilitating informed decision-making.

Social and Ethics Committee	Remuneration and Nominations Committee	Audit and Risk Committee
<p>A Social and Ethics Committee has been established. It comprises of one executive director and two non-executive directors:</p> <ul style="list-style-type: none"> <li>• Marichen Mortimer (Chairperson)</li> <li>• Christopher Crowe (Non-Executive Director)</li> <li>• Tertius Zitzke (Executive Director)</li> </ul>	<p>A Remuneration and Nominations Committee has been established. It comprises of three non-executive directors:</p> <ul style="list-style-type: none"> <li>• Christopher Crowe (Chairperson)</li> <li>• Marichen Mortimer (Non-Executive Director)</li> <li>• Johan Nel (Non-Executive Director)</li> </ul> <p>The Group Chief Executive Officer and Group Chief Financial Officer are permanent invitees.</p>	<p>An Audit and Risk Committee has been established. It comprises of three non-executive directors:</p> <ul style="list-style-type: none"> <li>• Andrew Murgatroyd (Chairperson)</li> <li>• Johan Nel (Non-Executive Director)</li> <li>• Kamil Patel (Non-Executive Director) ^</li> </ul> <p>The Group Chief Executive Officer, Group Chief Financial Officer and Group Legal Officer are permanent invitees.</p>
<p>Refer to the report by the Chairperson of the Social and Ethics Committee as included on pages 68 to 71 of this report.</p>	<p>Refer to the report by the Chairperson of the Remuneration and Nominations Committee as included on pages 72 to 74 of this report.</p>	<p>Refer to the report by the Chairperson of the Audit and Risk Committee as included on pages 78 to 81 of this report.</p>

^ Refer to “Board and Committees Changes During the Period” under the Directors’ Report section for further information

## Attendance at Board and committee meetings

The following table presents the attendance of directors at Board meetings and committee meetings during the review period:

Member	Board	Audit and Risk Committee	Remuneration and Nominations Committee	Social and Ethics Committee	Attendance
<b>Number of meetings</b>	<b>5</b>	<b>4</b>	<b>4</b>	<b>4</b>	
<b>Executive Directors</b>					
<b>Tertius Zitzke</b>	(5/5)	(4/4) ^	(4/4) ^	(4/4)	100%
<b>Eric van der Merwe</b>	(5/5)	(4/4) ^	(4/4) ^	3 (out of 3)	100% (of required meetings)
<b>Non-executive Directors</b>					
<b>Kamil Patel</b>	(5/5)	4 (out of 4) #	-	-	100% (of required meetings)
<b>Andrew Murgatroyd</b>	(4/5)	(4/4) 1	-	-	90%
<b>Christopher Crowe</b>	(5/5)	-	(4/4) 1	(4/4)	100%
<b>Marichen Mortimer</b>	(5/5)	-	(4/4)	(4/4) 1	100%
<b>Johan Nel</b>	(5/5)	(4/4)	(4/4)	-	100%
<b>Dr Sidharth Sharma</b>	1 (out of 1) *	1 (out of 1) *	-	-	100% (of required meetings)
<b>Douglas Ramaphosa</b>	3 (out of 3) ‘	-	-	-	100% (of required meetings)
<b>Average attendance</b>					98.89%

The table includes all meetings held between 1 January 2023 to 29 February 2024, reflecting the financial year-end change from December to February, as disclosed on SENS. This change includes one additional meeting for both the Board and Committees.

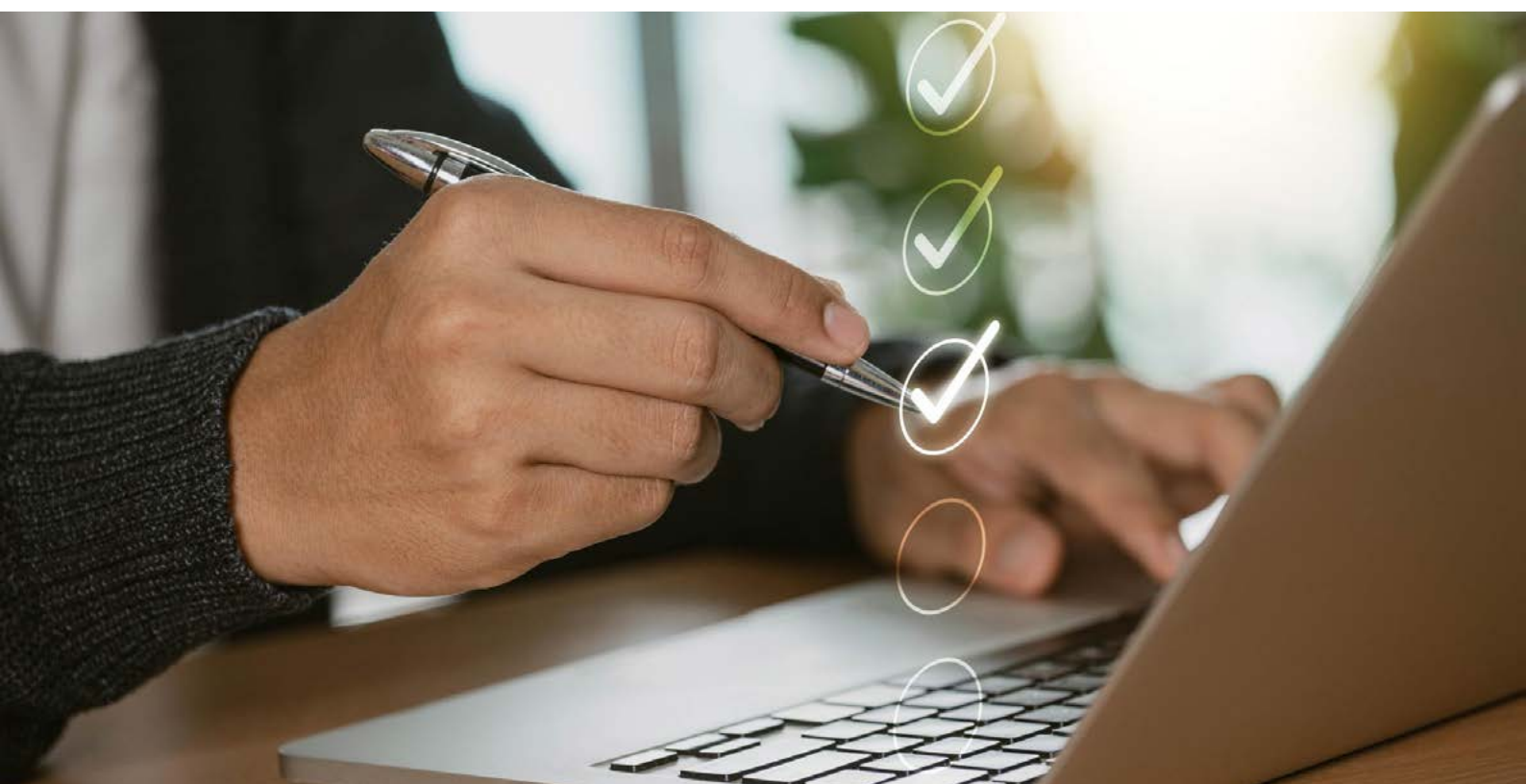
^ Permanent Invitee.

# Appointed effective 16 May 2023. Refer to “Board and Committees Changes During the Period” under the Directors’ Report section for further information.

1 Chairperson.

\* Resigned effective 16 May 2023. Refer to “Board and Committees Changes During the Period” under the Directors’ Report section for further information.

‘ Appointed effective 1 August 2023.



# CHAPTER 6 | KING IV™ PRINCIPLES



## SECTION 21 | APPLICATION OF THE PRINCIPLES

The Board adheres to and consistently applies the principles outlined in King IV, which are fundamental to the Group's corporate governance approach. For detailed information about the Group's implementation of King IV, please refer to the application status of King IV principles for the period under review available on the 4Sight [website](#).





# CHAPTER 7 | COMMITTEE REPORTS

## SECTION 22 | SOCIAL AND ETHICS COMMITTEE REPORT

The Social and Ethics Committee is pleased to submit its report for the period ended 29 February 2024.

The Committee is tasked with fulfilling its legal obligations by adhering to relevant laws, regulations, and industry standards. Its main role is to assist the Board in supervising and communicating the Group's social, ethical, and transformative initiatives, all while ensuring they align with principles of responsible corporate citizenship.

### COMMITTEE RESPONSIBILITIES

The Committee is responsible for overseeing the Group's activities in line with applicable legislation, legal requirements, and best practices. This includes:

- Monitoring social and economic development initiatives;
- Upholding corporate citizenship standards;
- Ensuring environmental, health, and public safety compliance;
- Managing consumer relationships, including advertising, public relations, and adherence to consumer protection laws;
- Addressing labour and employment matters;
- Bringing relevant issues to the Board's attention as needed;
- Reporting on its mandate-related matters to shareholders during the Annual General Meeting.

### TERMS OF REFERENCE

The Committee operates in terms of a formal Terms of Reference, which undergo annual review and approval by the Board. In the previous period under review, the Committee's Terms of Reference were reviewed and refined to better align with corporate governance standards. Throughout this period, the Committee has operated in accordance with these guidelines and has effectively

fulfilled its outlined responsibilities. Additionally, the Committee confirms that it has met its duties in line with the Companies Regulations of the Companies Act. There are no instances of non-compliance or other significant areas of concern beyond the scope of the Committee's mandate as outlined above.

### 4PULSE CULTURE SURVEY

Our annual 4Pulse Culture Survey is a key tool for understanding our Group's challenges and opportunities. This survey gathers feedback from employees across all levels, providing a comprehensive overview of our workplace culture. By examining attitudes, values, and behaviors, we pinpoint areas for improvement and highlight our strengths.

Our objective is to improve the overall work environment and culture by addressing the genuine needs and expectations of each employee within their role and contribution to our strategic pillars: People, Customer, Operations, Finance, and Innovation.

The survey results inform our strategic decisions, enabling us to proactively tackle challenges, nurture a positive work culture, and capitalise on growth opportunities. Through transparent reporting and analysis, we foster trust and accountability with our stakeholders, driving positive organisational change for sustained success.

The 4Pulse Culture Survey is not just a routine assessment; it's a vital mechanism for ensuring our operations align with our values and objectives.

### ETHICS REPORTING

The 4Sight Whistleblowing Line, managed by an independent third-party service provider, serves as the platform for reporting within the Group. The Committee affirms that suitable measures are in place to address reporting across the Group and that adequate communication channels exist for employees regarding ethical concerns. The Group continuously monitors instances of ethics-related issues.

The efficacy of the Company's whistle-blowing line was assessed during the period under review and found to be both relevant and efficient. It strikes an appropriate balance between encouraging genuine reporting and discouraging malicious or frivolous claims. Updates on calls received, whether through the 4Sight Whistleblowing Line or directly to the HR department, are provided at each Committee meeting.

### OCCUPATIONAL HEALTH AND SAFETY

Each office within the Group undergoes annual occupational health and safety compliance audits to ensure safety standards are met. Certification is obtained for each office, confirming compliance with occupational health and safety regulations.

Health and safety officers are appointed in each office to maintain safe working conditions and advise management on preventative measures to mitigate injury risks.

Additionally, designated first aiders are assigned in both the Head Office and subsidiary offices to ensure employee safety. General health and safety risks are communicated to all employees across offices to raise awareness and ensure compliance.

## EMPLOYEE DEVELOPMENT AND RELATIONS

Our commitment to nurturing talent is evident in our efforts to attract, retain, and empower high-caliber individuals. We prioritise the professional growth of our employees through a comprehensive approach to training, both internal and external. We understand that our Company's success hinges on the well-being, motivation, and retention of our employees.

At 4Sight, we are committed to cultivating a fair and transparent work environment where open communication is not only encouraged but also valued. Our executives uphold an open-door policy, ensuring that every employee feels heard and supported. To facilitate internal communication, we distribute a monthly Group internal newsletter, keeping employees abreast of all developments within the Group.

Internally, we provide tailored in-house training programmes to enhance skill sets across various departments. Additionally, we offer tuition support to encourage further education and qualifications, empowering our workforce to thrive in their respective fields. Furthermore, employees have the opportunity to attend external training courses facilitated by accredited trainers, enriching their expertise and knowledge base.

Our 4Sight Graduate Internship Programme serves as a gateway for individuals to immerse themselves in the workings of our Group and its subsidiaries over a 12-month period. Participants gain valuable experience and may be considered for permanent positions based on their contributions during the internship. This initiative underscores our commitment to fostering talent and providing meaningful opportunities for career advancement within our Group.

## STAKEHOLDER ENGAGEMENT FRAMEWORK

Our stakeholder engagement framework outlines the Group's core principles for engaging with stakeholders, reflecting the values upheld in our formal Code of Ethics policy.

We are committed to providing shareholders with returns and delivering accurate, relevant information through their chosen communication channels, in full compliance with applicable regulations.

For more information on stakeholder groups and our engagement approach, please refer to [pages 47 to 48](#), or visit our website.



[Weblink & QR Code | Stakeholder Engagement Policy](#)



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE FRAMEWORK

Our environmental, social, and governance ("ESG") framework is designed to proactively manage and mitigate the environmental impact of our operations while preserving our invaluable assets and human capital, as detailed in this Integrated Report.

Our commitment to responsible business practices and ESG is geared towards fostering a sustainable future and generating long-term value for both the Group and its stakeholders. Anchored in our purpose and values, our strategy cultivates a culture of alignment throughout the Group. Throughout the reporting period, we have advanced our ESG initiatives in the following manner:

- Employee support and well-being remain paramount, particularly amidst ongoing cost-of-living challenges. Well-being days are instrumental in fostering a healthier and happier workforce.
- Our vibrant culture continues to drive our growth trajectory. We nurture this culture through staff events, incentive trips, and ongoing learning and development opportunities. In the reporting period, we expanded our graduate internship programme further investing in our people. We also actively engage with staff through various channels, incorporating their ideas and initiatives to drive continuous improvement.



[Weblink & QR Code | Environmental, Social and Governance Framework](#)

## COMPOSITION AND FUNCTIONING

In alignment with best practices, the composition of the Committee adheres to the principles outlined in King IV, which recommend that the majority of members be non-executive directors of the Board. Throughout the reporting period, an independent non-executive director has continued to chair the Committee.

The Committee members are:

- Marichen Mortimer (Chairperson and Non-Executive Director)
- Christopher Crowe (Member and Non-Executive Director)
- Tertius Zitzke (Member and Executive Director)

Please refer to [pages 59 to 60](#) for detailed information on the qualifications and experience of the directors. All Committee members possess suitable qualifications and experience.

The Committee reserves the right to invite the Company's management and external advisors to attend its meetings, either partially or entirely, as deemed appropriate.

## MEETINGS

The Committee convenes a minimum of three times annually to address relevant issues within its scope. Any significant matters falling under the Committee's purview are promptly brought to the attention of the Board. Following each meeting, the Chairperson presents a formal report to the Board, detailing all Committee activities and responsibilities. Additionally, the Committee provides recommendations to the Board on areas requiring improvement or action within its mandate.

## KEY ACTIVITIES DURING THE PERIOD

- 4Sight regularly interacted with stakeholders to gain insights into social and ethical issues relevant to our Group.
- 4Sight actively supported and participated in community engagement initiatives, including corporate social responsibility projects and philanthropic activities.
- 4Sight evaluated and enhanced the effectiveness of the Social and Ethics Committee's activities through feedback mechanisms, and performance evaluations.
- Reviewed and updated the Committee's Terms of Reference and annual work plan to ensure alignment with our objectives.
- 4Sight achieved ISO/IEC 27001/2013 Certification, demonstrating its commitment to information security management.
- 4Sight have not identified any breaches of ethics, and our updated internal conflict of interest protocols have strengthened our ability to address potential ethical violations. We also monitor anonymous tip-offs received via the 4Sight Whistleblowing Line for whistleblowing claims.
- 4Sight conducted reviews of workplace and human resources-related reports to ensure compliance and identify areas for improvement.

## FOCUS AREAS

- Strengthen compliance with B-BBEE regulations and expand socio-economic contributions through targeted initiatives and strategic partnerships, driving inclusive growth and sustainable development.
- Balance conformance with regulatory requirements and sustainable performance, proactively adapting to impending changes to the Companies Act while maintaining long-term value creation.
- Provide employees with relevant and comprehensive ethics and employee rights education using innovative approaches, empowering them to proactively manage risks and opportunities and promote ethical and socially responsible behaviour across the Group.
- Implement a stakeholder engagement dashboard to effectively engage both internal (employees) and external (customers) stakeholders, ensuring their voices are heard and integrated into decision-making processes.
- Development of an ESG dashboard.
- Continue to develop the Company's ESG and Stakeholder Engagement strategies to enhance sustainability practices and stakeholder relationships, driving long-term value creation and societal impact.



## A MESSAGE OF APPRECIATION

I want to express my gratitude to the Committee for their dedication and hard work throughout the period under review. Your commitment to innovation and your insightful perspective have been invaluable in guiding our Company's ethical practices and social responsibility.

Looking ahead, I am excited about the opportunities that lie ahead for us to continue caring for our staff, fostering a positive work environment, and collaborating effectively with our stakeholders. Together, we can achieve great things and make a positive impact on our Group and the communities we serve.

On behalf of the Social and Ethics Committee



Marichen Mortimer  
*Social and Ethics Committee Chairperson*  
26 June 2024

## SECTION 23 | REMUNERATION AND NOMINATIONS COMMITTEE REPORT

The Remuneration and Nominations Committee is pleased to submit its report for the period ended 29 February 2024.

### TERMS OF REFERENCE

The Committee performs its duties and responsibilities in accordance with the Committee's formal Terms of Reference, which are reviewed annually and updated as and when required.

### ROLE OF THE COMMITTEE

The Committee assists the Board in exercising its function of ensuring that the Company remunerates its employees fairly, responsibly and transparently. This is achieved through the implementation of affordable, competitive and equitable reward practices that promote the achievement of strategic objectives and positive outcomes in the short, medium and long term.

The Committee is responsible for performing all necessary functions to fulfil its stated role, including the following tasks:

- Ensure that the remuneration policy is presented for a non-binding advisory vote at the Annual General Meeting of shareholders every year.
- Ensure that the Remuneration Policy promotes the achievement of strategic objectives and encourages individual and team performance.
- Approve proposals on new short and long-term incentive schemes and, where appropriate, make recommendations to the Board for approval by shareholders.
- Ensure the retention of key personnel through benchmarking Executive remuneration against industry norms and taking individual

and Group performance targets into account in determining Executive remuneration.

- Review the outcomes of the implementation of the remuneration policy to determine whether the set objectives are being achieved.
- Ensure that the mix of fixed and variable pay, including cash, shares, and other elements, meets the Company's needs and strategic objectives.
- Verify the accuracy of recorded performance measures that govern the vesting of incentives.
- Ensure that all benefits, including other financial arrangements, are justified and correctly valued.
- Consider the results of the performance evaluation of the Executive Directors, both as Directors and Executives, and the Executive Committee in determining remuneration.
- Select an appropriate peer group when comparing remuneration levels.
- Regularly review incentive schemes to ensure they contribute to shareholder value and are administered according to the rules.
- Advise on the remuneration of Non-Executive Directors.
- Prepare an annual Remuneration Report for inclusion in the Group's Integrated Report. This report includes a background statement, the overall Remuneration Policy, and the Implementation Report, which forms part of the Integrated Report.

### COMMITTEE COMPOSITION

The Committee comprises three Non-Executive Directors as members.

Attendees at Committee meetings include the Group Chief Executive Officer, the Group Chief Financial Officer, the Chief Legal Officer, the HR Executive, the Company Secretary and other persons with specific skills and expertise to assist the Committee in discharging its functions.

The Committee's Chairperson is selected from among its members by the Board and must be an independent Non-Executive Director; the Chairperson of the Board is ineligible to serve in this role. However, the Chairperson of the Board will preside over the Committee when it addresses nomination matters.

#### Members:

- Christopher Crowe (Chairperson and Non-Executive Director)
- Johan Nel (Member and Non-Executive Director)
- Marichen Mortimer (Member and Non-Executive Director)

Upon assessment of the Committee's composition, it was determined that, given the Company's size, a single committee overseeing both remuneration and nomination functions would be maintained. However, the agenda is structured into distinct sections for remuneration matters and nomination management to ensure comprehensive coverage.

For detailed information on the qualifications and expertise of the Directors, please refer to page 60.

## MEETINGS

The Committee holds quarterly meetings. The Committee Chairperson provides updates on significant matters discussed at each Board meeting.

All directors have the right to attend Committee meetings. Furthermore, the Committee Chairperson attends the Company's annual general meeting, ready to address any queries from shareholders concerning the Committee's activities.

The number of meetings held during the period under review and the attendance at those meetings can be found on [page 66](#).

## KEY ACTIVITIES DURING THE PERIOD

- The Committee oversaw the selection and appointment of Douglas Ramaphosa as Non-Executive Director.
- The Committee has reviewed the succession plans for the Group Executive. Succession planning has been implemented across the business for all management levels.
- The Committee appointed external remuneration advisers to benchmark the annual salaries of the Executive Committee of 4Sight against the ICT industry practices.
- The Committee approved the basis for annual salary increases during the period under review. Overall remuneration increases across the businesses were considered by the Committee and merit-based increases and inflation-based adjustments agreed upon.
- The Committee conducted a review of the fees paid to Non-Executive Directors and the approved remuneration structure. The Committee

approved the short-term incentive payments payable to the Executive Committee based on individual and Company performance during the period under review.

- Salary pay scales have been updated and approved for the new year;
- The Committee maintained its review of talent retention and key personnel flight risks.

## FOCUS AREAS

- Motivate and retain leadership and talent at 4Sight by continuously monitoring the implementation of policies, maintaining a fair and responsible pay framework, and supporting the Company through anticipated corporate

and leadership changes, aligning with the goal of driving a performance culture that creates long-term value for shareholders.

- Continue with focus on succession planning for the Executive Directors and the Executive Committee and ensure that succession plans are in place for other businesses in the Group.
- Agree on the principles of bonus payments throughout the Group, ensuring that bonus payments are linked to performance.
- Undertake an annual assessment of the effectiveness of the Committee and to report the findings to the Board.





## APPROVAL

The Committee is satisfied with the progress it has made in the period under review and looks forward to contributing to the Group's success in 2024/25. The Committee and the Board approved this report on 26 June 2024. The Committee and the Board are satisfied that there were no material deviations from the Remuneration Policy during the period under review.

On behalf of the Remuneration and Nominations Committee



Christopher Crowe

*Remuneration and Nominations Committee Chairperson*  
26 June 2024

## SECTION 24 | REMUNERATION REPORT

In accordance with sections 66(8) and 66(9) of the Companies Act and the principles of King IV, the Remuneration and Nominations Committee presents its report for the period ended 29 February 2024. This includes the Remuneration Policy on which the shareholders will be requested to cast a non-binding advisory vote at the Company's Annual General Meeting.

### THIS REMUNERATION REPORT COMPRISES OF THREE SECTIONS:

- Background statement;
- Overview of the Remuneration Policy for the period under review and the amendments that are proposed for the 2025 financial year; and
- Remuneration implementation report showing actual remuneration paid based on the Remuneration Policy.

At the Annual General Meeting to be held on Tuesday, 20 August 2024, shareholders will be asked to vote on the Remuneration Policy and the remuneration implementation report. These votes enable shareholders to express their satisfaction or otherwise on the Remuneration Policy and the Remuneration Policy implementation report. If 25% or more votes are cast against a resolution, the Board undertakes to engage actively with such dissenting shareholders to address all legitimate and reasonable objections and concerns.

Notwithstanding the voting process, any shareholder who wishes to discuss the subject of remuneration is welcome to engage executive management at any time, in the interests of continuous improvement of the Remuneration Policy.

At the Annual General Meeting held on Friday, 23 June 2023, the non-binding advisory vote on the Company's Remuneration Policy received a 99.98% vote in support of the policy and the non-binding advisory vote on the Company's remuneration implementation report received a 99.98% vote in support of the policy.

### BACKGROUND STATEMENT

The Group aims to attract, retain and motivate skilled and performing employees to execute the Group's strategy. The remuneration philosophy and framework are predominantly guided by the business strategy. During the reporting period, the remuneration policy and framework were enhanced in line with King IV in a conscious effort to give effect to the principles of fair, responsible and transparent remuneration.

Employee remuneration, particularly fixed guaranteed remuneration, is a significant component of the Group's total operating cost. Remuneration is structured to be competitive and relevant in the sectors in which the Group operates.

The Committee operates under a formal Terms of Reference that are reviewed and approved by the Board annually and include the provisions of the Companies Act and the requirements of King IV. It is the responsibility of the Committee to ensure the alignment of remuneration with the interests of shareholders. To this end, the

Committee is responsible for determining the remuneration; and incentive arrangements of Executive Directors and the Executive Management. In addition, the Committee is responsible for ensuring that remuneration levels are competitive enough to attract, retain and motivate executives and other key personnel.

The Committee also assists in the assessment of Executive Directors' performance in discharging their functions and responsibilities. The Committee oversees the implementation of a Remuneration Policy at all levels in the Company. It is the responsibility of the Committee to ensure that the Remuneration Policy and its implementation are put to a non-binding advisory vote at the Annual General Meeting of shareholders once every year.

The attendance of meetings and composition of the Committee is set out in the Corporate Governance Report on pages 65 to 66. The Chairperson of the Committee attends the Annual General Meeting and is available to address any queries, if necessary, from shareholders.



## REMUNERATION POLICY

To align with our commitment to fair and responsible remuneration and governance objectives, the Committee has conducted a review of the Remuneration Policy and practices. We are satisfied that they remain relevant and that remuneration practices are in alignment with the policy objectives.

The Remuneration Policy aims to support the Group's strategy of creating value for stakeholders both in the short-term and in the long-term through the implementation of a high-performance culture. Remuneration is aimed at attracting, retaining and motivating the correct calibre of individuals with consistently high levels of performance. To this end the Group:

- Aims to maintain competitive salary levels with reference to the comparable market mean and facilitates exceptions dependent on particular qualifications, experience required and economic as well as operational circumstances that may arise from time to time;

- Enables remuneration decisions that support its growth strategy;
- Sanctions the continual development of internal talent that reinforces roles and general accountability in line with its growth strategy;
- Rewards individuals that make the Group more competitive and are important business partners to our customers; and
- Does not indulge in remuneration practices that facilitate the avoidance of applicable laws and regulations of the country.

In the opinion of the Committee the remuneration of the Board and Executive Directors is fair and market related. The Committee acknowledges the importance of motivating individual and team performance and therefore applies its remuneration philosophy equitably, fairly and consistently in relation to job responsibilities, the markets in which the Group operates and individual performance.

During the period under review remuneration comprised a fixed and variable component. The

fixed component includes a salary, typically targeted at what comparable companies pay, while the variable component comprises a short-term incentive payment based on the Group's performance.

## NON-EXECUTIVE DIRECTORS

The remuneration of the Non-Executive Directors is set by the Committee and approved at the Annual General Meeting. All Non-Executive Directors earn an annual retainer fee and a meeting attendance fee. They are also entitled to charge an hourly fee on an ad hoc basis for attending additional meetings and additional work, if so approved by the Board beforehand. 4Sight provides neither short-term or long-term incentives nor any compensation for loss of office to Non-Executive Directors. The shareholders authorised the remuneration of Non-Executive Directors by means of a special resolution at the Annual General Meeting held on 23 June 2023.





## EXECUTIVE DIRECTORS

The remuneration packages for Executive Directors are market related. Executive Director remuneration comprises of a fixed salary, and a short-term incentive payment or a performance bonus, which are not guaranteed. Any incentives and performance bonuses and incentives are awarded based on the individual Director's performance during the period under review and subject to approval by the Committee and the Chairperson of the Board. Incentives and performance bonuses are payable to Executive Directors based on audited financial statements.

The service contracts of Executive Directors contain a notice period for termination of employment (exclusive of termination for any reasons justifying summary dismissal in law) and all the Executive Directors are subject to restraints of trade.

Remuneration and other benefits of Executive Directors are based on the following criteria:

### Salary

- The Executive Director's contribution to the Group.

### Short-Term Incentives

- The overall performance of the Group;
- The Board sets annual targets that have to be achieved by the Group before any short-term incentive provision are made for Executive Directors;
- The Group's overall performance; and
- The Executive Director's individual key performance indicators.

## EXECUTIVE COMMITTEE

The remuneration packages for the Executive Committee are market related. The Executive Committee remuneration comprises a fixed salary and a short term incentive payment which are not guaranteed. Remuneration and other benefits of the Executive Committee are based on the following criteria:

### Salary

- The Executive Committee Member's contribution to the Group and their responsible function or Cluster.

### Short-Term Incentives

- The overall performance of the Group;
- The Chief Executive Officer sets annual targets that have to be achieved by the Group and the Cluster before any short term incentive provision is made for the Executive Committee Member;
- The Executive Committee Member's individual key performance indicators.

## EMPLOYEES

Except for sales staff, employee remuneration comprises a fixed salary and for Management Committee a performance bonus which is not guaranteed. The remuneration of sales staff is mainly commission-based with only a small percentage of salary being fixed. Increases are considered annually. When increases are considered the Executive Committee of the Group submits the information relating to performance evaluations for each employee to the Group Chief Executive Officer, Group Chief Financial Officer and Chief People Officer for review and consideration in terms of the remuneration policy.

## IMPLEMENTATION REPORT

The remuneration implementation report with Executive Directors' remuneration as well as Non-Executive Directors' fees for the period under consideration is disclosed in note 23 of the Financial Statements.

The Group had no prescribed officers for the period under review. Prescribed officers are persons, not being directors, who either alone or with others exercise executive control and management over the whole or a significant portion of the business of the Company.



# CHAPTER 8 | CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

## SECTION 25 | AUDIT AND RISK COMMITTEE REPORT

The Audit and Risk Committee is pleased to submit its report for the period ended 29 February 2024.

### TERMS OF REFERENCE

The Committee operates under formal Terms of Reference, which are reviewed and approved annually by the Board. During the reporting period, these Terms of Reference were reviewed and updated to ensure alignment with evolving corporate governance best practices. The Committee has conducted its activities in full compliance with its Terms of Reference, fulfilling all designated responsibilities.

As an independent statutory committee, the Committee's duties are delegated by the Board of 4Sight. Operating within the Company's established delegation of authority framework, the Committee plays a pivotal role in upholding the integrity of the Group's financial reporting and governance processes.

The Committee provides independent oversight of the internal financial controls and the broader internal control environment. This oversight is crucial in supporting the Board's mandate to ensure the integrity and accuracy of financial statements and related external disclosures. Furthermore, the Committee supervises the effectiveness of both the external and internal assurance functions, ensuring they contribute to the credibility and reliability of the Group's financial and integrated reporting.

The Committee follows an annual work plan that delineates its activities and ensures the fulfilment of its responsibilities to the Board and shareholders. This structured approach enables the Committee

to systematically address all aspects of its mandate, reinforcing the Group's governance framework and promoting transparency and accountability across the 4Sight Group.

### ROLE AND RESPONSIBILITIES

The Committee's role and responsibilities include its statutory obligations as outlined in the Companies Act No. 71 of 2008 ("**Companies Act**"), King IV Code on Corporate Governance for South Africa 2016, and additional responsibilities delegated by the Board.

In the conduct of its duties, the Committee has performed the following statutory duties:

- Reviewed and recommended for approval the Financial Statements for the Fourteen months period ended 29 February 2024 ("**Financial Statements**");
- Considered and satisfied itself with the appropriateness of the expertise and experience of the Group Chief Financial Officer;
- Confirmed the going concern basis of preparation of the Financial Statements;
- Assessed the effectiveness of internal financial controls and systems and formed the opinion that there were no material breakdowns in internal control;
- Confirmed that the Company has, with consideration to all entities included in the consolidated Group IFRS Financial Statements, established appropriate

financial reporting procedures and that those procedures are operating to ensure that it has access to all the information of 4Sight to effectively prepare and report on the Financial Statements;

- Nominated, for reappointment as external auditor of the Company, Nexia SAB&T, a registered auditor which, in the opinion of the Committee, is independent of the Company;
- Determined the fees to be paid to the External Auditor and its terms of engagement;
- Ensured that the appointment of the External Auditor complies with the Companies Act, and any other legislation and regulations relating to the appointment of auditors;
- Determined the nature and extent of those non-audit services that the external auditor may, from time to time, provide to the Company;
- Pre-approved any proposed agreement with the External Auditor for the provision of non-audit services to the Company;
- Considered whether there were any concerns or complaints, whether from within or outside the Company, relating to the accounting practices of the Company, the content or auditing of the Company's Financial Statements, the internal financial controls of the Company or any related matter; and
- Fulfilled all statutory obligations mandated by section 94 of the Companies Act;

- Made submissions to the Board on matters concerning the Company's accounting policies, financial controls, records and reporting. Monitoring financial reporting processes.

## EXTERNAL AUDITOR

The Committee is satisfied that the Company's External Auditor, Nexia SAB&T, is independent of the Company and is therefore able to conduct its audit functions without any influence from the Company.

Nexia SAB&T has confirmed its compliance with the ethical requirements regarding independence and is considered independent with respect to the Group as required by the codes endorsed and administered by the Independent Regulatory Board for Auditors (IRBA), the South African Institute of Chartered Accountants and the International Federation of Accountants. As required by section 3.84(g)(ii) of the JSE Listings Requirements, the Committee obtained the necessary information and satisfied itself that the External Auditor and audit partner for the period under review, Mr. Johandre Engelbrecht, have the necessary experience, accreditation and are suitable.

The Committee has ensured the independence of Nexia SAB&T, the External Auditor, from the Company during the review period, as mandated by sections 90(2)(c) and 94(8) of the Companies Act. This assessment includes compliance with criteria on independence and conflicts of interest outlined by the Independent Regulatory Board for Auditors.

In collaboration with 4Sight's executive management, the Committee approved the engagement letter, terms, audit plan, and proposed audit fees for the period ending 29 February 2024. A formal policy and procedure, including an authority matrix, governs the selection process for non-audit services

by the External Auditor. The Committee has endorsed the terms for non-audit services and the scope of services provided.

Furthermore, Nexia SAB&T has been nominated for re-appointment as the External Auditor of 4Sight at the forthcoming Annual General Meeting on 20 August 2024, covering the period ending 28 February 2025. The Committee conducted an auditor suitability assessment in line with the JSE Listing Requirements.

## FINANCIAL STATEMENTS AND GOING CONCERN

The Committee has reviewed the Financial Statements of the Company, and is satisfied that they comply with IFRS Accounting Standards as issued by the International Accounting Standards Board and the Companies Act, and that the accounting policies used are appropriate.

The Committee has reviewed a documented assessment by management of the going concern premise of the Company. Based on the facts and circumstances known, management and the Committee determined that there is not a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern, and therefore the Committee recommended to the Board that the Company will be a going concern for the foreseeable future.

## INTERNAL AUDIT

The Group does not have an internal audit function. The Committee nevertheless undertakes an annual review on the feasibility of establishing an internal audit function. In undertaking the review, the Committee considers:

- The operational necessity of having an internal audit function that can operate and report independently to the Committee;
- The possible risk that the Company may incur by not having an internal audit function, considering all compensating controls that management has put in place;
- The findings contained in the management report prepared by the external auditor during their financial audit; and
- The cost of having an internal audit function that can report independently to the Committee.

In the absence of an internal audit function, the Committee may, from time to time, require management to review and report on key operational controls. These reviews can be performed either by internal staff that will report their findings independently to the Committee or by external consultants.



## EXPERTISE AND EXPERIENCE OF THE GROUP CHIEF FINANCIAL OFFICER AND FINANCE FUNCTION

The Committee has considered and satisfied itself with the appropriateness of the expertise and experience of the Group Chief Financial Officer, Mr. Eric van der Merwe, whose curriculum vitae appears on page 59 of the Integrated Report.

The Committee has furthermore considered and satisfied itself with the appropriateness of the expertise and adequacy of resources of the Company's finance function, and the experience of the senior members of management responsible for the financial function.

## RISK MANAGEMENT

The Committee oversees various risks, including financial reporting, fraud, cyber, enterprise, privacy, information, legal, compliance risks, and organisational resilience. It has ensured that the level of unmitigated risks aligns with the Group's risk appetite, with adequate assurance for risk management and control environment, both internally and externally.

Regarding risk governance, the Committee has:

- Provided the Board with feedback on significant and emerging risks, as well as changes to the Group's risk profile;
- Received quarterly updates in terms of changes in risk ratings;
- Reviewed legal matters with potential material impacts on the Group;
- Continuously monitored the regulatory landscape to stay

updated on matters affecting the Group's regulatory environment;

- Identified and monitored key compliance risks across the Group.

## ASSURANCE

The Committee evaluates the Group's risks and the assurance model, assessing how risks are mitigated and managed within the Group's lines of defence. It oversees the Group's integrated assurance model, which was implemented within the Group during the review period.

## COMPLIANCE

The Committee is responsible for reviewing any major breach of relevant legal and regulatory requirements. The Committee is satisfied that there has been no material non-compliance with laws and regulations during the period under review. The Committee is also satisfied that it has complied with all its legal, regulatory and other responsibilities during the period under review.

## COMMITTEE COMPOSITION

During the review period of 2024, the Committee comprised three Independent, Non-Executive Directors and convened at least four times annually in accordance with its Terms of Reference. The Group's Group Chief Executive Officer, Group Chief Financial Officer, and Group Legal Officer (as relevant at the time) attended meetings at the Committee's invitation. While these individuals could engage in discussions, they did not vote on resolutions or count towards the quorum. Five formal meetings were conducted during this period, with attendance details provided on page 66.

To maintain its effectiveness, the Committee operates as a standing committee, with its composition and membership reviewed and endorsed annually by the Board, followed by formal shareholder ratification at the Annual General Meeting. Upon assessment of the Committee's composition, it was determined that, given the Company's size, a single committee overseeing both audit and risk management functions would be maintained. However, the agenda is structured into distinct sections for audit matters and risk management to ensure comprehensive coverage.

The Committee's Chairperson is selected from among its members by the Board and must be an independent Non-Executive Director; the Chairperson of the Board is ineligible to serve in this role.

### Members

- Andrew Murgatroyd (Chairperson and Non-Executive Director)
- Johan Nel (Member and Non-Executive Director)
- Dr Sidharth Sharma (Member and Non-Executive Director) \*
- Kamil Patel (Member and Non-Executive Director) ^

*\* Resigned as a member of the Committee effective 16 May 2023*

*^ Appointed as a member of the Committee effective 16 May 2023*

For detailed information on the qualifications and expertise of the Directors, please refer to page 60. The Committee is satisfied that its members have the required knowledge and experience as set out in section 94(5) of the Companies Act and Regulation 42 of the Companies Regulation, 2011.

## MEETINGS

The Committee holds quarterly meetings to assess interim and year-end results, with at least two additional meetings dedicated to addressing risk and compliance issues. The Committee Chairperson provides updates on significant matters discussed at each Board meeting.

All directors have the right to attend Committee meetings. Furthermore, the Committee Chairperson attends the Company's annual general meeting, ready to address any queries from shareholders concerning the Committee's activities.

## APPROVAL OF FINANCIAL STATEMENTS

The Committee has reviewed the Financial Statements of 4Sight, based on the information provided to the Committee, considers that 4Sight complies, in all material aspects, with the requirements of the Companies Act and IFRS Accounting Standards as issued by the International Accounting Standards Board. The Committee has recommended the Financial Statements for the period ended 29 February 2024 to the Board for approval. The Board has subsequently approved the Financial Statements which will be open for discussion at the forthcoming Annual General Meeting.

### On behalf of the Audit and Risk Committee



Andrew Murgatroyd  
*Audit and Risk Committee Chairperson*  
26 June 2024

## SECTION 26 | DIRECTORS' RESPONSIBILITY STATEMENT

The Directors are responsible for the preparation and fair presentation of the Financial Statements for the fourteen months period ended 29 February 2024 ("**Financial Statements**") of 4Sight, comprising of the statement of financial position on 29 February 2024, and the statement of profit or loss and other comprehensive income, changes in equity and cash flows for the period ended, and the notes to the Financial Statements which include a summary of material accounting policies and other explanatory notes in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and Interpretations as issued by the IFRS Interpretations Committee (IFRIC), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee (APC), Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council (FRSC), the JSE Listings Requirements and the requirements of the Companies Act, and the Directors' Report. Any changes to accounting policies have been approved by the Board and the effects thereof have been explained in the Financial

Statements. The Company also subscribes in all its activities to principles of best practice and corporate governance, as set out in the King IV Report on Corporate Governance for South Africa 2016. The Directors are also responsible for such internal control as the Directors determine is necessary by the Company's policy of business conduct, which covers ethical behaviour, compliance with legislation and enables the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and for maintaining adequate accounting records and an effective system of risk management as well as the preparation of the supplementary schedules included in the Financial Statements.

The Directors reviewed the budgets and cash flow forecasts of the Company and its subsidiaries for the period ended 28 February 2025. On the basis of this review and in light of the current financial position and existing borrowing facilities, the Directors have made an assessment of the ability of the Company and its subsidiaries to continue as going concerns and have no reason to believe that the businesses will not be going

concerns in the period ahead and have accordingly adopted the going concern basis in preparing the Financial Statements.

The Directors have made an assessment of the ability of the Company and its subsidiaries to continue as going concerns and believe that the Group and its subsidiaries have adequate resources to continue in operation for the foreseeable future, and accordingly, these Financial Statements have been prepared on a going concern basis.

The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and for maintaining adequate accounting records and an effective system of risk management as well as the preparation of the supplementary schedules included in these Financial Statements.

The Directors are responsible for the controls over, and the security of, the website and where applicable, for establishing and controlling the process for electronically distributing Financial Statements and other financial information to shareholders and to the Companies and Intellectual Property Commission.

Where we are not satisfied, we have disclosed to the Audit and Risk Committee and the auditor the deficiencies in the design and operational effectiveness of the internal financial controls and any fraud that involves Directors and have taken the necessary remedial action.

The independent auditor, Nexia SAB&T, is responsible for reporting on whether the Financial Statements set out on pages 94 to 134 are fairly presented in accordance with the applicable financial reporting framework.

### APPROVAL OF FINANCIAL STATEMENTS

The Financial Statements of 4Sight, as set out on pages 94 to 134 were compiled under the supervision of Eric van der Merwe, the Group Chief Financial Officer, and approved by the Board on 26 June 2024 and signed on its behalf by:



**Tertius Zitzke**  
Group Chief Executive Officer  
26 June 2024



**Eric van der Merwe**  
Group Chief Financial Officer  
26 June 2024



## SECTION 27 | GROUP CHIEF EXECUTIVE OFFICER AND GROUP CHIEF FINANCIAL OFFICER'S RESPONSIBILITY STATEMENT

Each of the directors, whose names are stated below, hereby confirm that:

- a. The financial statements set out on pages 94 to 134, and published on the Company's website at [www.4sight.cloud](http://www.4sight.cloud), fairly present in all material respects the financial position, financial performance and cash flows of the issuer in terms of IFRS Accounting Standards as issued by the International Accounting Standards Board;
- b. The best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the financial statements false or misleading;
- c. Internal financial controls have been put in place to ensure that material information relating to the issuer and its consolidated subsidiaries have been provided to effectively prepare the financial statements of the issuer;
- d. The internal financial controls are adequate and effective and can be relied upon in compiling the financial statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;
- e. Where we are not satisfied, we have disclosed to the Audit and Risk Committee and the auditors, any deficiencies in the design and operational effectiveness of the internal financial controls, and have taken steps to remedy the deficiencies; and
- f. We are not aware of any fraud involving directors.



**Tertius Zitzke**  
*Group Chief Executive Officer*  
26 June 2024



**Eric van der Merwe**  
*Group Chief Financial Officer*  
26 June 2024

## SECTION 28 | DIRECTORS' REPORT

The Directors are pleased to submit their report on the financial statements for the fourteen months period ended 29 February 2024 ("Financial Statements") of 4Sight.

### NATURE OF BUSINESS

The Company is a South African incorporated public company listed on the Alternative Exchange of the Johannesburg Stock Exchange Limited ("JSE"). The Company's registration number is 2022/852017/06.

4Sight, a global pioneer in diversified technology, has effectively actualised its strategic vision of Enterprise Digital Transformation, with a focus on achieving Enterprise 5.0. This has been accomplished by seamlessly merging Operational Technologies (OT) and Information Technology (IT) with the Business Environment (BE). The aim is to harness the power of AI to enhance productivity and transform the way of work across various industries and sectors. Through its robust Channel Partner (CP) network, 4Sight has expanded its influence in Africa and the Middle East, providing state-of-the-art technological services and solutions to over 900 partners. The four distinct clusters within 4Sight have focused on catering to the unique requirements of their respective industries and cross collaboration to the benefit of its partners and customers to deliver complete end-to-end solutions. They have achieved this by developing innovative IP solutions, either enhancing existing OEM solutions or supporting the creation of new ones, all while leveraging their profound domain expertise. This approach has fuelled and sustained remarkable growth throughout the organisation.

Moving forward, 4Sight will continue to build out its strategy, with a particular emphasis on leveraging AI to strengthen its offerings. This strategic direction underscores 4Sight's commitment to remaining at the forefront of

technological innovation, ensuring that it continues to deliver cutting-edge solutions that meet the evolving needs of its partners, customers, and the industries it serves.

### FINANCIAL RESULTS

The Financial Statements have been prepared in accordance with all applicable International Financial Reporting Standards as issued by the International Accounting Standards Board (IASB) and interpretations as issued by the IFRS Interpretations Committee (IFRIC), the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council (FRSC), the Listings Requirements of the JSE and the Companies Act and are based upon appropriate accounting policies and supported by reasonable and prudent judgements and estimates. The accounting policies have been applied consistently compared to the prior period.

Particulars of the Group's attributable earnings and earnings per share for the period ended 29 February 2024 are given in the profit or loss and other comprehensive income, whilst particulars of the Group's headline earnings per share for the period ended 29 February 2024 are given in note 19 of the Financial Statements.

The Group recorded a profit before tax for the period ended 29 February 2024 of R 43.7 million (2022: R 23.1 million).

Full details of the financial position, results of operations, cash flows and results of the Group are set out in these Financial Statements. The

Group confirms that it has adopted earnings per share and headline earnings per share as a measure for its trading statements.

### DIVIDENDS

On 14 August 2023, the Board declared an interim ordinary gross cash dividend of 2.5 cents per ordinary share payable from income in respect of prior periods and the six months ended 30 June 2023 (the "Interim Dividend"). The Interim Dividend was paid on 18 September 2023.

At the 4Sight Board meeting held on 23 May 2024, the Board declared a final ordinary gross cash dividend of 2.5 cents per ordinary share payable from income in respect of the eight months ended 29 February 2024 (the "Final Dividend"). When taken together with the Interim Dividend, this equates to a total distribution of 5.0 cents per ordinary share for the fourteen months period ended 29 February 2024.

### SUBSIDIARIES, ASSOCIATE COMPANIES AND OTHER INVESTMENTS

Particulars of the principal subsidiaries, associate companies and other investments of the Group are provided in note A2 of the Financial Statements.

## SHARE CAPITAL

The authorised share capital of the Company is 1 500 000 000 ordinary shares of no par value. The issued share capital of the Company as at 29 February 2024 is 534 334 631 ordinary shares of no par value. There are 825 000 treasury shares in issue. For full details on the share capital of the Company, refer to note 9.

## EVENTS AFTER REPORTING PERIOD

The Board declared a final dividend of 2.5 cents per share on 24 May 2024.

The Directors are not aware of any other events after the reporting period that will have an impact on the financial position, performance or cash flows of the Group.

## BOARD AND COMMITTEE CHANGES DURING THE PERIOD

During the 2024 period, our Board continued to provide valuable input to the Group in realising its strategic goals. The Directors of the Company for the period ended 29 February 2024 and up to the date of this report were:

Directors	Office	Designation	Nationality	Changes
<b>Tertius Zitzke</b>	Group Chief Executive Officer	Executive Director	South African	
<b>Eric van der Merwe</b>	Group Chief Financial Officer	Executive Director	South African	
<b>Kamil Patel</b>	Chairperson	Non-Executive Director	Mauritian	
<b>Dr Sidharth Sharma</b>		Non-Executive Director	Mauritian	Resigned 16 May 2023
<b>Andrew Murgatroyd</b>		Non-Executive Director	South African	
<b>Christopher Crowe</b>		Non-Executive Director	Australian	
<b>Marichen Mortimer</b>		Non-Executive Director	South African	
<b>Johan Nel</b>		Non-Executive Director	South African	
<b>Douglas Ramaphosa</b>		Non-Executive Director	South African	Appointed on 1 August 2023

Following the completion of the redomicile, Dr Sidharth Sharma, who was an independent Non-Executive Director of the Company and a member of the Audit and Risk Committee, tendered his resignation as a director of the Company on 16 May 2023. Mr. Kamil Patel was appointed a member of the Audit and Risk Committee with effect from 16 May 2023. Mr. Douglas Ramaphosa was appointed to the Board of the Company as an independent Non-Executive Director with effect from 1 August 2023.

## RE-ELECTION AND ELECTION OF DIRECTORS AT THE COMPANY'S ANNUAL GENERAL MEETING

In accordance with clause 39.3 and 39.10 of the Company's Memorandum of Incorporation, the following Directors will be elected and re-elected respectively at 4Sight's Annual General Meeting to be held on 20 August 2024:

### Election

- Mr. Douglas Ramaphosa (Non-Executive Director)

### Re-election

- Mr. Christopher Crowe (Non-Executive Director)
- Mrs. Marichen Mortimer (Non-Executive Director)

All the retiring Directors are eligible and available for re-election. Their profiles appear in the Integrated Report on page 60.



## COMPANY SECRETARY

Mr. Ian Cronje was appointed by the Board as the Group Company Secretary, effective from 23 October 2023.

The Board is satisfied that Mr. Cronje maintains an arm's length and independent relationship with the Board and is not a Director of 4Sight, as required in terms of Paragraphs 3.84(h) of the JSE Listings Requirements. In evaluating the Company Secretary, the Board has considered the prescribed duties and responsibilities of the Company Secretary which are set out in the Companies Act, JSE Listings Requirements and governance requirements as set out in King IV.

## SEGMENT REPORTING

Segment information is included in note 27 of the Financial Statements.

## DIRECTORS' INTERESTS

As at 29 February 2024, the Directors of the Company held direct and indirect interests (through an associate as defined in the JSE Listings Requirements) in the Group. As at 29 February 2024, the Directors held 206 744 220 of the Company's issued ordinary shares on a cumulative basis (2022: 209 798 831). Details of shares held per individual Director are listed below:

DIRECTORS	Direct Beneficial February 2024	Indirect Beneficial February 2024	Direct Beneficial December 2022	Indirect Beneficial December 2022	Detail of indirect beneficial shareholding
<b>Tertius Zitzke</b>	43 474 569	151 660 480	43 474 569	155 852 761	Shares held by the spouse of the Director.
<b>Eric van der Merwe</b>	1 137 670	-	-	-	
<b>Johan Nel</b>	-	10 000 000	-	10 000 000	Shares held through the JMT Beleggingstrust where the Director is a beneficiary.
<b>Andrew Murgatroyd</b>	332 613	-	332 613	-	
<b>Marichen Mortimer</b>	138 888	-	138 888	-	
<b>Total</b>	<b>45 083 740</b>	<b>161 660 480</b>	<b>43 946 070</b>	<b>165 852 761</b>	

### Interests in shares

The Board has evaluated the independence of each Board member, whether they are Executive, Non-Executive, or Independent Non-Executive. The Board recognises that each member must act independently and in the best interest of the Company. The Board believes its members possess the necessary knowledge, skills, experience, diversity, and independence to effectively fulfill their governance roles and responsibilities.

Additionally, the Board believes that the designation of Independent Non-Executive Directors as independent is appropriate, based on the indicators outlined in King IV and other relevant factors, emphasising a substance-over-form approach.

Shareholders may request a copy of the register of directors' and others' interests in the Company's shares by writing to the Company. There were no changes in the beneficial interests of the directors between the end of the reporting period and 29 February 2024.

### EXTERNAL AUDITOR

Nexia SAB&T will continue in office as the auditor in accordance with section 90 of the Companies Act. The Audit and Risk Committee reviewed the independence of the auditor during the period under review and satisfied itself that the auditors were independent of the Group.

Shareholders can obtain a copy of the auditor's appointment terms and remuneration by contacting the Company Secretary.

### STATEMENT OF DISCLOSURE TO THE EXTERNAL AUDITOR

With respect to each person who is a Director on the day that this report is approved:

- There is, so far as the person is aware, no relevant audit information of which the Company's external auditor is unaware; and
- The person has taken all the steps that he ought to have taken as a Director to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

## SPECIAL RESOLUTIONS

On 23 June 2023, shareholders approved the following special resolutions at the Annual General Meeting:

- Approving the Non-Executive Directors' Emoluments.
- Approving the General Authority to Repurchase Shares.
- Approving the General Authority to provide Financial Assistance to Related and Interrelated Companies.

## CORPORATE GOVERNANCE

The Board endorses the contents of the King IV Report on Corporate Governance in South Africa and has satisfied itself that 4Sight has complied in all material aspects with the King IV and with the JSE Listings Requirements throughout the period. 4Sight's application of the King IV Principles is contained in the Corporate Governance Report which appears in the Integrated Report for the period ended 29 February 2024.

## LITIGATION STATEMENT

One of the Group's subsidiaries is currently involved in arbitration proceedings in respect of a now-terminated agreement concluded during the 2021/2022 financial periods with a single third-party customer. As the matter currently stands, based on external legal counsel, it is not possible to predict the outcome of these proceedings. While the possibility of liability against the Group exists, the extent of such liability (if any), without conjecture, cannot reliably be determined and is therefore considered uncertain and/or contingent, due to ongoing processes related to the proceedings which have not been completed.

Notwithstanding the aforementioned, management has no reason to believe that the disposition of these matters will have a materially adverse effect on the financial position of the Group.

## REGULATORY MATTERS

There are no material regulatory matters in the Group.

## GOING CONCERN

Based on their assessment, the Directors are confident that the Group has sufficient financial resources to continue operating in the foreseeable future. Therefore, the Financial Statements have been prepared on a going-concern basis. The Directors have ensured the Group's financial stability and secured adequate borrowing facilities to meet its expected cash needs. The Directors are not aware of any significant changes that may adversely affect the Group, nor any material non-compliance with statutory or regulatory requirements, or any impending legislative changes that could impact the Group.



## APPROVAL OF FINANCIAL STATEMENTS

The Financial Statements of 4Sight, as set out on pages 94 to 134 were approved by the Board on 26 June 2024 and signed on its behalf by:



Tertius Zitzke  
*Group Chief Executive Officer*  
26 June 2024



Kamil Patel  
*Chairperson*  
26 June 2024

## SECTION 29 | COMPANY SECRETARY'S CERTIFICATE

In terms of section 88(2)(e) of the Companies Act, No. 71 of 2008, I certify that, to the best of my knowledge and belief, the Company has lodged with the Companies and Intellectual Property Commission all such returns and notices that are required of a public company in terms of the Companies Act, in respect of the period under review, and that all such returns and notices are true, correct and up to date.



Ian Cronje  
*Group Company Secretary*  
26 June 2024



## SECTION 30 | INDEPENDENT AUDITOR'S REPORT

To the Shareholders of 4Sight Holdings Limited

Report on the Audit of the Consolidated and Separate Financial Statements

### OPINION

We have audited the consolidated and separate financial statements of 4Sight Holdings Limited (the Group and Company) set out on pages 94 to 134, which comprise the consolidated and separate statements of financial position as at 29 February 2024, and the consolidated and separate statements of profit or loss and other comprehensive income or loss, consolidated and separate statements of changes in equity and consolidated and separate statements of cash flows for the fourteen months period then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of 4Sight Holdings Limited as at 29 February 2024, and its consolidated and separate financial performance and consolidated and separate cash flows for the fourteen months period then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

### BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of our report. We are independent of the Group and Company in accordance with the *Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors* (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate Financial Statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

## Key Audit Matter

## How our audit addressed the key audit matter

### Valuation of goodwill, intangible assets with an indefinite useful life and investments in subsidiaries

The Group recognised goodwill and intangible assets with an indefinite useful life in the amount of R178 million (2022: R178 million) and R32 million (2022: R32 million) respectively and the Company recognised investments in subsidiaries in the amount of R293 million (2022: R274 million), as disclosed in notes 3, 4, and A2 to the consolidated and separate financial statements.

Goodwill, intangible assets with an indefinite useful life and investments in subsidiaries are tested annually by the directors for impairment or more frequently when events or changes in circumstances indicate that impairment might be likely, as identified by management, at the level of individual cash-generating units (“CGUs”).

CGUs have been identified to reflect the lowest level at which businesses are managed and monitored.

The directors performed their assessment by estimating the recoverable amount using the income approach (value in use) method for each identified cash-generating unit.

Several complex judgements and assumptions are applied in the determination of the value in use, which includes the selection of an appropriate valuation model, valuation period, revenue growth; operating margins, perpetual growth and discount rate applied to the projected cash flows.

Accordingly, the impairment test of goodwill, intangible assets with an indefinite useful life and investments in subsidiaries are considered a key audit matter due to the significant judgement and estimations involved in determining the value in use of the cash-generating unit.

We focused our testing of the impairment of goodwill, intangible assets with an indefinite useful life and investment in subsidiaries on the key judgements and assumptions made by the directors.

Our procedures included:

- Inspecting the list of CGUs to determine whether the business units have been allocated to the appropriate CGU;
- Evaluating whether the models used by the directors to calculate the value in use of the individual CGUs comply with the requirements of IAS 36 Impairment of Assets;
- Recalculation of the valuation models used by casting and recalculating management’s value in use models;
- Assessing the projected cash flows used in the models, taking into account growth rates and operating margins, to determine whether these are reasonable and supportable given the current economic climate and expected future performance of the cash-generating unit to which the goodwill, intangible assets with an indefinite useful life and investment in subsidiaries relate;
- Evaluating the inputs used by the directors in determining the discount rate against reliable independent sources;
- Recalculating a discount rate for each cash-generating unit using our independently sourced data and incorporating a further risk premium for the impact of emerging economic risks as part of our testing;
- Comparing the projected cash flows, including the assumptions relating to revenue growth rates and operating margins, against historical performance to test the reasonableness of the directors’ projections; and
- Repperforming a sensitivity analyses to determine the impact of a reasonable change in the discount rates, long-term growth rates and forecast cash flows on the headroom.

We found the methods, assumptions and data used by the directors to be appropriate based on historical performance, future outlook indicators and current prevailing circumstances.

We considered the goodwill, intangible assets with an indefinite useful life and investment in subsidiaries’ impairment assessment disclosures to be appropriate.

## Revenue

The Group generated revenue amounting to R1 098 million (2022: R696 million) as disclosed in note 13 to the consolidated financial statements, from the sale of goods and delivery of services.

The recognition and measurement of the revenue is based on complex judgements and assumptions when determining the performance obligations due to the varying terms and conditions of the underlying contractual agreements, which increases the risk associated with the recognition and measurement of revenue.

In addition, the considerations as to whether the Group is acting as the agent or the principal in sales of software licences and software as a service is dependent on whether the Group is taking control of the software licences before transferring these items to the end-customer, which is considered through application of the “control” principles as outlined in IFRS 15, Revenue from Contracts with Customers together with the indicators of control outlined in the application guidance set out in Appendix B of IFRS 15. Management applied their judgement in determining whether the Group acts as a principal or agent in these transactions (and in relation to each identified performance obligation), with reference to the principles of IFRS 15.

The assessment of performance obligations related to the recognition of revenue and whether the Group is acting as an agent or a principal is considered to be an area of most significance in our audit of the consolidated financial statements due to the significant judgement involved in the Group’s application of the principles of the IFRS 15 standard in this regard and complexity involved for the industry that the Group operates in.

Our audit work included the testing of recognition and measurement principles of revenue, through the following procedures:

- We met with management and the related operational staff in order to obtain an understanding of the end-to-end business process with regards to the material classes of revenue.
- We performed walkthrough procedures for the material classes of revenue and evaluated the design and implementation of key controls with respect to the recognition and measurement of revenue.
- We assessed the revenue recognition policy based on IFRS 15, in particular where management applied judgement, including the principal versus agent assessment, and confirmed the revenue is recognised in accordance with the Group’s revenue recognition policy.
- We selected a sample of transactions from the financial records and obtained the contractual agreements, software activation support, delivery notes and other supporting documentation to test whether the measurement and recognition of the revenue generated during the period were satisfactorily met in accordance with the requirements of IFRS 15.
- We tested a sample of revenue transactions to assess whether management’s judgement applied in determination of whether the Group is the agent or the principal, with reference to the indicators of control outlined in application guidance set out in Appendix B of IFRS 15, is reasonable.

We found the recognition and measurement principles applied for revenue to be appropriate and in accordance with the financial reporting framework.

We considered revenue disclosures to be appropriate.





## OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the document titled “4Sight Integrated Report 2024 14-Month Period Jan 2023 - Feb 2024”, which includes the Directors’ Report, the Audit and Risk Committee’s Report and the Company Secretary’s Certificate as required by the Companies Act of South Africa and the Group Chief Executive Officer and Group Chief Financial Officer Responsibility Statement as required by the JSE Limited Listing Requirements. The other information does not include the consolidated and separate financial statements and our auditor’s report thereon.

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

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

## RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

## AUDITOR’S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group’s and the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors’ use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s and the Company’s ability to continue as a going concern. If we conclude

that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and / or the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

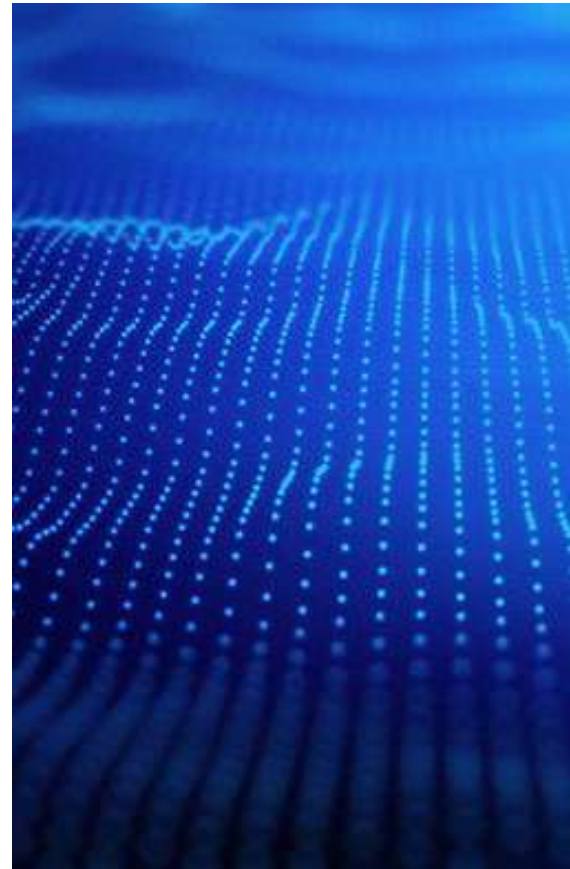
We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that Nexia SAB&T has been the auditor of 4Sight Holdings Limited Group for 7 years.



*Nexia SAB&T*

Nexia SAB&T

Johandre' Engelbrecht

Director

Registered Auditor

26 June 2024

119 Witch Hazel Avenue, Highveld Technopark,  
Centurion, South Africa

# SECTION 31 | CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 29 FEBRUARY 2024

		Group	Group
Figures in Rand thousand	Notes	February 2024	December 2022
ASSETS			
Non-Current Assets		267 011	267 918
Property, plant and equipment	2	33 253	32 165
Goodwill	3	178 200	178 200
Intangible assets	4	35 921	38 668
Deferred tax	5	19 106	18 153
Investment in associates		531	732
Current Assets		259 860	204 452
Inventories	6	3 406	10 168
Trade and other receivables	7	138 159	121 193
Other financial assets		525	250
Current tax receivable		6 921	2 591
Cash and cash equivalents	8	110 849	70 250
Total Assets		526 871	472 370
EQUITY AND LIABILITIES			
Equity			
Equity Attributable to Equity Holders of Parent			
Share capital	9	257 988	257 988
Reserves		(447)	(207)
Retained earnings		47 789	28 943
Equity attributable to the owners		305 330	286 724
Non-controlling interest	10	3 252	2 350
Total Equity		308 582	289 074
Liabilities			
Non-Current Liabilities		11 222	10 972
Other financial liabilities	11	11 222	10 972
Current Liabilities		207 067	172 324
Trade and other payables	12	206 185	148 438
Provisions		-	21 600
Other financial liabilities	11	625	1 627
Current tax payable		257	659
Total Liabilities		218 289	183 296
Total Equity and Liabilities		526 871	472 370



# SECTION 32 | CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 29 FEBRUARY 2024

Figures in Rand thousand	Notes	Group	Group
		Fourteen months period ended February 2024	Twelve months period ended December 2022
<b>Revenue</b>	<b>13</b>	<b>1 097 787</b>	<b>696 009</b>
Cost of sales	14	(652 124)	(391 896)
<b>Gross profit</b>		<b>445 663</b>	<b>304 113</b>
Other net income (expense)	15	2 437	(1 262)
Operating expenses		(409 059)	(280 775)
<b>Operating profit</b>	<b>16</b>	<b>39 041</b>	<b>22 076</b>
Investment income		5 728	1 957
Finance costs	17	(1 531)	(1 089)
Income from equity accounted investments		502	176
<b>Profit before taxation</b>		<b>43 740</b>	<b>23 120</b>
Taxation	18	(10 634)	(6 696)
<b>Profit for the period</b>		<b>33 106</b>	<b>16 424</b>
<b>Other comprehensive loss</b>			
Items that may be reclassified to profit or loss subsequently			
Exchange differences on translation of foreign operations		(240)	(183)
<b>Total other comprehensive loss for the period</b>		<b>(240)</b>	<b>(183)</b>
Owners of the parent		32 204	15 404
Non-controlling interest	10	902	1 019
<b>Profit attributable to:</b>		<b>33 106</b>	<b>16 423</b>
Owners of the parent		31 964	15 221
Non-controlling interest	10	902	1 019
<b>Total comprehensive income attributable to:</b>		<b>32 866</b>	<b>16 240</b>
<b>Earnings per share</b>			
<b>Per share information in cents</b>			
Basic and diluted earnings per share (cents)	19	6.036	2.378

## SECTION 33 | CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Figures in Rand thousand	Share Capital	Listing Expenses	Treasury Shares	Total Share Capital	Foreign Currency Translation Reserve	Total Reserves	Retained Earnings	Total attributable to equity holders of the Group	Non-controlling Interest	Total Equity
<b>Balance reported at 31 December 2021</b>	<b>281 080</b>	<b>(6 795)</b>	<b>(297)</b>	<b>273 988</b>	<b>(24)</b>	<b>(24)</b>	<b>13 539</b>	<b>287 503</b>	<b>2 831</b>	<b>290 334</b>
Profit for the period	-	-	-	-	-	-	15 404	15 404	1 019	16 423
Other comprehensive loss	-	-	-	-	(183)	(183)	-	(183)	-	(183)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(183)</b>	<b>(183)</b>	<b>15 404</b>	<b>15 221</b>	<b>1 019</b>	<b>16 240</b>
Dividends paid to NCI	-	-	-	-	-	-	-	-	(1 500)	(1 500)
Repurchase of shares	(16 000)	-	-	(16 000)	-	-	-	(16 000)	-	(16 000)
<b>Balance reported at 31 December 2022</b>	<b>265 080</b>	<b>(6 795)</b>	<b>(297)</b>	<b>257 988</b>	<b>(207)</b>	<b>(207)</b>	<b>28 943</b>	<b>286 724</b>	<b>2 350</b>	<b>289 074</b>
Profit for the period	-	-	-	-	-	-	32 204	32 204	902	33 106
Other comprehensive loss	-	-	-	-	(240)	(240)	-	(240)	-	(240)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(240)</b>	<b>(240)</b>	<b>32 204</b>	<b>31 964</b>	<b>902</b>	<b>32 866</b>
Dividends paid	-	-	-	-	-	-	(13 358)	(13 358)	-	(13 358)
<b>Balance reported at 29 February 2024</b>	<b>265 080</b>	<b>(6 795)</b>	<b>(297)</b>	<b>257 988</b>	<b>(447)</b>	<b>(447)</b>	<b>47 789</b>	<b>305 330</b>	<b>3 252</b>	<b>308 582</b>
Notes				9					10	

## SECTION 34 | CONSOLIDATED STATEMENT OF CASH FLOWS

		Group	Group
Figures in Rand thousand	Notes	Fourteen months period ended February 2024	Twelve months period ended December 2022
Cash flows from operating activities			
Cash generated from operations	20	60 988	42 564
Investment income		5 728	1 957
Finance costs		(1 531)	(1 089)
Tax paid	21	(6 541)	(6 911)
Dividend paid to non-controlling shareholders		-	(1 500)
Net cash generated from operating activities		58 644	35 021
Cash flows from investing activities			
Purchase of property, plant and equipment		(3 745)	(2 806)
Proceeds on disposal of property, plant and equipment		69	199
Purchase or development of intangible assets		-	(2 724)
Advances to other financial assets		(275)	(50)
Net cash used in investing activities		(3 951)	(5 381)
Cash flows from financing activities			
Repayments of other financial liabilities	11	(9 405)	(1 706)
Proceeds from other financial liabilities		8 653	-
Repurchase of shares		-	(16 000)
Dividend paid to shareholders		(13 358)	-
Cash flows used in financing activities		(14 110)	(17 706)
Total cash movement for the period			
		40 583	11 934
Total cash at the beginning of the period		70 250	58 472
Foreign currency translation		16	(156)
Total cash at end of the period	8	110 849	70 250



## SECTION 35 | ACCOUNTING POLICIES

### CORPORATE INFORMATION

4Sight Holdings Ltd is a Public Company incorporated and domiciled in South Africa. The consolidated and separate Financial Statements (Financial Statements) for the period ended 29 February 2024 were authorised for issue in accordance with a resolution of the directors on 26 June 2024.

Where reference is made to the Group in the accounting policies, it should be interpreted as referring to the Company where the context requires, unless otherwise noted.

### 1. MATERIAL ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these Financial Statements are set out below and were consistently applied in the previous period.

#### 1.1. Basis of preparation

The Financial Statements have been prepared on the going concern basis in accordance with, and in compliance with, all applicable IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and interpretations as issued by the IFRS Interpretations Committee (IFRS IC), the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council (FRSC), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee (APC), the Listing Requirement of the JSE Limited and the Companies Act of South Africa and are based upon appropriate accounting policies and supported by reasonable and prudent judgements and estimates. The Financial Statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below. The amounts are rounded to the nearest thousand, unless otherwise stated.

#### 1.2. Consolidation

##### Basis of consolidation

The consolidated Financial Statements present the results of the Company and its subsidiaries ("the Group") as if they formed a single entity.

Where the Company has control over an investee, it is classified as a subsidiary. The Group 'controls' an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Financial Statements of subsidiaries are included in the consolidated Financial Statements from the date on which control commences until the date on which control ceases.

Control is reassessed whenever facts and circumstances indicate that there may be a change in any of these elements of control.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the Group's interest therein and are recognised in equity.

Losses of subsidiaries attributable to non-controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for the non-controlling interest. When the Group ceases to have control, any amounts previously recognised in other comprehensive income in respect of that entity are accounted

for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

##### Consolidation procedures

Adjustments are made when necessary to the Financial Statements of subsidiaries to bring their accounting policies in line with those of the Group. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

##### Associates

An associate is an entity in which the Group holds an equity interest, over which the Group has significant influence and is neither a subsidiary nor an interest in a joint arrangement.

Significant influence is the power to participate in the financial and operating policy decisions of the associate but is not control or joint control over those policies.

The equity method of accounting for associates is adopted in the consolidated financial statements.

The consolidated financial statements include the Group's share of profit or loss and other comprehensive income of associates from the date significant influence commences until the date significant influence ceases.

Goodwill included in the carrying amount of an investment in associate is not tested for impairment annually, but rather, the entire investment is tested for impairment if there is an indication of impairment.

Dividends received from associates are deducted from the carrying value of the investment. Where the Group's share of losses of an associate exceeds the carrying amount of the associate, the associate is carried at no value. Additional losses are only recognised to the extent that the Group has an obligation or has made payments on behalf of the associate.



### 1.3. Property, plant and equipment

Item	Depreciation method	Average useful life
Buildings	Straight Line	20 to 50 years
Land	Straight Line	Unlimited
Plant and equipment	Straight Line	10 years
Furniture and fixtures	Straight Line	6 years
Motor vehicles	Straight Line	5 years
Office equipment	Straight Line	5 to 6 years
IT Equipment	Straight Line	2 to 3 years

An item of property, plant and equipment is recognised as an asset when it is probable that future economic benefits associated with the item will flow to the Group, and the cost of the item can be measured reliably. Property, plant and equipment is initially measured at cost.

Depreciation of an asset commences when the asset is available for use as intended by management. Depreciation is charged to write off the asset's carrying amount over its estimated useful life to its estimated residual value, using a method that best reflects the pattern in which the asset's economic benefits are consumed by the Group. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale or derecognised.

The residual value, useful life and depreciation method of each asset is reviewed at the end of each reporting period. If the

expectations differ from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its continued use or disposal. Any gain or loss arising from the derecognition of an item of property, plant and equipment, determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, is included in profit or loss when the item is derecognised.

Depreciation is not charged on buildings where the residual value exceeds the carrying value.

### 1.4. Goodwill

Goodwill arising from an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any. Goodwill is not amortised but is tested at least annually for impairment.

If goodwill is assessed to be impaired, that impairment is not subsequently reversed. For the purposes of impairment testing, goodwill is allocated to each of the Group's CGU (or groups of CGU) that are expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss.

On disposal of the relevant cash-generating unit, the attributable

amount of goodwill is included in the determination of the profit or loss on disposal. Goodwill arising on the acquisition of foreign entities is considered an asset of the foreign entity.

### 1.5. Intangible assets

Intangible assets are initially recognised at cost. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for as a change in accounting estimate.

Intangible assets with an indefinite useful life are not amortised. Instead, they are tested for impairment annually and whenever there is an indication that the asset may be impaired.

#### Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

#### Internally generated intangible assets

Internally generated intangible assets are recognised initially at cost, being the sum of expenditure from the date the recognition criteria for an intangible asset are met, bearing in mind the following additional criteria:

- During the research phase, no intangible asset is recognised. Expenditure on research is recognised as an expense when it is incurred.
- During the development phase, an intangible asset will be recognised only if the following can be demonstrated:
  - It is technically feasible to complete the intangible asset so that it will be available for use or sale;
  - There is an intention to complete the intangible asset and use or sell it;
  - There is an ability to use or sell the intangible asset;
  - It is possible to demonstrate how the asset will generate probable future economic benefits;
  - There are available financial, technical and other resources to complete the development of the intangible asset as well as to use or sell the intangible asset;
  - The expenditure attributable to the intangible asset during the development phase can be reliably measured.

Research or development expenditure related to an in-process research or development project acquired separately or in a business combination and recognised as an intangible asset, and is incurred after the acquisition of that project, is also accounted for in this way.

#### Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are accounted for on the same basis as intangible assets that are acquired separately.

Amortisation is provided to write down the intangible assets, on a straight-line basis, to their residual values as follows:

Item	Useful Life
Patents and trademarks	Indefinite
Computer Software	18 - 36 months

### 1.6. Financial instruments

Financial instruments comprise other financial assets, loans to Group companies, trade and other receivables (excluding prepayments, deposits and value-added taxation), cash and cash equivalents, trade and other payables (excluding value-added taxation and payroll accruals), other financial liabilities and loans from Group companies.

#### Recognition

Financial assets and liabilities are recognised in the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instruments. Financial assets are classified as current if expected to be realised or settled within 12 months from the reporting date; if not, they are classified as non-current. Financial liabilities are classified as non-current if the Group has an unconditional right to defer payment for more than 12 months from the reporting date.

#### Classification

The Group classifies financial assets on initial recognition as measured at amortised cost as the Group's business model and objective is to hold the financial asset in order to collect the contractual cash flow and the contractual terms allows for cash flows on specified dates for the payment of the principal amounts outstanding. Financial liabilities are classified and measured at amortised cost.



### Measurement on initial recognition

All financial assets and liabilities are initially measured at fair value, including transaction costs.

### Subsequent measurement

Financial assets held at amortised cost are subsequently measured at amortised cost using the effective interest method, less any impairment losses. Foreign exchange gains and losses and impairments are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss. Financial liabilities are subsequently measured at amortised cost using the effective interest method.

### Derecognition

Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognised when the obligations specified in the contracts are discharged, cancelled or expire. On the derecognition of a financial asset/liability, any difference between the carrying amount extinguished and the consideration paid is recognised in profit or loss.

### Impairment of Financial Assets not carried at fair value

The Group calculates its allowance for credit losses based on expected credit losses (ECLs) for financial assets measured at amortised cost and contract assets. ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime credit losses to be recognised from initial recognition of the receivables through utilisation of

a provisioning matrix. The method selected is dependent upon the availability of information relating to historic losses.

Forward-looking information included in the credit loss allowance assessment includes the financial impact associated with a prospective change in forecast gross domestic production, consumer price inflation and economic employment outlook, which if negatively impacted would result in a increased credit loss allowance.

The Group considers a financial asset in default when contractual payments are 90 to 150 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows, i.e. when legal steps have commenced.

### Fair value measurements for financial instruments not measured at fair value

The carrying value of financial assets and financial liabilities at amortised cost approximates their fair value, taking into account the market related interest rate charged and/or short-term nature of these instruments.

The Group applies the general approach in relation to credit loss allowance determination for other receivables. Refer to the Credit Risk Note under Risk Management Note 26 for further detail around the calculation of the credit loss allowance for financial instruments carried at amortised cost.

### Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services rendered in the ordinary course of business and are accounted for at amortised cost. Prepayments, indirect taxes and other receivables are stated at their nominal values.

### Trade and other payables

Trade payables and accrued expenses are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. They are accounted for in accordance with the accounting policy for financial liabilities as included above. Payroll accruals, leave provision and indirect taxes are stated at their nominal values.

### Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits.

## 1.7. Tax

### Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

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

### Deferred tax assets and liabilities

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of an asset or liability in a transaction which at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction at the time

of the transaction, affects neither accounting profit nor taxable profit (tax loss).

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

#### Tax expenses

Current and deferred taxes are recognised as an income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- A transaction or event which is recognised, in the same or a different period, to other comprehensive income; or
- A business combination.

Current tax and deferred taxes are charged or credited to other comprehensive income if the tax relates to items that are credited or charged, in the same or a different period, to other comprehensive income.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly in equity.

### 1.8. Inventories

Inventories are measured at the lower of cost and net realisable value on the first-in-first-out basis. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

### 1.9. Impairment of non-financial assets

#### Frequency of testing

Goodwill and intangible assets not subject to amortisation are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication of impairment. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU, or otherwise they are allocated to the smallest group of CGU for which a reasonable and consistent allocation basis can be identified.

#### Calculating impairment

When an impairment calculation is performed, the recoverable amount is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

If there is an indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased, the recoverable amounts of those assets are estimated. When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, provided that the increased carrying amount does not exceed the carrying amount that would have been determined had no previous impairment loss been recognised for the asset (or cash-generating unit). A reversal of an impairment loss is recognised immediately in profit or loss.

### 1.10. Share capital and equity

Ordinary shares are recognised at no par value and classified as 'share capital' in equity.

When share capital recognised as equity is repurchased, the amount of the consideration paid, including directly attributable costs, is recognised as a deduction from equity.

Repurchased shares held by subsidiaries are classified as treasury shares and presented as a deduction from total equity.

### 1.11. Employee benefits

#### Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

#### Long-term incentive share payments

The Group remunerates certain qualifying executives employed in the Group through the issue of shares for long-term employment. Subject to meeting certain vesting conditions over a predetermined employment period, shares are issued to qualifying executives on the vesting date. The vesting period is normally three years from the initial date of the grant provided that the participants are still in the employment of the Group. The grant date fair value of the vesting instruments is determined utilising an appropriate valuation model, with the cost associated with the incentive being expensed over the vesting period.

### 1.12. Related parties

Related parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the party in making financial and operational decisions.

Key management personnel are also regarded as related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly.

### 1.13. Translation of foreign currencies

#### Functional and presentation currency

Items included in the consolidated Financial Statements of each of the Group entities are measured using the currency of the primary economic environment in which the entity operates (functional currency).

The consolidated Financial Statements are presented in South African Rand (ZAR) which

is the Company's functional and presentation currency.

#### Foreign currency transactions

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

At the end of the reporting period:

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

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

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

When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

Cash flows arising from transactions in a foreign currency are recorded in South African Rand (ZAR) by applying to the foreign currency amount the exchange rate between the South African Rand (ZAR) and the foreign currency at the date of the cash flow.

#### Investments in foreign subsidiaries

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

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- Income and expenses for each item of profit or loss are translated at exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised to other comprehensive income and accumulated as a separate component of equity.

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

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition of that foreign operation are treated as assets and liabilities of the foreign operation.

The cash flow of a foreign subsidiary is translated at the exchange rates between the functional currency and the foreign currency at the dates of the cash flows.

### 1.14. Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined



by adjusting the profit or loss attributed to ordinary shareholders and the weighted average number of ordinary shares outstanding by the dilutive effects of the theoretical exercise of all potential ordinary shares on these two numbers respectively.

The Group discloses headline earnings per share as determined in accordance with Circular 1/2023, headline earnings, as issued by the South African Institute of Chartered Accountants, pursuant to the JSE Limited Listing Requirements. Headline earnings represent net profit for the period attributable to equity holders of the Group, excluding certain defined separately identifiable remeasurements.

### 1.15. Revenue from contracts with customers

Revenue is measured based on the transaction price which is the amount of consideration an entity expects to be entitled to in exchange for the transfer of promised goods or services to a customer, which is specified in a contract with a customer and excludes amounts collected on behalf of third parties.

The following indicators are used by the Group in determining when control has passed to the customer:

- The Group has a right to payment for the product or service;
- The customer has legal title to the product;
- The Group has transferred possession of the product to the customer;
- The customer has the significant risk and rewards of ownership of the product; and
- The customer has accepted the product.

Contracts are assessed individually to determine whether the products and services are distinct i.e. the product or service is separately identifiable from other items in the contract with the customer and

whether the customer can benefit from the goods or services either on its own or together with other resources that are readily available

The consideration is allocated between the goods and services in a contract based on management's best estimate of the standalone selling prices of the goods and services.

#### Significant judgements within revenue recognition

Contracts with customers often include promises to transfer multiple products and services to a customer, for instance goods, software and support and maintenance. Determining whether products and services are considered distinct performance obligations that should be accounted for separately versus together may require significant judgement.

When a software-based service includes both on-premises software licences and services and support, judgement is required to determine whether the software licence is considered distinct and accounted for separately, or not distinct and accounted for together with the support and maintenance and recognised over time. Certain direct tariff solution software depends on a significant level of integration, interdependency, and interrelation between the desktop applications and various other services and are accounted for together as one performance obligation.

The stand-alone selling price of an integrated product offering is considered on a transaction basis by taking into account the contractual terms of those arrangements stand-alone selling price in an integrated product offering where various distinct performance obligations exist.

#### Nature of significant revenue streams

The Group's revenue streams consist of the major products and services lines set out in the table below, which includes a description of the principal activities from which the Group generates its revenue, significant judgements applied in assessing the timing of measurement of performance obligation and the transaction price allocated to performance obligations. These product and service lines are applied across all segments.

When a contract results in payments received from customers in advance of fulfilling the performance obligation, a contract liability is recognised, similarly, when the performance obligation has been fulfilled and the customers have not been invoiced, a contract asset is recognised.

#### Agent vs Principal

For those revenue streams that involve the indirect resale of software licences, there is often considerable judgement in determining whether the Group is acting as principal or agent. The Group's assessment is based primarily on whether it controls the goods or services prior to their transfer to the customer. However, the nature of these products and services means that a purely control-based assessment does not always lead to a clear conclusion. Consequently, the Group additionally considers the other characteristics of principal set out in IFRS 15. These include whether the Group has primary responsibility for fulfilling the contractual promises made to the customer, whether the Group assumes inventory risk and whether the Group has discretion in establishing the selling price.

The Group has generally concluded that it is acting as the principal in its indirect resale of software arrangements, except for certain immaterial sales of software licenses where it is acting as an agent.

The Group evaluates the following control indicators, among others, when determining whether it is acting as a principal or agent in the transactions with customers and recording revenue on a gross, or net, basis:

- The Group is primarily responsible for fulfilling the promise to provide the specified goods or services;
- The Group has inventory risk before the specified goods or services have been transferred to a customer or after the transfer of control to the customer; and
- The Group has discretion in establishing the price for the specified goods or services.

For all indirect licence sales, the Group is considered to be acting as principal. This is because the Group's performance obligation requires it to take responsibility for agreeing licence types and quantities with the customer in advance and for fulfilling the promise to provide those licences to the customer. If orders are not placed correctly with the manufacturer, resulting in incorrect licences being rejected by the customer, the Group remains liable to pay the manufacturer. Where licences are also accompanied by the right to software assurance benefits from the software vendor to the customer, the non-critical nature of the software updates means that the customer's ability to derive benefit

from the software is not dependent on the continued involvement of the software vendor. Hence the Group is primarily responsible for fulfilling the contractual promise to provide the specified good or service to the customer, managing its delivery, and typically has responsibility for the acceptability of the specified good or service. The Group assumes inventory risk in the event of customers not accepting incorrect licences and has discretion in establishing the prices of the goods and services. The group has control over the use of the software from inception of the transaction to conclusion therefor through its ability to prevent others from directing the use of and obtaining the benefits from the asset.

### Major product lines over time

Products and services	Nature, timing of satisfaction of performance obligations and significant payment terms
Installation and implementation services	Revenue from installation and implementation services is recognised based on an output measure, being the achievement of predetermined project milestones as a measure of percentage of completion.
Professional Services	<p>Revenue from consulting service is recognised based on the input measure, such as the passage of time, or the output measure, being the achievement of predetermined project milestones as a measure of percentage of completion.</p> <p>Revenue related to consulting services comprises mostly specialised resources based on agreed upon hours and rates or amounts with the customer. Revenue from consulting services is recognised as services are provided.</p>



Major product lines at a point in time	
Products and services	Nature, timing of satisfaction of performance obligations and significant payment terms.
Software as a Service with Support and maintenance	<p>Certain software licensing programmes include on-premises licences combined with continuous Software as a Service with Support and Maintenance, over an extended period of time, which is seen as a single performance obligation.</p> <p>Revenue from Software as a Services over a period of time is recognised based on an input measure, such as the passage of time, over the contract period.</p>
Software Licences	<p>Licences for on-premises software provide the customer with a right to use the software as it exists when made available to the customer.</p> <p>Customers may purchase perpetual licences or subscribe to licences, which provide customers with the same functionality and differ mainly in the duration over which the customer benefits from the software.</p> <p>The revenue recognised from licences are based on fixed prices as per contractual terms and/or agreement with customers.</p>
Infrastructure data automation (Physical goods)	Revenue from physical goods is recognised at the point in time when ownership of the goods is transferred, and the customer takes control of the goods.

### 1.17. Investments in subsidiaries in the Company Financial Statements

In the Company Financial Statements, investments in subsidiaries are carried at cost less any accumulated impairment. The cost of an investment in a subsidiary is the aggregate of:

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

### 1.18. Significant accounting judgement and sources of estimation uncertainty

In preparing the Financial Statements, management is required to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts presented in the Financial Statements and related disclosures. The use of available information, historical experience and the application of judgement are inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the Financial Statements.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future period affected. Where relevant, the Group has provided sensitivity analysis demonstrating the impact of changes in key estimates and assumptions on reported results.

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the Financial Statements:



## Revenue

Judgement in recognition of revenue at a point in time or over time

Refer to accounting policy 1.16 Revenue contracts with customers for further disclosure related to the judgements applied in recognition of revenue.

Judgement in classification of revenue as principle vs agent

Refer to accounting policy 1.16 Revenue contracts with customers for further disclosure related to the judgement applied in the recognition of software sales where the Group acts as principle vs agent.

## Deferred taxation assets

Judgement around future financial performance

Refer to note 5 - Deferred taxation for further disclosure related to the judgements applied in recognition of deferred taxation assets stemming from tax losses.

## Impairment of goodwill and intangible assets

Estimates in determining the recoverable amount of the asset or cash generating unit

Refer to note 3 - Goodwill for further disclosure related to the estimates applied in determination of the recoverable amount of the cash generating unit.

## Impairment of trade receivables and contract assets

Estimates in calculating the expected credit loss provision on trade receivables and contract assets

Refer to note 26 - Risk Management for further disclosure related to the estimates applied in determination of the expected credit loss allowances.

## Control over associate

Judgement around control over associate in which the group has a 49% equity interest.

The group has a 49% equity interest in 4Sight Africa (Pty) Ltd and does not consolidate the financial results of 4Sight Africa (Pty) Ltd as the group does not have ability to control the operations of 4Sight Africa (Pty) Ltd. No rights, arrangements, agreements or conditions exists, contractual or otherwise, between 4Sight Africa (Pty) Ltd and the group which would provide the group with the power to exercise control over the operations of 4Sight Africa (Pty) Ltd.

## 1.19. First-time adoption of new accounting standard

### New standards adopted and effective in the current year:

Title	Impact	Effective Date
<i>Narrow scope amendments to IAS 1 Presentation of Financial Statements, Practice statement 2: Making materiality judgements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors</i>	The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies.	Annual periods beginning on or after 1 January 2023 (published February 2021)
<i>Amendments to IAS 12 Deferred Tax - deferred tax related to assets and liabilities arising from a single transaction</i>	These amendments require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences.	Annual periods beginning on or after 1 January 2023 (published May 2021)

## New standards not yet effective

Standard	Description	Annual Periods Beginning On or After
IFRS 18 <i>Presentation and Disclosure in Financial Statements</i>	<p>IFRS 18 introduces three sets of new requirements to improve companies' reporting of financial performance and give investors a better basis for analysing and comparing companies:</p> <ul style="list-style-type: none"> <li>Improved comparability in the statement of profit or loss (income statement) through the introduction of three defined categories for income and expenses—operating, investing and financing—to improve the structure of the income statement, and a requirement for all companies to provide new defined subtotals, including operating profit.</li> <li>Enhanced transparency of management-defined performance requirement for companies to disclose explanations of those company-specific measures that are related to the income statement.</li> <li>More useful grouping of information in the through guidance on how to organise information and whether to provide it in the primary financial statements or in the notes, as well as a requirement for companies to provide more transparency about operating expenses.</li> </ul> <p>This Standard replaces IAS 1 Presentation of Financial Statements. It carries forward many requirements from IAS 1 unchanged.</p>	1 January 2027
IFRS 19 <i>Subsidiaries without Public Accountability: Disclosures</i>	<ul style="list-style-type: none"> <li>IFRS 19 permits eligible subsidiaries to use IFRS Accounting Standards with reduced disclosures. Applying IFRS 19 will reduce the costs of preparing financial maintaining the usefulness of the information for users of their financial statements.</li> <li>Subsidiaries are eligible to apply IFRS 19 if they do not have public accountability and their parent company applies IFRS Accounting Standards in their consolidated financial statements. A subsidiary does not have public accountability if it does not have equities or debt listed on a stock exchange and does not hold assets in a fiduciary capacity for a broad group of outsiders.</li> </ul>	1 January 2027

The Group is in the process of assessing the impact of the new standards not yet effective.



## SECTION 36 | NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 2. PROPERTY, PLANT AND EQUIPMENT

Figures in Rand thousand	February 2024			December 2022		
	Cost	Accumulated depreciation	Carrying Value	Cost	Accumulated depreciation	Carrying Value
Land and buildings	27 270	-	27 270	27 270	-	27 270
IT equipment	8 875	(4 541)	4 334	5 735	(2 695)	3 040
Office equipment	1 593	(1 033)	560	1 566	(954)	612
Furniture and fixtures	1 502	(1 050)	452	1 478	(881)	597
Motor vehicles	1 328	(960)	368	1 328	(755)	573
Plant and equipment	426	(157)	269	188	(115)	73
<b>Total</b>	<b>40 994</b>	<b>(7 741)</b>	<b>33 253</b>	<b>37 565</b>	<b>(5 400)</b>	<b>32 165</b>

Reconciliation of property, plant and equipment - February 2024	Opening Balance	Additions	Disposals	Depreciation	Total
Land and buildings	27 270	-	-	-	27 270
IT equipment	3 040	3 305	(50)	(1 961)	4 334
Office equipment	612	178	(7)	(223)	560
Furniture and fixtures	597	27	(5)	(167)	452
Motor vehicles	573	-	-	(205)	368
Plant and equipment	73	235	-	(39)	269
<b>Total</b>	<b>32 165</b>	<b>3 745</b>	<b>(62)</b>	<b>(2 595)</b>	<b>33 253</b>

Reconciliation of property, plant and equipment - December 2022	Opening Balance	Additions	Disposals	Depreciation	Total
Land and buildings	27 270	-	-	-	27 270
IT equipment	1 765	2 258	(99)	(884)	3 040
Office equipment	567	255	(19)	(191)	612
Furniture and fixtures	770	43	(5)	(211)	597
Motor vehicles	564	250	(84)	(157)	573
Plant and equipment	72	-	-	1	73
<b>Total</b>	<b>31 008</b>	<b>2 806</b>	<b>(207)</b>	<b>(1 442)</b>	<b>32 165</b>



	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Property, plant and equipment encumbered as security</b>		
The following assets have been encumbered as security for the secured long-term borrowings. Refer to note 11:		
Buildings	27 270	27 270
Refer to details of properties below for individual buildings encumbered as security.		
Motor vehicles	-	-
The motor vehicles are secured over various instalment sales agreements.		
<b>Fair value of building as determined by Directors</b>	<b>30 210</b>	<b>30 210</b>
<b>Details of properties</b>		
<b>Portion 1 of Erf 1781 Fourways</b>		
This property is secured over a mortgage bond with First National Bank Ltd. Refer to note 11.		
- Opening balance	26 852	26 852
<b>Closing Balance</b>	<b>26 852</b>	<b>26 852</b>
<b>Portion 3 of Erf 1781 Fourways</b>		
This property is secured over a mortgage bond with First National Bank Ltd. Refer to note 11.		
- Opening balance	418	418
<b>Closing Balance</b>	<b>418</b>	<b>418</b>

The current residual value of the land and buildings exceeded the cost, hence no depreciation charge was recognised.

The Group had no outstanding contractual commitments to acquire additional items of property, plant and equipment at the end of the period under review.

Registers with details of land and buildings are available for inspection by shareholders or their duly authorised representatives at the registered office of the Company.

### 3. GOODWILL

	February 2024			December 2022		
Figures in Rand thousand	Cost	Accumulated impairment	Carrying Value	Cost	Accumulated impairment	Carrying Value
Goodwill	273 876	(95 676)	178 200	273 876	(95 676)	178 200
<b>Total</b>	<b>273 876</b>	<b>(95 676)</b>	<b>178 200</b>	<b>273 876</b>	<b>(95 676)</b>	<b>178 200</b>
<b>Reconciliation of goodwill - February 2024</b>	<b>Opening Balance</b>		<b>Total</b>			
Goodwill	178 200		178 200			
<b>Total</b>	<b>178 200</b>		<b>178 200</b>			
<b>Reconciliation of goodwill - December 2022</b>	<b>Opening Balance</b>		<b>Total</b>			
Goodwill	178 200		178 200			
<b>Total</b>	<b>178 200</b>		<b>178 200</b>			

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Reconciliation of goodwill per company</b>		
4Sight Systems (Pty) Ltd	64 600	64 600
4Sight OT Optimisation (Pty) Ltd	46 596	46 596
4Sight OT Simulation (Pty) Ltd	39 951	39 951
Dynamics Africa Services (Pty) Ltd	21 858	21 858
Foursight Namibia (Pty) Ltd	4 999	4 999
Trading activities of One Channel Cloud Services	196	196
<b>Total</b>	<b>178 200</b>	<b>178 200</b>

Goodwill acquired in a business combination is allocated, at acquisition, to the CGUs that are expected to benefit from that business combination.

## Annual impairment assessment

The recoverable amounts of the CGUs related to goodwill are determined from the higher value in use calculations or fair value less cost to sell where this information is available.

Forecast cash flows are derived from the budgets over a period of five years.

The key assumptions for the value in use calculations are those regarding the discount rates, medium-term growth rates, inflationary cost increases and long term growth rates.

Management determines discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGUs. The growth rates and inflationary cost increases are based on actual historical achievements and industry growth forecasts. The discount rates used are calculated using the Capital Asset Pricing Model, taking into account verifiable existing market conditions.

The following other key assumptions were included in the financial budgets to determine the future cash flows:

- Maintaining the budgeted levels of overheads; and
- Growth of new business and enterprise development funding through the capital raising and acquisition synergies.

A summary of the key assumptions applied for impairment assessment purposes is presented below for each significant CGU:

### Key Assumptions applied

Cash generating units – February 2024	Headroom above carrying value	Impact on Headroom from a Decrease of 1% in the long-term growth rate	Impact on Headroom from a Increase of 2.5% in the discount rate
4Sight Systems (Pty) Ltd	8.0%	5.0%	17.30%
4Sight OT Optimisation (Pty) Ltd	8.0%	4.0%	19.35%
4Sight OT Simulation (Pty) Ltd	13.0%	4.0%	19.05%
Dynamics Africa Services (Pty) Ltd	7.0%	5.0%	18.30%
Cash generating units – December 2022	Headroom above carrying value	Impact on Headroom from a Decrease of 1% in the long-term growth rate	Impact on Headroom from a Increase of 2.5% in the discount rate
4Sight Systems (Pty) Ltd	9.0%	4.0%	16.20%
4Sight OT Optimisation (Pty) Ltd	8.0%	4.0%	17.70%
4Sight OT Simulation (Pty) Ltd	8.0%	4.0%	17.70%
Dynamics Africa Services (Pty) Ltd	7.0%	4.0%	17.09%

## Sensitivity analysis

The recoverable amount of each cash-generating unit (CGU) is determined based on a value in use calculation which uses cash flow projections based on financial forecasts approved by the directors, utilising various assumptions as detailed above.

The impairment calculations were tested for sensitivity to significant changes in the key assumptions

used. Management believes that any reasonable change in the key assumptions, on which the recoverable amounts are based, would not result in the carrying amount exceeding the recoverable amounts of the CGU.

A summary of the financial impact associated with sensitivity analysis for impairment assessment

purposes is presented below for each significant CGU.

The percentage decrease below is an indicative change in the absolute value of the CGU, following the change in key assumptions.

None of these percentage decreases would trigger an impairment as sufficient headroom exists as at year end.

Cash generating units – February 2024	Headroom	Decrease of 1 % in the long-term Growth Rate (%)	Increase of 2.5% in the Discount Rate (%)
4Sight Systems (Pty) Ltd	59 797	12.94%	27.41%
4Sight OT Optimisation (Pty) Ltd	6 991	33.66%	76.32%
4Sight OT Simulation (Pty) Ltd	2 977	80.13%	190.93%
Dynamics Africa Services (Pty) Ltd	123 812	5.48%	12.01%

Cash generating units – December 2022	Headroom	Decrease of 1 % in the long-term Growth Rate (%)	Increase of 2.5% in the Discount Rate (%)
4Sight Systems (Pty) Ltd	111 149	8.00%	17.60%
4Sight OT Optimisation (Pty) Ltd	25 717	12.80%	30.20%
4Sight OT Simulation (Pty) Ltd	11 969	17.50%	41.40%
Dynamics Africa Services (Pty) Ltd	94 806	5.70%	13.50%

## 4. INTANGIBLE ASSETS

Figures in Rand thousand	February 2024			December 2022		
	Cost	Accumulated Amortisation and impairment	Carrying Value	Cost	Accumulated Amortisation and impairment	Carrying Value
Computer software	12 133	(8 097)	4 036	12 133	(5 350)	6 783
Patents and trademarks	31 885	-	31 885	31 885	-	31 885
<b>Total</b>	<b>44 018</b>	<b>(8 097)</b>	<b>35 921</b>	<b>44 018</b>	<b>(5 350)</b>	<b>38 668</b>

Reconciliation of intangible assets - February 2024	Opening Balance	Additions	Amortisation	Total
Computer software	6 783	-	(2 747)	4 036
Patents and trademark	31 885	-	-	31 885
<b>Total</b>	<b>38 668</b>	<b>-</b>	<b>(2 747)</b>	<b>35 921</b>

Reconciliation of intangible assets - December 2022	Opening Balance	Additions	Amortisation	Total
Computer software	6 028	2 724	(1 969)	6 783
Patents and trademark	31 885	-	-	31 885
<b>Total</b>	<b>37 913</b>	<b>2 724</b>	<b>(1 969)</b>	<b>38 668</b>



	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Intangible Assets with indefinite lives</b>		
Patents and trademarks	31 885	31 885

Indefinite life intangible assets consist of patents and trademarks acquired through business combinations and is classified as such due to the indefinite nature of the underlying assets which allows the assets to be used for an indefinite period of time.

The balance of patents and trademarks with indefinite useful

lives relates mostly to the 4Sight Systems (Pty) Ltd acquisition and the recoverable amounts of CGUs related to indefinite useful life intangible assets are consistent with those disclosed under note 3 as these assets relate to the same CGU. Accordingly, the assumptions disclosed under note 3 apply to these assets.

The indefinite life intangible assets are considered intangible assets with an indefinite useful life, based on all relevant factors considered such as technological obsolescence, typical product life cycles and stability of the industry.

There is no foreseeable limit to the period over which the asset is expected to generate cash flow.

## 5. DEFERRED TAX

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Deferred tax assets</b>		
Tax losses available for set off against future taxable income	11 803	13 649
Leave accrual	2 445	2 239
Salary provisions	3 544	1 594
Allowance for credit losses	770	495
Audit fees	274	176
Other deferred tax asset	270	-
<b>Total deferred tax asset, net of valuation allowance recognised</b>	<b>19 106</b>	<b>18 153</b>
<b>Reconciliation of deferred tax asset / (liability)</b>		
Opening balance	18 153	16 416
Change in tax rate	-	(586)
(Reversing)/ Originating tax loss available for set off against future taxable income	(1 846)	1 716
Originating (Reversing) deductible temporary difference allowance for credit losses	275	(321)
Originating (Reversing) deductible temporary difference on leave accrual	206	(290)
Originating deductible temporary difference on provision for audit fees	98	4
Originating deductible temporary difference on provision for short-term incentives	1 950	1 203
Reversing deductible temporary difference on prepayments	-	11
Other temporary differences	270	-
<b>Deferred tax closing balance</b>	<b>19 106</b>	<b>18 153</b>

### Recognition of deferred tax asset

The Group recognises the net tax benefit relating to deferred income tax assets arising from future deductible temporary differences and past income tax losses. The deferred income tax asset is recognised to the extent it is

probable that taxable income will be available from forecast profits to realise the future tax saving. (Refer to note 18 - Taxation, for additional information regarding the estimated tax losses). The expectation of future profits is based on the Group's

strong current year performance in the BE, IT, OT and CP clusters to which these historic losses have been contributed, coupled with expansion of operations and larger market share.

## 6. INVENTORIES

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Finished goods	3 406	10 168
<b>Total inventories</b>	<b>3 406</b>	<b>10 168</b>

The cost of inventories recognised as an expense during the period was R 82.9 million ( 2022: R 36.1 million). No stock pledged as security to third parties.

## 7. TRADE AND OTHER RECEIVABLES

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Financial instruments at amortised cost:</b>		
Trade receivables	129 120	112 232
Other receivables	2 052	1 367
Deposits	120	75
<b>Non-financial instrument:</b>		
Value Added Tax	6 867	7 293
Prepayments and deferred expenses	-	226
<b>Total</b>	<b>138 159</b>	<b>121 193</b>

The ageing of amounts past due and its related allowance for credit losses are provided below:

### Trade receivables and credit loss allowance ageing - 2024

Group	Current	30 days	60 days	90 days	120+ days	Total
Gross trade receivables	57 539	35 295	8 220	5 991	26 900	133 945
Allowance for credit loss	(75)	(214)	(30)	(161)	(4 345)	(4 825)
<b>Total</b>	<b>57 464</b>	<b>35 081</b>	<b>8 190</b>	<b>5 830</b>	<b>22 555</b>	<b>129 120</b>
<b>Weighted average loss rate</b>	<b>0.1%</b>	<b>0.6%</b>	<b>0.4%</b>	<b>2.7%</b>	<b>16.2%</b>	<b>3.6%</b>

The increase in gross trade receivables in excess of 120 days is due to a small grouping of customers which prolonged services were provided. These have been longstanding customers of the group and have a sound financial positions with no historic defaults, therefore as at year end no credit risk was identified which requires specific credit loss allowances to be recognised.

### Trade receivables and credit loss allowance ageing - 2022

Group	Current	30 days	60 days	90 days	120+ days	Total
Gross trade receivables	42 300	33 689	16 628	5 814	17 214	115 645
Allowance for credit loss	(14)	(41)	(82)	(103)	(3 173)	(3 413)
<b>Total</b>	<b>42 286</b>	<b>33 648</b>	<b>16 546</b>	<b>5 711</b>	<b>14 041</b>	<b>112 232</b>
<b>Weighted average loss rate</b>	<b>0.0%</b>	<b>0.1%</b>	<b>0.5%</b>	<b>1.8%</b>	<b>18.4%</b>	<b>3.0%</b>

No expected credit losses are recognised on other receivables as there is no historic default or increased credit risk related to these amounts.



	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Currencies</b>		
The carrying amount of trade receivables are denominated in the following currencies:		
South African Rand	113 816	96 082
United States Dollar	13 165	13 170
Namibian Dollar	1 956	1 247
Other currencies	183	1 733
<b>Total</b>	<b>129 120</b>	<b>112 232</b>
<b>Reconciliation of allowance for credit losses</b>		
Opening balance	3 413	5 052
Credit loss allowance recognised on receivables	2 135	3 000
Amounts written off as uncollectable	(723)	(4 639)
<b>Closing balance</b>	<b>4 825</b>	<b>3 413</b>

Refer to Note 26 - Risk Management for further disclosure relating to credit risk of trade receivables.

## 8. CASH AND CASH EQUIVALENTS

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Cash and cash equivalents consist of:		
Bank balances	110 842	70 237
Cash on hand	7	13
<b>Total cash and cash equivalents</b>	<b>110 849</b>	<b>70 250</b>

## 9. SHARE CAPITAL

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Reconciliation of value of shares issued:</b>		
Balance at the beginning of the period	257 988	273 988
Repurchase of shares	-	(16 000)
<b>Total issued capital</b>	<b>257 988</b>	<b>257 988</b>
<b>Reconciliation of number of shares issued:</b>		
Balance at the beginning of the period	534 334 631	659 856 529
Repurchase of shares issued	-	(125 521 898)
<b>Total listed ordinary shares issued by the Company</b>	<b>534 334 631</b>	<b>534 334 631</b>
Treasury shares	(825 000)	(825 000)
<b>Total share capital in issue by the Group</b>	<b>533 509 631</b>	<b>533 509 631</b>

As per the Companies Act of South Africa, the shares of the Company are under control of the Board and the Company does not have authorised share capital. Ordinary shares have no par value.



## 10. NON-CONTROLLING INTEREST

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Balance at the beginning of the period	2 350	2 831
Total comprehensive income for the period	902	1 019
Dividend issued	-	(1 500)
<b>Total non-controlling interest at the end of the period</b>	<b>3 252</b>	<b>2 350</b>
<b>Non-controlling interest</b>		
4Sight OT Simulation (Pty) Ltd	30.00%	30.00%

Period Ended 29 February 2024	Opening Balance	Share of comprehensive profit for the period	Dividends Paid	Total
4Sight OT Simulation (Pty) Ltd	2 350	902	-	3 252
<b>Total</b>	<b>2 350</b>	<b>902</b>	<b>-</b>	<b>3 252</b>

Year Ended 31 December 2022	Opening Balance	Share of comprehensive profit for the period	Dividends Paid	Total
4Sight OT Simulation (Pty) Ltd	2 831	1 019	(1 500)	2 350
<b>Total</b>	<b>2 831</b>	<b>1 019</b>	<b>(1 500)</b>	<b>2 350</b>

## 11. OTHER FINANCIAL LIABILITIES

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Held at amortised cost</b>		
<b>Standard Bank of South Africa Ltd</b>	-	11 624
Loan was repaid during the financial period.		
<b>Firststrand Bank Ltd</b>	10 872	-
The loan is secured by a mortgage over buildings. The rate of interest is linked to prime which is 11.75% per annum and the monthly instalment is ZAR 155 891. The last instalment will be paid in October 2033 (Refer to Note 2).		
<b>Other loans</b>	975	975
Other loans are unsecured and interest free, and are repayable beyond 12 months.		
<b>Total</b>	<b>11 847</b>	<b>12 599</b>
<b>Non-current liabilities</b>		
At amortised cost	11 222	10 972
<b>Current liabilities</b>		
At amortised cost	625	1 627
<b>Total</b>	<b>11 847</b>	<b>12 599</b>

The gross carrying amount of other financial liabilities are denominated in the following currencies:

South African Rand	10 872	11 624
Namibian Dollar	975	975
<b>Total</b>	<b>11 847</b>	<b>12 599</b>

## 12. TRADE AND OTHER PAYABLES

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Financial instruments at amortised cost:</b>		
Trade payables	146 599	120 151
Accrued expenses	3 851	3 285
<b>Non-financial instrument:</b>		
Payroll accruals	42 194	13 354
Accrued leave pay	9 321	8 297
Value Added Tax	4 220	3 351
<b>Total</b>	<b>206 185</b>	<b>148 438</b>

The gross carrying amount of trade payables are denominated in the following currencies:

United States Dollar	78 574	73 722
South African Rand	66 860	42 889
Euro	241	654
Namibian Dollar	618	367
Other currencies	306	2 519
<b>Total</b>	<b>146 599</b>	<b>120 151</b>

The payroll accruals include a statutory liability previously recognised as a provision as at 31 December 2022. The liability was reclassified in the current financial period from provisions to payroll accruals as there is no longer uncertainty relating to the timing and extent of the liability.

## 13. REVENUE

The Group assess disaggregated revenue based on the nature and timing of revenue and cash flows due to economic factors. The Group considered the main economic factors which affect the revenue and cash flows to include geographical markets and the timing of the recognition of major products line. The disaggregation of revenue has been disclosed below.

Disaggregation of revenue - Group February 2024						
Primary external geographical markets	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
South Africa	138 596	191 742	124 671	198 375	7 484	660 868
Rest of Africa	9 517	38 794	184 606	163 618	1 344	397 879
Europe Middle East and Australasia	2 670	1 652	8 127	15 908	-	28 357
Americas	140	4 975	2 833	2 735	-	10 683
<b>Total external revenue</b>	<b>150 923</b>	<b>237 163</b>	<b>320 237</b>	<b>380 636</b>	<b>8 828</b>	<b>1 097 787</b>

Primary sector	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
Private	136 630	206 430	319 148	373 471	5 024	1 040 703
Public	14 293	30 733	1 089	7 165	3 804	57 084
<b>Total external revenue</b>	<b>150 923</b>	<b>237 163</b>	<b>320 237</b>	<b>380 636</b>	<b>8 828</b>	<b>1 097 787</b>

Major products/service items	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
<b>At a point in time</b>	<b>79 455</b>	<b>119 354</b>	<b>167 027</b>	<b>378 069</b>	<b>1 871</b>	<b>745 776</b>
Software licences	7 130	11 643	31 289	47 886	496	98 444
Infrastructure data automation	239	1 482	106 348	-	-	108 069
Software as a service	71 867	104 630	25 602	326 003	-	528 102
Other revenue	219	1 599	3 788	4 180	1 375	11 161
<b>Over time</b>	<b>71 468</b>	<b>117 809</b>	<b>153 210</b>	<b>2 567</b>	<b>6 957</b>	<b>352 011</b>
Professional services	71 468	117 809	153 210	2 567	6 957	352 011
<b>Total external revenue</b>	<b>150 923</b>	<b>237 163</b>	<b>320 237</b>	<b>380 636</b>	<b>8 828</b>	<b>1 097 787</b>

**Disaggregation of revenue - Group December 2022**

Primary external geographical markets	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
South Africa	103 676	136 261	103 759	146 464	2 232	492 392
Rest of Africa	7 949	17 996	68 820	76 163	-	170 928
Europe Middle East and Australasia	3 128	2 786	3 465	15 023	-	24 402
Americas	188	5 014	1 356	1 729	-	8 287
<b>Total external revenue</b>	<b>114 941</b>	<b>162 057</b>	<b>177 400</b>	<b>239 379</b>	<b>2 232</b>	<b>696 009</b>

Primary sector	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
Private	104 331	130 002	176 745	238 981	2 232	652 291
Public	10 610	32 055	655	398	-	43 718
<b>Total external revenue</b>	<b>114 941</b>	<b>162 057</b>	<b>177 400</b>	<b>239 379</b>	<b>2 232</b>	<b>696 009</b>

Major products/service items	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
<b>At a point in time</b>	<b>65 474</b>	<b>84 640</b>	<b>88 679</b>	<b>238 417</b>	<b>1 762</b>	<b>478 972</b>
Software licences	7 374	12 850	37 183	34 562	-	91 969
Infrastructure data automation	-	1	45 674	-	-	45 675
Software as a service	57 515	70 088	2 716	203 634	-	333 953
Other revenue	585	1 701	3 106	221	1 762	7 375
<b>Over time</b>	<b>49 467</b>	<b>77 417</b>	<b>88 721</b>	<b>962</b>	<b>470</b>	<b>217 037</b>
Professional services	49 467	77 417	88 721	962	470	217 037
<b>Total external revenue</b>	<b>114 941</b>	<b>162 057</b>	<b>177 400</b>	<b>239 379</b>	<b>2 232</b>	<b>696 009</b>





## 14. COST OF SALES

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Sale of goods	82 900	36 128
Licensing and associated services	80 702	63 799
Software as a service	426 288	265 561
Sub-contracting	49 088	18 017
Travel and other cost of sales	13 146	8 391
<b>Total cost of sales</b>	<b>652 124</b>	<b>391 896</b>

## 15. OTHER NET INCOME (EXPENSE)

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Foreign exchange gains (losses)	2 366	(1 255)
Other income	78	
Loss on disposal of property, plant and equipment	(7)	(7)
<b>Total other net income (expense)</b>	<b>2 437</b>	<b>(1 262)</b>

## 16. OPERATING PROFIT

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Operating profit for the period is stated after charging the following, amongst others:		
<b>Auditor's remuneration - external</b>		
Audit fees	1 317	928
<b>Other expenses</b>		
Bad debts written off	723	4 639
<b>Employee costs</b>		
Salaries	355 490	244 781
Non-executive board fees	3 418	2 133

## 17. FINANCE COSTS

	Group	Group
Figures in Rand thousand	February 2024	December 2022
Other financial liabilities	1 408	1 071
Other interest paid	123	18
<b>Total finance costs</b>	<b>1 531</b>	<b>1 089</b>



## 18. TAXATION

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Major components of the tax expense (income)</b>		
<b>Current</b>		
Local income tax - current period	(11 586)	(8 528)
<b>Deferred</b>		
Originating and reversing temporary differences	952	1 832
<b>Total tax expense</b>	<b>(10 634)</b>	<b>(6 696)</b>
<b>Reconciliation of the tax expense</b>		
Reconciliation between applicable tax rate and average effective tax rate:		
Applicable tax rate	27.0%	28.0%
Unrecorded tax losses	0.2%	0.2%
Higher foreign tax rates	0.0%	3.7%
Non-deductible expenses	(0.2%)	0.0%
Recognition of previously unrecognised tax losses as per assessment	(2.7%)	0.0%
Change in tax rate	0.0%	(2.9%)
<b>Effective tax rate</b>	<b>24.3%</b>	<b>29.0%</b>

The South African Income tax rate was utilised as the base rate for the income tax rate reconciliation, and not a blended rate due to the fact that the Group had significant operations in South Africa.

## 19. EARNINGS PER SHARE

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Basic and dilutive earnings</b>		
Total profit for the period (excluding other comprehensive income)	33 106	16 423
Profit attributable to non-controlling interest	(902)	(1 019)
<b>Net profit attributable to ordinary shareholders</b>	<b>32 204</b>	<b>15 404</b>
Adjustments for:		
Loss on disposal of equipment – net of tax	5	5
<b>Headline earnings for the period</b>	<b>32 209</b>	<b>15 409</b>

Earnings per share is based on the weighted average number of ordinary shares in issue.

<b>Per share information:</b>		
Basic earnings per share (cents)	6.036	2.378
Dilutive earnings per share (cents)	6.036	2.378
Headline earnings (loss) per share (cents)	6.037	2.379
Dilutive headline earnings (loss) per share (cents)	6.037	2.379
<b>Weighted average number of shares in issue</b>		
Weighted average number of shares in issue for the period	533 509 631	647 682 974
Dilutive shares	-	-
<b>Weighted average dilutive number of shares in issue for the period</b>	<b>533 509 631</b>	<b>647 682 974</b>

**Headline earnings per share**

Headline earnings per share (HEPS) is calculated using the weighted average number of ordinary shares in issue during the period and is based on the earnings attributable to ordinary shareholders, after excluding those items as required by Circular 01/2023 issued by the South African Institute of Chartered Accountants (SAICA).

<b>Headline earnings - February 2024</b>	<b>Gross</b>	<b>Tax effect</b>	<b>Nett</b>
Basic earnings attributable to ordinary shareholders	42 505	(10 301)	32 204
Loss on disposal of property, plant and equipment	7	(2)	5
<b>Total headline earnings</b>	<b>42 512</b>	<b>(10 303)</b>	<b>32 209</b>
<b>Headline earnings - December 2022</b>	<b>Gross</b>	<b>Tax effect</b>	<b>Nett</b>
Basic earnings attributable to ordinary shareholders	21 394	(5 990)	15 404
Loss on disposal of property, plant and equipment	7	(2)	5
<b>Total headline earnings</b>	<b>21 401</b>	<b>(5 992)</b>	<b>15 409</b>

**20. CASH GENERATED FROM OPERATIONS**

	<b>Group</b>	<b>Group</b>
<b>Figures in Rand thousand</b>	<b>February 2024</b>	<b>December 2022</b>
Profit before taxation	43 740	23 120
<b>Adjustments for:</b>		
Depreciation and amortisation	5 342	3 411
Loss on disposals of property, plant and equipment	7	7
Investment income	(5 728)	(1 957)
Finance costs	1 531	1 089
Income from associates	(502)	(176)
Other non-cash movements	514	221
<b>Changes in working capital:</b>		
Inventories	6 762	(7 708)
Trade and other receivables	(26 826)	(26 043)
Trade and other payables	36 148	50 600
<b>Total</b>	<b>60 988</b>	<b>42 564</b>

**21. TAX PAID**

	<b>Group</b>	<b>Group</b>
<b>Figures in Rand thousand</b>	<b>February 2024</b>	<b>December 2022</b>
Current tax for the period recognised in profit and loss	11 586	8 528
Deferred tax for the period recognised in profit and loss	(952)	(1 832)
<b>Tax expense per income statement</b>	<b>10 634</b>	<b>6 696</b>
Balance at the beginning of the period	1 932	3 411
Non-cash adjustments to tax expense	639	(1 264)
Balance at the end of the period	(6 664)	(1 932)
<b>Tax paid</b>	<b>6 541</b>	<b>6 911</b>



## 22. RELATED PARTIES

The Group entered into transactions and had balances with related parties as listed below. None of the key management or subsidiary directors are considered prescribed officers of the Group in accordance with the requirements of the Companies Act of South Africa, therefore their emoluments are not required to be disclosed separately. Transactions between the Company and its subsidiaries which are related parties of the Company have been eliminated on consolidation and are not disclosed in this note. Transactions with related parties are affected on a commercial basis and related party debts are repayable on a commercial basis.

### Relationships

Subsidiaries	Refer to note A2
Shareholders with significant influence	M Zitzke, J Botha, TE Zitzke
Director of subsidiaries	J Botha, TE Zitzke
Directors' emoluments	Refer to note 23

### Short term lease payments

- Double Peak Properties 41 (Pty) Ltd (a company related to TE Zitzke) R 4 814 222 (2022: R 3 883 242).
- SETEC Software (Pty) Ltd (a company related to J Botha) R nil (2021: R 32 840).

There were no other related party transactions which are material that were included in the results for the period ended 29 February 2024.

	Group	Group
Figures in Rand thousand	February 2024	December 2022
<b>Balances and transactions with associate</b>		
Other financial assets	355	250
Trade receivables	15 956	10 759
Trade payables	654	1 027
Revenue	67 736	24 397
Cost of sales	9 270	5 084
The above financial assets and liabilities are unsecured and repayable in the normal course of business. There are no guarantees against the amounts outstanding and the group has not raised any credit loss allowances as these amounts receivable are not in default.		
<b>Key members of management</b>		
Short term employee benefits paid to key members of subsidiaries' management.	28 964	20 710

## 23. DIRECTORS' EMOLUMENTS

Executive	Remuneration	Bonuses	February 2024	Remuneration	Bonuses	December 2022
TE Zitzke	5 103	679	5 782	4 066	-	4 066
E van der Merwe	3 336	117	3 453	2 736	-	2 736
<b>Total executive fees</b>	<b>8 439</b>	<b>796</b>	<b>9 235</b>	<b>6 802</b>	<b>-</b>	<b>6 802</b>
<b>Non-executive</b>						
<b>February 2024</b>		<b>Board</b>	<b>Retainer</b>	<b>Committee</b>	<b>Other fees</b>	<b>Total</b>
K Patel		364	252	86	12	714
Dr. S Sharma		35	53	21	12	121
CSJ Crowe		182	126	174	487	969
AG Murgatroyd		145	126	184	12	467
MM Mortimer		182	126	167	12	487
JSJ Nel		182	126	172	12	492
D Ramaphosa		112	56	-	-	168
<b>Total non-executive fees</b>		<b>1 202</b>	<b>865</b>	<b>804</b>	<b>547</b>	<b>3 418</b>

December 2022	Board	Retainer	Committee	Other fees	Total
K Patel	341	70	-	-	411
Dr. S Sharma	170	35	21	-	226
CSJ Crowe	170	35	92	-	297
AG Murgatroyd	170	35	116	-	321
H Singh	135	18	81	-	234
MM Mortimer	170	35	117	-	322
JSJ Nel	170	35	117	-	322
<b>Total non-executive fees</b>	<b>1 326</b>	<b>263</b>	<b>544</b>	<b>-</b>	<b>2 133</b>

## 24. FINANCIAL ASSETS BY CATEGORY

The accounting policies for financial instruments have been applied to the line items below:

Group - February 2024	Financial assets at amortised costs	Total
Other financial assets	525	525
Trade and other receivables	131 292	131 292
Cash and cash equivalents	110 849	110 849
<b>Total</b>	<b>242 666</b>	<b>242 666</b>
Group - December 2022	Financial assets at amortised costs	Total
Other financial assets	250	250
Trade and other receivables	113 674	113 674
Cash and cash equivalents	70 250	70 250
<b>Total</b>	<b>184 174</b>	<b>184 174</b>

## 25. FINANCIAL LIABILITIES BY CATEGORY

The financial liabilities by category approximates its fair value. The accounting policies for financial instruments have been applied to the line items below:

Group - February 2024	Financial liabilities at amortised cost	Total
Other financial liabilities	11 847	11 847
Trade and other payables	150 450	150 450
<b>Total</b>	<b>162 297</b>	<b>162 297</b>
Group - December 2022	Financial liabilities at amortised cost	Total
Other financial liabilities	12 599	12 599
Trade and other payables	123 436	123 436
<b>Total</b>	<b>136 035</b>	<b>136 035</b>

## 26. RISK MANAGEMENT

### Capital risk management

The Group's objectives when managing working capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group may adjust the number of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The entity manages working capital, which includes receivables, cash and creditors on a continuous basis through constant monitoring and review. There are no externally imposed capital requirements.

### Financial risk management

The Group has developed and documented financial risk management policies in line with those set out by the acquired subsidiaries. The overall Group risk management policies are continuously reviewed and developed. These policies set out the Group's overall business strategies and its risk management philosophy.

The Group's overall financial risk management programme seeks to minimise potential adverse effects on the financial performance of the Group. The Board of Directors provides written principles for overall financial risk management and written policies covering specific areas, such as market risk (including foreign exchange risk, interest rate risk), credit risk, liquidity risk, cash flow interest rate risk and investing excess cash.

Such written policies are reviewed annually by the Board of Directors and periodic reviews are undertaken to ensure that the Group's policy guidelines are complied with. Non-current financial assets and liabilities are issued at country-specific market related rates and therefore all non-current financial assets and liabilities approximate its fair values, unless otherwise disclosed in this note.

Market risk exposures are measured using sensitivity analysis indicated below:

### Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its current and future obligations, both expected and unexpected, without materially affecting its daily operations or overall financial position. The Group manages liquidity risk through an ongoing

review of future commitments and credit facilities. Cash flow forecasts are prepared and adequate utilised borrowing facilities are monitored.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the

statement of financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

#### Group

At 29 February 2024	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
Other financial liabilities	1 871	1 871	9 353
Trade and other payables	150 450	-	-
At 31 December 2022	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
Other financial liabilities	2 806	2 806	10 272
Trade and other payables	123 436	-	-





## Interest rate risk

Interest rate risk consists of fair value interest rate risk (the risk that the fair values of a financial instrument fluctuate because of changes in the market interest rate) and cash flow interest rate risk (the risk that the cash flows fluctuate because of changes in the market interest rate). The Group is exposed to both cash flow and fair value interest rate risk. The Group manages its fair value interest rate risk through pricing in

the anticipated future interest rate movements.

Management's observation for the 2024 financial period is that South African-based interest rates increased by 100 basis points. A change of 25 basis points in interest rates at the reporting date, with reference to the period end exposures, would have increased/ (decreased) equity and profit or loss

by the annualised amounts shown below. The analysis assumes that all other variables remain constant. At 29 February 2024, if interest rates on South African Rand-denominated borrowings had been 0.25% higher with all other variables held constant, post-tax profit for the period would have been R 249 923 more (2022: R 146 548).

Financial instrument	Group February 2024 - Current interest rate	Group February 2024 - Due in less than a year	Group 2022 - Current interest rate	Group 2022 - Due in less than a year
Bank balances	7.0%	110 842	7.0%	70 244
Other financial liabilities	11.75%	1 871	10.5%	2 806
[South African Rand denominated]				

## Credit risk

Credit risk is the risk that the Group's customers or counterparties will not be able or willing to pay interest, repay capital or otherwise fulfil their contractual obligations under loan agreements or other credit facilities. It also arises on bank balances. The credit risk management policy is determined and approved on a group basis for each operating segment.

Credit risk consists mainly of cash deposits, cash equivalents, other receivables and trade debtors. The Group limits its exposure to credit risk relating to cash deposits and cash equivalents by depositing cash only with major banks with high quality credit standing.

Trade receivables comprise a widespread customer base. Management evaluated credit risk relating to customers on an ongoing basis. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board. The utilisation of credit limits is regularly monitored. The maximum exposure to credit risk is represented by the carrying value of each financial

asset recognised.

The Group has implemented the procedures below for avoiding excessive concentration of credit risk included in the trade and other receivables:

- Maintaining a wider vendor customer base;
- Continually looking for opportunities to expand the customer base and product offering base;
- Reviewing the debtor book regularly with the intention of minimising the Group's exposure to bad debts.

## Expected credit loss risk

The Group has the following financial assets subject to the ECL model:

- Trade receivables;
- Other financial assets; and
- Cash and cash equivalents.

The Group has considered quantitative forward-looking information such as inflation rate,

country risk premium, political risk premium and macro-economic factors, which have been built into our assessments of risk where relevant. Qualitative assessments have also been performed, of which the impact was found to be immaterial.

## Provisioning matrix utilising historic loss rate

The allowance for impairment of trade receivables and contract assets is created to the extent and as and when required, based upon the expected collectability of accounts receivables. Loss rates are calculated using a 'roll rate'/'flow rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Roll rates/flow rates are calculated separately for exposures

in different industry segments based on the common credit risk characteristics.

The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

A default event is considered to

have occurred when aged 90 to 150 days. Trade receivables and contract assets are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, among others, the failure of a debtor to engage in a repayment plan with the entity, and a failure to make contractual payments for a period of greater than 90 to 150 days past due.

Financial Instrument	February 2024	December 2022
Trade and other receivables	131 292	113 448
Other financial assets	525	250
Cash and cash equivalents	110 842	70 244

## Foreign exchange risk

Foreign exchange risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group is exposed to, and actively manages, currency risk through its operations in South Africa and Namibia.

Management's expectation for the 2025 financial period is that short term fluctuations in exchange rates

will be experienced and that the expectation for exchange rates over the 12 months to 28 February 2025, is that the Rand will continue its slow strengthening.

At 29 February 2024, if the currency had strengthened/weakened by 10% against the South African Rand with all other variables held constant, post-tax comprehensive income for the period would have been R 6 224 232

(2022 : R 4 470 686) higher / lower, mainly as a result of foreign exchange gains or losses on translation of South African Rand denominated operations.

At the end of the reporting period, the carrying amounts of monetary assets and monetary liabilities denominated in currencies other than the respective Group entities' functional currency have been disclosed in the individual notes.

Exchange Rate	February 2024	December 2022
South African Rand / US Dollar	19.258	17.023



## 27. SEGMENT REPORTING

The Executive directors assess the performance of the operating clusters based on the measure of operating profit. The Group has 4 strategic Clusters for reporting purposes – the Business Environment (BE), Information Technologies (IT), Operational Technologies (OT) and Channel Partner (CP) Clusters.



### The Business Environment (BE) Cluster

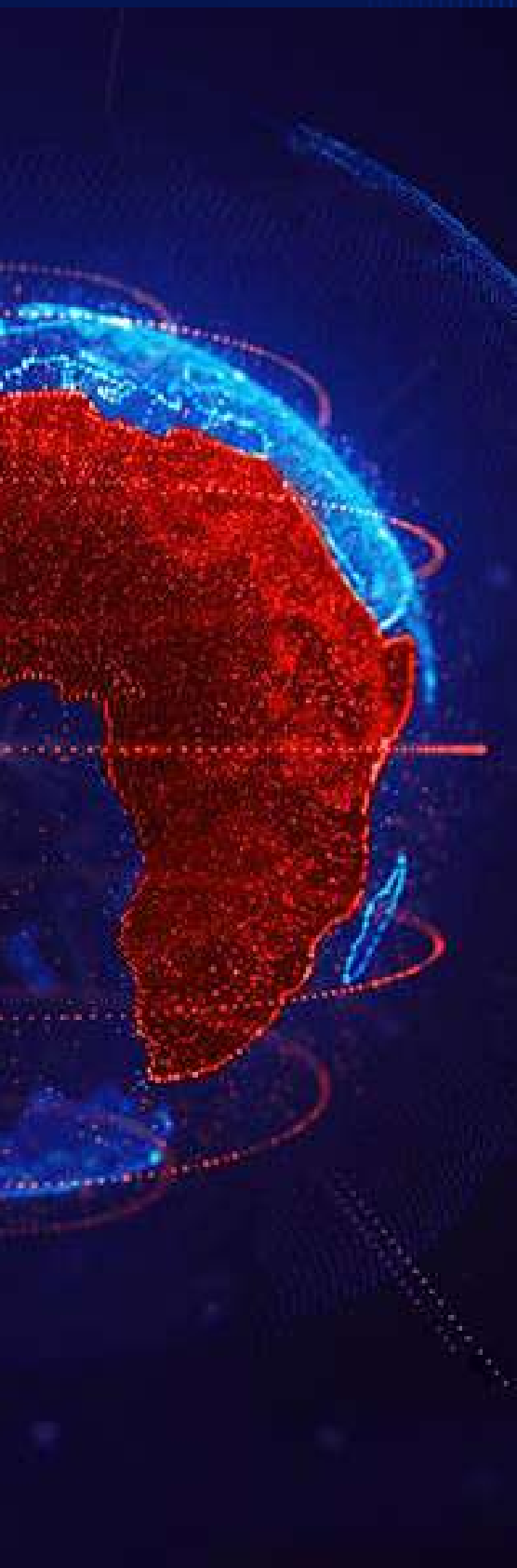
The BE Cluster converges Information Technologies and Operational Technologies through a sustainable enterprise data management layer, application modernisation, and modern workplace services, all designed to facilitate informed decision-making. By leveraging AI, 4Sight partners with customers to drive transformative digital change. This begins with comprehensive assessments of their ICT landscapes, enabling the development of self-funding digital transformation roadmaps. 4Sight focuses on maximising cloud capabilities, optimising and modernising environments and applications, and automating business processes to enhance intelligence. Their AI-driven approach also fosters true customer insights, supports bespoke development on the Azure platform, and ensures seamless integration. Additionally, they create a structured, secure, and scalable enterprise data strategy that is independent of source systems, positioning 4Sight at the forefront of digital AI innovation in the business environment.



### The Information Technologies (IT) Cluster

The IT Cluster is dedicated to driving digital AI transformation of ERP, accounting, human resource management, payroll, CRM, business process management, data visualisation, reporting and dashboards and secure, cost-effective cloud solutions on demand. Integrating AI enables enterprises to execute with agility to ensure success in the new digital economy, together with empowering people, transforming products and keeping customers close. Customers with back-end, mostly on-premise and siloed systems for ERP, CRM and HR and Payroll are embracing the move to integrated, hybrid deployments of their IT environment. The 4Sight IT Cluster has successfully introduced customers to digital AI transformation via easy “lift and shift to cloud” products. These solutions enable customers to utilise connected services in the cloud environment and enable “work-from-anywhere” capabilities via cloud-based, back-office IT solutions that provide location independence and anywhere operations.





### The Operational Technologies (OT) Cluster

The OT Cluster offers essential industrial OT simulation, automation, and optimisation solutions, enhanced by cutting-edge AI technologies, to support our industrial customers. We empower our customers to undergo digital AI transformation by leveraging modern AI technologies. Transformational activities encompass OT Automation, Optimisation, and Simulation. Our comprehensive solutions integrate advanced AI-driven technologies with IIoT, automation, systems integration, and MES systems fully integrated with ERP for real-time insights, advanced process control, prescriptive maintenance, production scheduling, digital twin simulations, SHEQ, and environmental solutions. Our team of domain experts in engineering deeply implements and supports a variety of operational solutions, driving advancement and efficiency through AI.

### The Channel Partner (CP) Cluster

The Cluster is 4Sight's 100% partner-focused ecosystem, dedicated to distributing and supporting AI solutions on behalf of international software vendors such as Microsoft and Sage, along with a wide range of vertical and horizontal ISV applications. Within the 4Sight Channel Partner (CP) Cluster is 4Sight's Cloud Distributor, leveraging the Microsoft Indirect Cloud Solution Provider (CSP) programme, ISV channel, and Channel Partners. This framework facilitates the distribution of 4Sight's integrated solutions and OEM partner offerings across our extensive footprint, including Sage and Microsoft's diverse range of cloud and AI applications, empowering and expanding our dedicated partners in the Middle East, Central Europe, and Africa regions. The 4Sight Channel Partner (CP) Cluster is equipped with several highly skilled resources focused on managing and expanding our business partners, helping them steer innovation through harnessing AI-driven solutions and technologies.

Segmental Service Line February 2024	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
<b>Revenue</b>						
External	150 923	237 163	320 237	380 636	8 828	1 097 787
Internal	4 564	1 164	-	-	(5 728)	-
<b>Operating profit (loss)</b>	<b>10 012</b>	<b>34 599</b>	<b>44 064</b>	<b>32 128</b>	<b>(81 762)</b>	<b>39 041</b>
Depreciation and amortisation	(2 747)	(6)	(846)	(62)	(1 681)	(5 342)
Taxation	(2 703)	(9 342)	(11 897)	(8 675)	21 983	(10 634)
<b>Profit (Loss)</b>	<b>7 309</b>	<b>25 257</b>	<b>32 166</b>	<b>23 454</b>	<b>(55 080)</b>	<b>33 106</b>
Segmental Service Line December 2022	BE Cluster	IT Cluster	OT Cluster	CP Cluster	SS Cluster	Total
<b>Revenue</b>						
External	114 941	162 057	177 400	239 379	2 232	696 009
Internal	5 039	1 390	-	-	(6 429)	-
<b>Operating profit (loss)</b>	<b>6 465</b>	<b>12 938</b>	<b>26 488</b>	<b>18 524</b>	<b>(42 340)</b>	<b>22 075</b>
Depreciation and amortisation	(1 969)	(7)	(476)	(33)	(926)	(3 411)
Taxation	(1 810)	(3 620)	(7 753)	(5 578)	12 065	(6 696)
<b>Profit (Loss)</b>	<b>4 655</b>	<b>9 310</b>	<b>19 935</b>	<b>14 343</b>	<b>(31 819)</b>	<b>16 424</b>

## Geographical clusters

The Group operates primarily in South Africa with immaterial operations in Namibia, therefore geographic segmental analysis is not required to be provided. The Group has however disclosed the revenue per geographic area as part of the revenue note to the financial statements.



## 28. GOING CONCERN

The financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The directors believe that the Group has adequate financial resources to continue in operation for the foreseeable future and accordingly the financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the Group is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the Group. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the Company.

There is currently no outstanding litigation that the directors believe

has not been adequately accounted for that could affect the Group's ability to meet its obligations.

## 29. EVENTS AFTER THE REPORTING PERIOD

### Dividend declared

At the 4Sight Board meeting held on 23 May 2024, the Board declared a final ordinary gross cash dividend of 2.5 cents per ordinary share. This equates to a total distribution of 5.0 cents per ordinary share for the fourteen months period ended 29 February 2024. The dividend is payable on 24 June 2024.

## 30. CHANGE OF FINANCIAL YEAR-END

Shareholders are advised that 4Sight changed its financial year-end from December to February and that these results are for the fourteen months period ended 29 February 2024. The change was made to align the Group's financial reporting period to statutory reporting periods. Therefore the financial results for the fourteen months period ended 29 February 2024 may not be entirely comparable to the comparative financial period which is for the twelve months period ended 31 December 2022.

## 31. LITIGATION AND CONTINGENT LIABILITIES

One of the Group's subsidiaries is currently involved in arbitration proceedings in respect of a now terminated agreement concluded during the 2021/2022 financial periods with a single third-party customer. As the matter currently stands, based on external legal counsel, it is not possible to predict the outcome of these proceedings. While the possibility of liability against the Group exists, the extent of such liability (if any), without conjecture, cannot reliably be determined and is therefore considered uncertain and/or contingent, due to ongoing processes related to the proceedings which have not been completed.

Notwithstanding the aforementioned, management has no reason to believe that the disposition of these matters will have a materially adverse effect on the financial position of the Group.





## SECTION 37 | COMPANY FINANCIAL STATEMENTS AND NOTES

### Company Statement of Financial Position

		Company	Company
Figures in Rand thousand	Notes	February 2024	December 2022
ASSETS			
Non-Current Assets			
Investments in subsidiaries	A2	293 368	273 737
Deferred tax		293 257	273 737
		111	-
Current Assets			
Loans to Group companies	A3	2 577	2 293
Cash and cash equivalents		2 540	2 261
		37	32
Total Assets		295 945	276 030
EQUITY AND LIABILITIES			
Equity			
Share capital	A4	258 285	258 285
Retained earnings		20 649	13 863
Total Equity		278 934	272 148
Liabilities			
Current Liabilities			
Trade and other payables		17 011	3 882
Loans from Group companies	A3	1 172	380
		15 839	3 502
Total Liabilities		17 011	3 882
Total Equity and Liabilities		295 945	276 030

### Company statement of profit or loss and other comprehensive income

Figures in Rand thousand	Notes	Company	Company
		February 2024	December 2022
<b>Revenue</b>		<b>4 200</b>	<b>4 019</b>
Other net income	A6	19 844	137
Operating expenses		(4 011)	(2 347)
<b>Profit before taxation</b>		<b>20 033</b>	<b>1 809</b>
Taxation		111	-
<b>Profit for the period</b>		<b>20 144</b>	<b>1 809</b>

## Company Statement of Changes in Equity

Figures in Rand thousand	Share Capital	Retained earnings	Total Equity
<b>Balance at 31 December 2021</b>	<b>274 285</b>	<b>12 054</b>	<b>286 339</b>
Profit for the period	-	1 809	1 809
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>1 809</b>	<b>1 809</b>
Repurchase of shares	(16 000)	-	(16 000)
<b>Balance reported at 31 December 2022</b>	<b>258 285</b>	<b>13 863</b>	<b>272 148</b>
Profit for the period	-	20 144	20 144
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>20 144</b>	<b>20 144</b>
Dividends paid	-	(13 358)	(13 358)
<b>Balance reported at 29 February 2024</b>	<b>258 285</b>	<b>20 649</b>	<b>278 934</b>

## Company Statement of Cashflows

Figures in Rand thousand	Notes	Company	Company
		Fourteen months period ended February 2024	Twelve months period ended December 2022
<b>Cash flows from operating activities</b>			
Cash generated from operations	A5	280	1 756
<b>Net cash generated from operating activities</b>		<b>280</b>	<b>1 756</b>
<b>Cash flows from financing activities</b>			
Proceeds from repayments of loans to group companies		-	(16 000)
Advances to group companies		(3 415)	-
Proceeds from group companies		16 498	14 270
Dividends paid		(13 358)	-
<b>Cash flows used in financing activities</b>		<b>(275)</b>	<b>(1 730)</b>
<b>Total cash movement for the period</b>		<b>5</b>	<b>26</b>
Total cash at the beginning of the period		32	6
<b>Total cash at end of the period</b>		<b>37</b>	<b>32</b>



## A1. ACCOUNTING POLICIES

Refer to the accounting policies as included in the Consolidated Financial Statements .

## A2. INTERESTS IN SUBSIDIARIES

The following table lists the entities which are controlled directly by the Company, and the carrying amounts of the investments in the Company's Financial Statements.

Figures in Rand thousand				February 2024	December 2022
Name of company	Held by	Country incorporated	% holding	Carrying amount	Carrying amount
<b>Directly held investments</b>					
4Sight International Limited	4Sight Holdings Ltd	South Africa	100.00%	127	127
4Sight MMEC (Pty) Ltd *	4Sight Holdings Ltd	South Africa	100.00%	49 933	49 933
4Sight OT Automation (Pty) Ltd	4Sight Holdings Ltd	South Africa	100.00%	19 520	-
4Sight OT Optimisation (Pty) Ltd	4Sight Holdings Ltd	South Africa	17.60%	10 665	10 665
Foursight Holdings (Pty) Ltd	4Sight Holdings Ltd	South Africa	100.00%	213 012	213 012
				293 257	273 737
<b>Indirectly held investments</b>					
4Sight House (Pty) Ltd	Foursight Holdings (Pty) Ltd	South Africa	100.00%	-	-
4Sight Systems (Pty) Ltd	Foursight Holdings (Pty) Ltd	South Africa	100.00%	99 352	99 352
4Sight OT Optimisation (Pty) Ltd	4Sight MMEC (Pty) Ltd	South Africa	82.40%	543	543
Dynamics Africa Services (Pty) Ltd	Foursight Holdings (Pty) Ltd	South Africa	100.00%	24 838	24 838
Foursight Namibia (Pty) Ltd	Foursight Holdings (Pty) Ltd	Namibia	100.00%	7 189	7 189
Foursight ICT Namibia (Pty) Ltd	Foursight Namibia (Pty) Ltd	Namibia	100.00%	-	-
4Sight OT Simulation (Pty) Ltd	Foursight Holdings (Pty) Ltd	South Africa	70.00%	42 484	42 484

\*Effective interest through indirect ownership is 100% through 4Sight MMEC (Pty) Ltd indirectly held investments

### Subsidiaries pledged as security

At February 2024 and up to the date of the report none of the subsidiaries have been pledged as security.

### Restrictions relating to subsidiaries

There are no significant restrictions to the Group in respect of the ability to access assets and liabilities of the subsidiaries.

### Impairment of investments

During the period no impairment indicators were identified. Refer to the consolidated financial statement note 3 for details around impairment testing of the various investments.

## A3. LOANS TO AND FROM GROUP COMPANIES

Figures in Rand thousand	Group	Group
	February 2024	December 2022
Loan to 4Sight International Limited	2 540	2 261
Loan from Foursight Holdings (Pty) Ltd	(15 839)	(3 502)
	<b>(13 299)</b>	<b>(1 241)</b>
Loans to Group companies	2 540	2 261
Loans from Group companies	(15 839)	(3 502)

These loans are unsecured, interest free and repayable on demand.

The Company utilises the general approach in determining whether a credit loss allowance is required for loans receivable from group companies.

No expected credit losses are recognised on loans receivable from group companies as there is no historic default or increased credit risk related to these amounts.



## A4. SHARE CAPITAL

As per the Companies Act of South Africa, the shares of the Company are under control of the Board and the Company does not have authorised share capital. Ordinary shares have no par value.

	Company	Company
Figures in Rand thousand	February 2024	December 2022
<b>Reconciliation of value of shares issued:</b>		
Balance at the beginning of the period	258 285	274 285
Repurchase of shares	-	(16 000)
<b>Total issued capital</b>	<b>258 285</b>	<b>258 285</b>
<b>Reconciliation of number of shares issued:</b>		
Balance at the beginning of the period	534 334 631	659 856 529
Repurchase of shares issued	-	(125 521 898)
<b>Total listed ordinary shares issued by the Company</b>	<b>534 334 631</b>	<b>534 334 631</b>
Treasury shares	(825 000)	(825 000)
<b>Total share capital in issue by the Group</b>	<b>533 509 631</b>	<b>533 509 631</b>

## A5. CASH GENERATED FROM OPERATIONS

	Company	Company
Figures in Rand thousand	February 2024	December 2022
Profit before taxation	20 033	1 809
<b>Adjustments for:</b>		
Foreign exchange loan movements	146	-
Reversal of impairment on investments	(19 520)	-
<b>Changes in working capital:</b>		
Trade and other payables	(379)	(53)
<b>Total</b>	<b>280</b>	<b>1 756</b>

## A6. OTHER NET INCOME (EXPENSE)

	Company	Company
Figures in Rand thousand	February 2024	December 2022
Foreign exchange gains (losses)	(166)	137
Dividend income	490	-
Reversal of investment impairment	19 520	-
<b>Total other net income</b>	<b>19 844</b>	<b>137</b>



## SECTION 38 | ANALYSIS OF ORDINARY SHAREHOLDERS

PREPARED BASED ON THE SHARE REGISTER DATED 1 MARCH 2024

### SHAREHOLDERS OF MORE THAN 5% TOTAL ISSUED SHARE CAPITAL

Shareholder	Number of shares	% of issued capital
Silver Knight Trustees (Pty) Ltd	120 122 267	22.52%
Jacobus Botha	94 459 329	17.71%
Marie-Louise Zitzke	91 599 346	17.17%
Tertius Emil Zitzke	43 474 569	8.15%

### PUBLIC AND NON-PUBLIC SHAREHOLDERS

Shareholder type	Number of shareholders	Numbers of shares	% of issued capital
<b>Public</b>	42 215	172 244 949	32.29%
<b>Non Public</b>			
- Directors	5	55 083 740	10.32%
<b>Shareholders holding more than 10%</b>			
- Silver Knight Trustees (Pty) Ltd	1	120 122 267	22.52%
- Jacobus Botha	1	94 459 329	17.71%
- Marie-Louise Zitzke	1	91 599 346	17.17%
<b>Total</b>	<b>42 222</b>	<b>533 509 631</b>	<b>100.00%</b>

### CATEGORIES OF SHAREHOLDERS

Shareholder type	Number of shareholders	Numbers of shares	% of issued capital
Individuals	42 147	358 077 184	67.12%
Companies	54	131 376 290	24.62%
Trusts	18	43 021 157	8.06%
Close Corporations	3	1 035 000	0.19%
<b>Total</b>	<b>42 222</b>	<b>533 509 631</b>	<b>100.00%</b>

### REGISTERED SHAREHOLDER SPREAD

Shareholder type	Number of shareholders	Numbers of shares	% of issued capital
1 - 1 000	39 093	3 523 817	0.66%
1 000 - 10 000	2 402	7 335 454	1.37%
10 000 - 100 000	553	18 662 801	3.50%
100 000 - 1 000 000	139	43 709 114	8.19%
> 1 000 000	35	460 278 445	86.27%
<b>Total</b>	<b>42 222</b>	<b>533 509 631</b>	<b>100.00%</b>

# CHAPTER 9 | NOTICE OF ANNUAL GENERAL MEETING

## 4Sight Holdings Limited

(Incorporated in the Republic of South Africa)

(Registration number:  
2022/852017/06)

ISIN Code: ZAE000324059 JSE  
Code: 4SI

(“4Sight” or “the Company” or  
“the Group”)

Notice is hereby given that the Annual General Meeting (“AGM”) of the Company will be held at 4Sight House, 28 Roos Street, Fourways, Gauteng, South Africa, 2191 or alternatively by electronic communication (as permitted by the Companies Act, 71 of 2008 (“Companies Act”) and by the Company’s memorandum of incorporation (“MOI”) on **Tuesday, 20 August 2024 at 10:00** in order to pass, if deemed fit, and with or without modification, the ordinary and special resolutions set out below in the manner required by the Companies Act and the JSE Listings Requirements (“Listings Requirements”), where applicable:

### Approvals required for resolutions

Special Resolutions 1 to 3 contained in this Notice of AGM require the approval of at least 75% of the votes exercised on the resolutions by shareholders present or represented by proxy at the AGM, subject to the provisions of the Companies Act, the MOI and the Listings Requirements.

Ordinary Resolutions 1 to 10 contained in this Notice of AGM require the approval of more than 50% of the votes exercised on the resolutions by shareholders present or represented by proxy at the

AGM, subject to the provisions of the Companies Act, the MOI and the Listings Requirements. Non-Binding Resolutions 1 and 2 are non-binding advisory votes, and require the approval of at least 75% of the votes exercised on the resolutions by shareholders present or represented by proxy at the AGM, subject to the provisions of the Companies Act, the MOI and the Listings Requirements. Should 25% or more of shareholders vote against Non-Binding Resolutions 1 and 2, the Company undertakes

to engage with such shareholders with regard to the Company’s Remuneration Policy and Remuneration Implementation Report.

Equity securities held by a share trust or scheme of the Company will not have their votes taken into account for the purposes of resolutions passed in terms of the Listings Requirements. Shares held as treasury shares may not vote on any resolution.





## SPECIAL RESOLUTION 1

### Approval of Non-executive Directors' Remuneration

"RESOLVED THAT for the period commencing 1 September 2024 until this resolution is specifically replaced, the directors' fees payable to Non-Executive Directors of the Company for their services as directors is as follows:

#### 1. Retainer Fee

Non-Executive Directors receive a quarterly retainer fee as director of 4Sight as follows:

Board Member	Annual Retainer Fee Rand (Excluding VAT)	Quarterly Fee Rand (Excluding VAT)
Chairperson of the Board	158 056	39 514
Non-executive director	79 024	19 756

#### 2. Meeting Fee

Non-Executive Directors receive a Meeting Fee as director of 4Sight for attending Board and Board Committee meetings as elected:

Board Meeting Attendance *	Annual Retainer Fee Rand (Excluding VAT)	Quarterly Fee Rand (Excluding VAT)
Chairperson of the Board	79 024	4
Non-executive Director	39 514	4
<b>Board Meeting Attendance</b>		
Chairperson of the Audit and Risk Committee	40 010	4
Audit and Risk Committee Member	23 119	4
Chairperson of the Social and Ethics Committee	27 666	3
Social and Ethics Committee Member	17 782	3
Chairperson Remuneration and Nominations Committee	29 638	3
Remuneration and Nominations Committee Member	17 782	3

\* Directors who are not standing members of a Board Committee but who elect to attend those Board Committee meetings do not receive an additional attendance fee.

#### 3. Fee for additional meetings and additional work

The Board or Board Committees may need to meet more often than the number of meetings as listed in section 2, or may need to undertake specific additional work. Non-Executive Directors to receive a fee for additional meetings and additional work at a rate of R 2 250 per hour (excluding VAT) for such additional meetings and specific additional work. Payments for specific additional work requested by the Company will only be sanctioned if such specific additional work is pre-approved by a disinterested quorum of Directors or a committee of the Board constituted for this purpose, which may be either in addition to or in substitution for any other remuneration payable as provided for in the Company's MOI.

### Payment of Non-Executive Directors' Remuneration

<b>Retainer Fee</b>	Payable quarterly in arrears
<b>Meeting Fee</b>	Payable only if a meeting is attended
<b>Fee for Additional Meetings and Additional Work</b>	Payable following invoice for specific additional work upon request by Group Chief Executive Officer and approval by the Chairperson

All directors' fees paid are subject to relevant taxes as payable in accordance with applicable legislative requirements for South African residents and non-South African residents respectively.

## Additional information in respect of special resolution 1

The Company's MOI stipulates that the remuneration of Directors shall be determined by the Board.

Directors' fees mean the annual fees paid by the Company, including retainer fees and meeting fees, as compensation for serving on the Board.

The Company's MOI further stipulates that, if any director is required to perform extra services, serve on any committees of the Board, to devote special attention to the business of the Company, to reside abroad or be specifically occupied by the Company's business, he may be entitled to receive such remuneration as is determined by a disinterested quorum of Directors or a committee of the Board constituted for this purpose, which may be either in addition to or in substitution for any other remuneration payable.

JSE-listed companies are required to disclose each Director's remuneration for the current and preceding financial year, whether receivable as a director or in any other capacity.

The Companies Act in sections 66(8) and (9) stipulates that a company may pay remuneration to its directors for their services as directors only in accordance with a Special Resolution approved within the previous 2 (two) years.

This resolution ensures that the level of annual fees paid to Non-executive Directors remains competitive, to enable the Company to attract and retain individuals of the calibre required to make a meaningful contribution to the Company, having regard to the appropriate capability, skills and experience required.

The Board has recommended that the level of fees paid to Non-Executive Directors be adjusted as proposed at an average increase of approximately 6%.

## SPECIAL RESOLUTION 2

### General authority to repurchase shares

**"RESOLVED THAT** the Board be and is hereby authorised, by way of a renewable general authority in terms of the provisions of the Listings Requirements and as permitted in terms of the MOI, to approve the purchase of its own ordinary shares by the Company, or to approve the purchase of ordinary shares in the Company by any subsidiary of the Company, in terms of section 48 of the Companies Act, upon such terms and conditions as the Board may from time-to-time determine, provided that:

- i. this general authority shall be valid until the Company's next AGM or for 15 months from the date of passing of this resolution, whichever period is shorter;
- ii. the ordinary shares be purchased through the order book of the trading system of the JSE and done without any prior understanding or arrangement between the Company and/or the relevant subsidiary and the counterparty (reported trades are prohibited);
- iii. an announcement complying with paragraph 11.27 of the Listings Requirements be published by the Company (i) when the Company and/or its subsidiaries have cumulatively repurchased 3% of the ordinary shares in issue as at the time when the general authority was given (the initial number) and (ii) for each 3% in the aggregate of the initial number of the ordinary shares acquired thereafter by the Company and/or its subsidiaries;
- iv. the repurchase by the Company of its own ordinary shares shall not in the aggregate in any one financial year exceed 10% (53 433 463 shares) of the Company's issued ordinary share capital as at the beginning

of the financial year, provided that the acquisition of ordinary shares as treasury shares by a subsidiary of the Company shall not be effected to the extent that in aggregate more than 10% of the number of issued ordinary shares of the Company at the relevant times are held by or for the benefit of the subsidiaries of the Company taken together;

- v. repurchases must not be made at a price more than 10% above the weighted average of the market value of the ordinary shares for the five business days immediately preceding the date on which the transaction is effected;
- vi. at any point in time, the Company may only appoint one agent to effect any repurchase on the Company's behalf or on behalf of any subsidiary of the Company;
- vii. the Company will not repurchase ordinary shares during a prohibited period (as defined in the Listings Requirements) unless it has in place a repurchase programme where the dates and quantities of shares to be traded during the relevant period are fixed (not subject to any variation) and full details of the programme (as required by the Listings Requirements) have been disclosed to the JSE, prior to the commencement of the prohibited period. The Company will instruct an independent third party, which makes its investment decisions in relation to the Company's securities independently of, and uninfluenced by, the Company, prior to the commencement of the prohibited period;
- viii. prior to the repurchase, a resolution has been passed by the Board confirming that the Board has authorised the repurchase, that the Company and its subsidiaries satisfy the solvency and liquidity test

contemplated in the Companies Act, and that since the test was done there have been no material changes to the financial position of the Group; and

- ix. such repurchases will be subject to the applicable provisions of the Companies Act, the Memorandum of Incorporation, the Listings Requirements and the Exchange Control Regulations 1961.

The Company's directors undertake that they will not implement any such repurchases while this general authority is valid, unless –

- the Company will be able, in the ordinary course of business, to pay its debts for a period of 12 months after the date of the general repurchase;
- the assets of the Company will exceed their liabilities for a period of 12 months after the date of the general repurchase. For this purpose, the assets and liabilities are recognised and measured in accordance with the accounting policies used in the Company's latest audited financial statements;
- the Company will have adequate share capital and reserves for ordinary business purposes for a period of 12 months after the date of the general repurchase; and
- the working capital of the Company will be adequate for ordinary business purposes for a period of 12 months after the date of the general repurchase.

### Additional information in respect of special resolution 2

The reason for and the effect of Special Resolution 2 is to grant the Board a general authority to approve the Company's repurchase of its own ordinary shares and to permit a subsidiary of the Company to purchase ordinary shares in the Company.

For the purposes of considering Special Resolution 2 and in compliance with paragraph 11.26 of the Listings Requirements, the information in respect of major shareholders and share capital of the Company is disclosed in the notes of the Financial Statements for the fourteen months period ended 29 February 2024 ("**Financial Statements**") of the Company, which are included in the Integrated Report to which this Notice of AGM is attached.

The directors, whose names are set out in the Integrated Report, collectively and individually accept full responsibility for the accuracy of the information contained in this Special Resolution 2 and certify, to the best of their knowledge and belief, that there are no other facts, the omission of which would make any statement false or misleading and that they have made all reasonable queries in this regard and that this resolution contains all information required by law and the Listings Requirements.

There has been no material change in the financial or trading position of the Company that has occurred since the end of the last financial period for which either audited Financial Statements or unaudited interim reports have been published.

In accordance with the JSE Listings Requirements, the directors record that although there is no immediate intention to effect a repurchase of the shares of the Company, the directors will utilise this general authority to repurchase shares as and when suitable opportunities present themselves.

## SPECIAL RESOLUTION 3

### General authority for the provision of loans and/or direct or indirect financial assistance to related and interrelated companies

**"RESOLVED THAT** pursuant to section 45(3)(a)(ii) of the Companies Act, as a general authority, the Board is hereby empowered to approve the possible provision by the Company of loans and/or direct or indirect financial assistance ('financial assistance' for this purpose has the meaning assigned to it in terms of section 45(1) of the Companies Act) to related and interrelated companies ('related' and 'interrelated' for the purposes of this have the meaning attributed to them in terms of section 2 of the Companies Act), as the Board may deem appropriate, which financial assistance may be provided for amounts and subject to terms and conditions that the Board may determine, and such authority will endure for a period of two years from the date of the passing of this special resolution."

### Additional information in respect of special resolution 3

The reason for and effect of Special Resolution 3 is to grant the Board the authority to provide loans or direct and indirect financial assistance to any company that is related and interrelated to the Company in accordance with section 45 of the Companies Act.



## ORDINARY RESOLUTION 1

### Adoption of financial statements

**“RESOLVED THAT** the audited Financial Statements, including the Directors’ Report, the Report of the Independent Auditor and the Audit and Risk Committee Report of the Company for the period ended 29 February 2024, be accepted and approved.”

### Additional information in respect of ordinary resolution 1

In terms of the provisions of section 30(3)(d) of the Companies Act, the Company’s Financial Statements must be presented to the shareholders at the AGM for consideration.

The complete audited Financial Statements, including the Directors’ Report, the Report of the Independent Auditor and the Audit and Risk Committee Report of the Company for the period ended 29 February 2024 are published on the Company’s website at [www.4sight.cloud](http://www.4sight.cloud).

## ORDINARY RESOLUTION 2

### Re-appointment of independent external auditor

**“RESOLVED THAT** the reappointment of Nexia SAB&T, with Mrs Sunette Prinsloo as the responsible partner, for the financial year ending 28 February 2025, be and is hereby approved.”

### Additional information in respect of ordinary resolution 2

In terms of the provisions of section 90(1) of the Companies Act, a public company shall at each AGM appoint an independent external auditor to hold office from the conclusion of that meeting until the conclusion of the next AGM of the Company.

In terms of the rule on Mandatory Audit Firm Rotation (“MAFR”) published by the Independent Regulatory Board for Auditors (“IRBA”) in compliance with section 10(1)(a) of the Auditing Profession Act, (No. 26 of 2005), an audit firm may not serve as the appointed auditor of a public interest entity for more than 10 consecutive financial years. This rule is effective for financial years of companies commencing on or after 1 April 2023.

The Audit and Risk Committee considered the independence of the auditor Nexia SAB&T as prescribed by IRBA (established under the APA) and is satisfied that the firm is independent. The Audit and Risk Committee further considered the suitability of the audit firm and the designated audit partner in terms of paragraph 3.84 (g)(iii) of the Listings Requirements.

In accordance with the MAFR requirement of IRBA, a new audit firm must be appointed no later than 2027.

## ORDINARY RESOLUTION 3

### Election of director

**“RESOLVED THAT** Mr Douglas Ramaphosa, in terms of clause 39.10 of the MOI, be and is hereby elected as a director of the Company.”

## ORDINARY RESOLUTION 4

### Re-election of retiring director

**“RESOLVED THAT** Mr Christopher Crowe, who retires as director in terms of clause 39.3 of the MOI and who has offered himself and is eligible for re-election, be and is hereby re-elected as a director of the Company.”

## ORDINARY RESOLUTION 5

### Re-election of retiring director

**“RESOLVED THAT** Mrs Marichen Mortimer, who retires as director in terms of clause 39.3 of the MOI and who has offered herself and is eligible for re-election, be and is hereby re-elected as a director of the Company.”

### Additional information in respect of ordinary resolutions 4 and 5

The Company’s MOI records that at each AGM of the Company,  $\frac{1}{3}$  (one third) of the directors for the time being, or if their number is not 3 (three) or a multiple of 3 (three), the number nearest to  $\frac{1}{3}$  (one third), but not less than  $\frac{1}{3}$  (one third), shall retire from office.

The Board, through the Remuneration and Nominations Committee, recommend the above-mentioned directors for re-election, taking into account the directors past performance and contribution.

The directors to retire shall be those who have been longest in office since their last election, but in the case of directors who were elected on the same day, those to retire shall, unless they otherwise agree among themselves, be determined by lot.

The curricula vitae of all directors of the Company are set out in the Integrated Report. The Board supports the re-election of both of the aforementioned directors.

## ORDINARY RESOLUTION 6

### Election of member and chairperson of the audit and risk committee

**"RESOLVED THAT** Mr Andrew Murgatroyd, being eligible and offering himself for re-election, be and is hereby re-elected as a member and Chairperson of the Audit and Risk Committee, until the next AGM."

## ORDINARY RESOLUTION 7

### Election of member of the audit and risk committee

**"RESOLVED THAT** Mr Johan Nel, being eligible and offering himself for re-election, be and is hereby re-elected as a member of the Audit and Risk Committee, until the next AGM."

## ORDINARY RESOLUTION 8

### Election of member of the audit and risk committee

**"RESOLVED THAT** Mr Kamil Patel, being eligible and offering himself for re-election, be and is hereby re-elected as a member of the Audit and Risk Committee, until the next AGM."

### Additional information in respect of ordinary resolutions 6 to 8

In terms of the provisions of section 94(2) of the Companies Act, a public company shall at each AGM elect an Audit Committee comprising at least three members. Brief curricula vitae of the independent non-executive directors proposed to be appointed to the Audit and Risk Committee as set out in the Integrated Report. As is evident from the curricula vitae of these directors, all of them have academic qualifications or experience in one or more of the following areas: economics, corporate governance,

finance, accounting, commerce or industry.

## ORDINARY RESOLUTION 9

### General authority to issue ordinary shares, and to sell treasury shares, for cash limited to 52 608 463 shares (10% of the number of listed securities)

**"RESOLVED THAT** the directors of the Company and/or any of its subsidiaries from time to time be and are hereby authorised, by way of a general authority, to:

- allot and issue, or to issue any options in respect of, all or any of the authorised but unissued ordinary shares in the capital of the Company; and/or
- sell or otherwise dispose of or transfer, or issue any options in respect of ordinary shares in the capital of the Company purchased by subsidiaries of the Company,
- issue ordinary shares in the capital of the Company for cash, to such person/s on such terms and conditions and at such times as the directors may from time to time in their discretion deem fit, subject to the Companies Act, the Memorandum of Incorporation of the Company and its subsidiaries and the Listings Requirements from time to time.

The Listings Requirements currently provide, *inter alia*, that:

- the securities which are the subject of the issue for cash must be of a class already in issue, or where this is not the case, must be limited to such securities or rights that are convertible into a class already in issue;
- the allotment and issue of shares must be made to persons qualifying as public shareholders and not to related parties, as defined in the

JSE Listings Requirements, provided that if the Company undertakes an equity raise via a bookbuild process, shares may be allotted and issued to related parties on the basis that such related parties may only participate in the equity raise at the maximum bid price at which they are prepared to take up shares or at the book close price in accordance with the provisions contained in paragraph 5.52(f) of the JSE Listings Requirements;

- the number of ordinary shares issued for cash shall not in any one financial year in the aggregate exceed 10% (ten percent) of the number of listed securities, excluding treasury shares, as at the date of this notice, being 52 608 463 securities. The 52 608 463 securities for which management is seeking general authority to issue and sell, is below the 50% JSE threshold. Any securities issued under this authorisation during the period of 15 (fifteen) months from the date of this authorisation granted will be deducted from the aforementioned 52 608 463 listed securities. In the event of a sub-division or a consolidation, the authority will be adjusted to represent the same allocation ratio. Even though the Group currently has a healthy cash balance on hand, this resolution is required in the event where a viable acquisition is identified and preference share liability has to be settled;
- this general authority will be valid until the earlier of the Company's next AGM or the expiry of a period of 15 (fifteen) months from the date that this authority is given;
- an announcement giving full details, including the number of securities issued, the average discount to the weighted average traded price of the securities over the 30 (thirty)

business days prior to the date that the issue is agreed in writing between the issuer and the parties subscribing for securities, and in respect of the issue of options and convertible securities, the effects of the issue on the statement of financial position, net asset value per share, net tangible asset value per share, the statement of comprehensive income, earnings per share, headline earnings per share and, if applicable, diluted earnings and headline earnings per share, or in respect of an issue of shares, an explanation, including supporting information (if any), of the intended use of the funds, will be published when the Company has issued securities representing, on a cumulative basis within the earlier of the Company's next AGM or the expiry of a period of 15 (fifteen) months from the date that this authority is given, 5% (five percent) or more of the number of ordinary shares in issue prior to the issue;

- in determining the price at which an issue of ordinary shares may be made in terms of this authority, the maximum discount permitted will be 10% (ten percent) of the weighted average traded price of such securities measured over the 30 (thirty) business days prior to the date that the price of the issue is agreed between the issuer and the party subscribing for the securities; and
- whenever the Company wishes to use ordinary shares, held as treasury stock by a subsidiary of the Company, such use must comply with the Listings Requirements as if such use was a fresh issue of ordinary shares."

The Board wishes to have the authority in place to issue ordinary Shares, of up to a maximum of 10% (ten percent) being 52 608 463 of

the issued ordinary shares for cash. This is envisaged to be a general issue concluded in compliance with paragraph 5.52 of the Listings Requirements.

The reason for proposing this resolution is that the directors consider it advantageous to have the authority to issue ordinary shares for cash to enable the Company to take advantage of any business opportunity which might arise in the future. At present, the directors have no specific intention to use this authority, and the authority will only be used if circumstances are appropriate.

Under the Listings Requirements, ordinary resolution number 9 must be passed by a 75% (seventy five percent) majority of the votes cast in favour of the resolution by all members present or represented by proxy at the AGM.

## ORDINARY RESOLUTION 10

### Authority to implement resolutions passed at the AGM

"RESOLVED THAT any one of the directors of the Company or the Company Secretary, be and is hereby authorised, on behalf of the Company, to do or cause to be done all such things and to sign all such documents, file all such documents with any applicable regulatory body (including the JSE and the Companies and Intellectual Property Commission) to, and procure the doing of all such things necessary or desirable to give effect to the resolutions, and the Board be authorised to delegate its powers (to the extent required) to give effect to all of the resolutions contained in this Notice, and any acts duly done in this regard are hereby confirmed and ratified to the fullest extent permitted in law."

## NON-BINDING RESOLUTION 1

### Non-binding advisory vote on remuneration policy

"RESOLVED THAT the Company's Remuneration Policy, as detailed in the Remuneration and Nominations Committee Report as set out on pages 75 to 77 of the Integrated Report, be and is hereby endorsed by way of a non-binding advisory vote."

## NON-BINDING RESOLUTION 2

### Non-binding advisory vote on remuneration implementation report

"RESOLVED THAT the Company's Implementation Report in regard to its Remuneration Policy, as set out on page 77 of the Integrated Report, be and is hereby endorsed by way of a non-binding advisory vote."

### Additional information in respect of Non-Binding Resolutions 1 and 2

In terms of the Listings Requirements, the Company's Remuneration Policy and Implementation Report in regard to its Remuneration Policy must be tabled every year for separate non-binding advisory votes by the shareholders of the Company at the AGM. In the event that either of non-binding resolutions 1 or 2 is voted against by 25% or more of the votes exercised on them, the Company shall engage with the dissenting shareholders in the manner set out in the Remuneration Report.



## Record date

Key events	Date
Record date to determine which shareholders are entitled to receive the notice of AGM is (" <b>Notice Record Date</b> ")	Friday, 14 June 2024
Notice of AGM distributed to shareholders	Wednesday, 26 June 2024
Last day to trade to be eligible to attend and vote at the AGM is	Monday, 5 August 2024
Record date to determine which shareholders are entitled to attend and vote at the AGM is (" <b>Voting Record Date</b> ")	Thursday, 8 August 2024
Forms of proxy for the AGM requested to be lodged by 10:00	Friday, 16 August 2024
AGM at 10:00	Tuesday, 20 August 2024
Results of the AGM released on SENS	Tuesday, 20 August 2024

## Voting and proxies

Ordinary shareholders are entitled to attend, speak and vote at the AGM. Ordinary shareholders may appoint a proxy to attend, speak and vote in their stead. A proxy need not be a shareholder of the Company.

If you are a certificated shareholder or a dematerialised shareholder with own-name registration and are unable to attend the AGM but wish to be represented thereat, you are requested to complete and return the Form of Proxy attached hereto, in accordance with the instructions therein, and lodge it with, or post it, so as to reach the Transfer Secretaries by no later than 10:00 on Friday, 16 August 2024. If you are unable to attend the AGM but wish to be represented thereat, and you do not complete and return the Form of Proxy prior to 10:00 on Friday, 16 August 2024, you will nevertheless, at any time prior to the commencement of voting on the resolutions at the AGM, be entitled

to lodge the Form of Proxy with the Chairperson of the AGM.

Shareholders holding dematerialised shares, but not in their own name, must furnish their Central Securities Depository Participant ("**CSDP**") or broker with their instructions for voting at the AGM. If your CSDP or broker, as the case may be, does not obtain instructions from you, it will be obliged to act in terms of your mandate furnished to it, or if the mandate is silent in this regard, complete the relevant form of proxy attached.

Unless you advise your CSDP or broker, in terms of the agreement between you and your CSDP or broker by the cut-off time stipulated in the agreement, that you wish to attend the AGM or send a proxy to represent you at the AGM, your CSDP or broker will assume that you do not wish to attend the AGM or send a proxy.

If you wish to attend the AGM or send a proxy, you must request your CSDP or broker to issue the necessary letter of representation to you. Shareholders holding dematerialised shares in their own name, or holding shares that are not dematerialised, and who are unable to attend the AGM and wish to be represented at the meeting, must complete the relevant form of proxy attached in accordance with the instructions and lodge it with or mail it to the transfer secretaries.

The completion of a form of proxy does not preclude any shareholder registered by the Voting Record Date from attending the AGM.

Shareholders and proxies attending the AGM on behalf of shareholders are reminded that satisfactory identification must be presented in order for such a shareholder or proxy to be allowed to attend or participate in the AGM.

Shareholders or their proxies may participate in the meeting by way of electronic communication and, if they wish to do so:

- Must contact the Group Company Secretary (by email at the address [ian.cronje@4sight.cloud](mailto:ian.cronje@4sight.cloud)) by no later than 10:00 on Friday, 16 August 2024 to obtain details of the electronic communication to be made available;
- Will be required to provide reasonably satisfactory identification; and
- Will be billed separately by their own telephone service providers for their telephone call to participate in the meeting.

Voting via the electronic facilities will not be possible and shareholders wishing to vote their shares will need to be represented at the meeting either in person, by proxy or by letter of representation, as provided for in the notice of AGM.

### Electronic Participation at the AGM

Shareholders who wish to attend the AGM via electronic communication are required to access the AGM using the provided link and adhere to the respective instructions:

#### 4Sight AGM Link

How:

- Type the link into your browser
- Click **“join on web instead”**
- Click **“join now”**
- Mute microphone when not talking

By order of the Board



Ian Cronje  
*Group Company Secretary*  
26 June 2024

## SECTION 39 | FORM OF PROXY



4Sight Holdings Limited

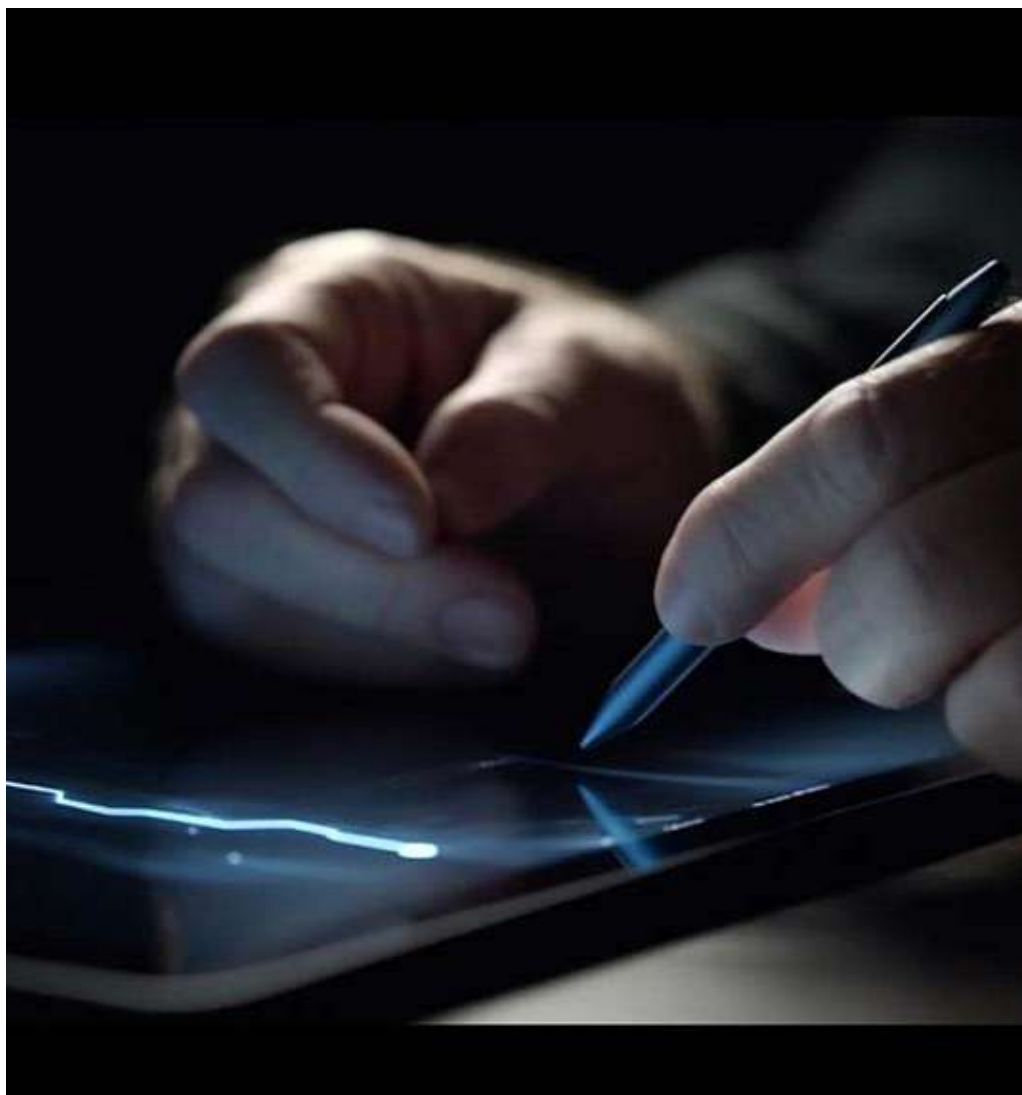
(Incorporated in the Republic of South Africa)

(Registration number: 2022/852017/06)

ISIN Code: ZAE000324059  
JSE Code: 4SI

(“4Sight” or “the Company” or “the Group”)

If you are a dematerialised shareholder, other than with own name registration, do not use this form. Dematerialised shareholders, other than with own name registration, should provide instructions to their appointed Central Securities Depository Participant (“CSDP”) or broker in the form stipulated in the agreement entered into between the shareholder and the CSDP or broker.



I/We (Full name in block letters) \_\_\_\_\_

of (address in block letters) \_\_\_\_\_

being the holder(s) of ordinary shares in the issued share capital of the Company, do hereby appoint (see notes 3 and 5)

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

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

3. the Chairperson of the annual general meeting (“AGM”)

as my/our proxy to attend and speak and vote for me/us on my/our behalf at the AGM of the Company which will be held on **20 August 2024 at 10:00** and at any adjournment or postponement of the meeting, for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed at the meeting, and to vote on the resolutions in respect of the ordinary shares registered in my/our name(s) in accordance with the following instructions (see note 6):



## To be completed only by certificated and own-name shareholders of the Company

Insert an "X" or the number of voting rights held in the Company (see note 2)	Insert an 'X' or number of ordinary shares		
	For	Against	Abstain
<b>Special resolution number 1</b> Approval of Non-Executive Directors Remuneration			
<b>Special resolution number 2</b> General authority to repurchase shares			
<b>Special resolution number 3</b> General authority to provide financial assistance to related and interrelated companies			
<b>Ordinary resolution number 1</b> Adoption of Financial Statements			
<b>Ordinary resolution number 2</b> Re-appointment of independent external auditor			
<b>Ordinary resolution number 3</b> Election of director – Mr Douglas Ramaphosa			
<b>Ordinary resolution number 4</b> Re-election of retiring director – Mr Christopher Crowe			
<b>Ordinary resolution number 5</b> Re-election of retiring director – Mrs Marichen Mortimer			
<b>Ordinary resolution number 6</b> Election of member and Chairperson of the Audit and Risk Committee – Mr Andrew Murgatroyd			
<b>Ordinary resolution number 7</b> Election of member of the Audit and Risk Committee – Mr Johan Nel			
<b>Ordinary resolution number 8</b> Election of member of the Audit and Risk Committee – Mr Kamil Patel			
<b>Ordinary resolution number 9</b> General authority to issue ordinary shares, and to sell treasury shares, for cash limited to 52 608 463 shares (10% of the number of issued securities)			
<b>Ordinary resolution number 10</b> Authority to implement resolutions passed at the AGM			
<b>Non-binding resolution number 1</b> Non-binding advisory vote on Remuneration Policy			
<b>Non-binding resolution number 2</b> Non-binding advisory vote on Remuneration Implementation Report			

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2024

Signature \_\_\_\_\_

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

*Each ordinary shareholder is entitled to appoint one or more proxies (none of whom needs to be an ordinary shareholder of the Company) to attend, speak and, on a poll, vote in place of that ordinary shareholder at the AGM.*

## NOTES TO FORM OF PROXY

### Instructions on signing and lodging the AGM proxy form

1. The following categories of ordinary shareholders are entitled to complete a form of proxy:
  - a) certificated ordinary shareholders whose names appear on the Company's register.
  - b) own name electronic ordinary shareholders whose names appear on the sub-register of a CSDP.
  - c) CSDPs with nominee accounts; and
  - d) brokers with nominee accounts.
2. Certificated ordinary shareholders wishing to attend the AGM must ensure beforehand with the transfer secretaries of the Company that their shares are registered in their name.
3. Beneficial ordinary shareholders whose shares are not registered in their own name, but in the name of another, for example, a nominee, may not complete a proxy form, unless a form of proxy is issued to them by the registered ordinary shareholder and they should contact the registered ordinary shareholder for assistance in issuing instructions on voting their shares, or obtaining a proxy to attend, speak and, on a poll, vote at the AGM.
4. All beneficial owners who have dematerialised their shares through a CSDP or broker, other than those in their own name, must provide the CSDP or broker with their voting instructions. Alternatively, should such an ordinary shareholder wish to attend the meeting in person, in terms of the agreement with the CSDP or broker, such ordinary shareholder may request the CSDP or broker to provide the ordinary shareholder with a letter of representation.
5. An ordinary shareholder may insert the name of a proxy or the names of two alternative proxies of the ordinary shareholder's choice in the space/s provided, with or without deleting "the Chairperson of the AGM", but the ordinary shareholder must initial any such deletion. The person whose name stands first on the form of proxy and who is present at the AGM will be entitled to act as proxy to the exclusion of those whose names follow.
6. Please insert an 'X' or the number of votes in the relevant spaces according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of ordinary shares than you own in the Company, insert the number of ordinary shares in respect of which you desire to vote. Failure to comply with the above will be deemed to authorise the proxy to vote, or to abstain from voting at the AGM as he/she deems fit in respect of all ordinary shareholder's votes exercisable. Where the proxy is the Chairperson, failure to comply will be deemed to authorise the Chairperson to vote in favour of the resolution. An ordinary shareholder or the proxy is not obliged to use all the votes exercisable by the ordinary shareholder or by the proxy, but the total of votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the ordinary shareholder or by the proxy.
7. Shareholders are requested to lodge completed Forms of Proxy to reach the Transfer Secretaries, for administrative purposes, by no later than **10:00 on Friday, 16 August 2024**. Nevertheless, completed Forms of Proxy may be lodged with the Chairperson of the AGM prior to the AGM to reach the Chairperson by no later than immediately prior to the commencement of voting on the resolutions to be tabled at the AGM. JSE Investor Services (Pty) Ltd, the Company's transfer secretaries, must receive the forms of proxy at any of the following addresses:
  - a) Physical address: 5th Floor, One Exchange Square, Gwen Lane, Sandown, 2196.
  - b) Postal address: PO Box 4844, Johannesburg, 2000.
  - c) Fax: +27 (86) 674 2450; and/or
  - d) Email: [meetingservices@jseinvestorservices.co.za](mailto:meetingservices@jseinvestorservices.co.za)
8. The completion and lodging of this form of proxy will not preclude the relevant ordinary shareholder from attending the AGM and speaking and voting in person at the meeting to the exclusion of any proxy appointed,

should such Shareholder wish to do so. In addition to the foregoing, a shareholder may revoke the proxy appointment by:

- a. cancelling it in writing, or making a later inconsistent appointment of a proxy; and
  - b. delivering a copy of the revocation instrument to the proxy, and to the Company
9. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the Shareholder as of the later of the date:
- a. stated in the revocation instrument, if any; or
  - b. upon which the revocation instrument is delivered to the proxy and the Company as required in section 58(4)(c)(ii) of the Companies Act.
10. Should the instrument appointing a proxy or proxies have been delivered to the transfer secretaries, as long as that appointment remains in effect, any notice that is required by the Companies Act or the MOI to be delivered by the Company to the shareholder must be delivered to:
- a. the shareholder; or
  - b. the proxy or proxies if the shareholder has in writing directed the Company to do so and has paid any reasonable fee charged by the Company for doing so
11. A proxy is entitled to exercise, or abstain from exercising, any voting right of the relevant shareholder without direction, except to the extent that the MOI or the instrument appointing the proxy provide otherwise.
12. If the Company issues an invitation to shareholders to appoint one or more persons named by the Company as a proxy, or supplies a form of instrument appointing a proxy:
- a. such invitation must be sent to every shareholder who is entitled to receive notice of the meeting which the proxy is intended to be exercised;
  - b. the Company must not require that the proxy appointment be made irrevocable; and
  - c. the proxy appointment remains valid only until the end of the relevant meeting at which it was intended to be used, unless revoked as contemplated in section 58(5) of the Companies Act.
13. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy.
14. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies.
15. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by JSE Investor Services (Pty) Ltd.
16. A company holding shares in the Company that wishes to attend and participate at the AGM should ensure that a resolution authorising a representative to act is passed by its directors. Resolutions authorising representatives in terms of section 57(5) of the Companies Act must be lodged with the transfer secretaries prior to the AGM.
17. Where there are joint holders of shares any one of such persons may vote at any meeting in respect of such shares as if he were solely entitled thereto; but if more than one of such joint holders wishes to be present or represented at the AGM, that one of the said persons whose name appears first in the Register or his proxy, as the case may be, shall alone be entitled to vote in respect thereof.
18. The Chairperson of the AGM may reject or accept a form of proxy which is completed and/or received other than in accordance with these notes, if he/she is satisfied as to the manner in which the ordinary shareholder wishes to vote.
19. This form of proxy may be used at any adjournment or postponement of the AGM , including any postponement due to a lack of quorum, unless withdrawn by the shareholder.
20. The foregoing notes include a summary of the relevant provisions of section 58 of the Companies Act, as required in terms of that section.



## SECTION 40 | CORPORATE INFORMATION

<b>Country of Incorporation and Domicile</b>	South Africa
<b>Nature of Business and Principal Activities</b>	4Sight, a global pioneer in diversified technology, has effectively actualised its strategic vision of Enterprise Digital Transformation, with a focus on achieving Enterprise 5.0
<b>Executive Directors</b>	<ul style="list-style-type: none"> <li>• Tertius Emil Zitzke (Group Chief Executive Officer)</li> <li>• Eric van der Merwe (Group Chief Financial Officer)</li> </ul>
<b>Non-Executive Directors</b>	<ul style="list-style-type: none"> <li>• Kamil Patel (Chairperson)</li> <li>• Andrew Murgatroyd (Audit and Risk Committee Chairperson)</li> <li>• Christopher Crowe (Remuneration and Nominations Committee Chairperson)</li> <li>• Marichen Mortimer (Social and Ethics Committee Chairperson)</li> <li>• Johan Nel</li> <li>• Douglas Ramaphosa</li> </ul>
<b>Registered Office and Business Address</b>	4Sight House, 28 Roos Street, Fourways, Gauteng, South Africa, 2191
<b>Postal Address</b>	4Sight House, 28 Roos Street, Fourways, Gauteng, South Africa, 2191
<b>Telephone</b>	+27 12 640 2600
<b>Registration</b>	2022/852017/06
<b>JSE code</b>	4SI
<b>ISIN code</b>	ZAE000324059
<b>E-mail</b>	<a href="mailto:info@4sight.cloud">info@4sight.cloud</a>
<b>Website</b>	<a href="http://www.4sight.cloud">www.4sight.cloud</a>
<b>Company Secretary</b>	<p>Ian Cronje  <i>(BCom Law, LLB, Certificate in Advanced Company Law I &amp; II, Admitted Attorney of the High Court of South Africa)</i>            Email: <a href="mailto:ian.cronje@4sight.cloud">ian.cronje@4sight.cloud</a></p>
<b>Transfer Secretary</b>	<p>JSE Investor Services (Pty) Ltd            Physical address: One Exchange Square, 2 Gwen Lane, Sandown, 2196            Postal address: P.O. Box 4844, Johannesburg, South Africa, 2000</p>
<b>Reporting Accountants and Auditor</b>	<p>Nexia SAB&amp;T            Physical address: 119 Witch-Hazel Ave, Highveld Techno Park, Centurion, South Africa, 0157</p>
<b>Bankers</b>	<p>First National Bank Limited (a division of FirstRand Bank Limited)            Physical address: Simmonds Street, Johannesburg, South Africa, 2001</p>
<b>Legal Advisors</b>	<p>Edward Nathan Sonnenbergs Incorporated            Physical address: The Marc Tower 1, 129 Rivonia Road, Sandton, Johannesburg, South Africa, 2196</p>
<b>JSE Designated Advisor</b>	<p>Java Capital Trustees and Sponsors (Pty) Ltd            Physical address: 6th Floor, 1 Park Lane, Wierda Valley (Entrance at 39 Wierda Road West), Sandton, 2196            E-mail: <a href="mailto:sponsor@javacapital.co.za">sponsor@javacapital.co.za</a>            Telephone: +27 11 722 3050</p>

