

A series of horizontal lines in white and red, some solid and some dotted, extending from the left edge of the page towards the right, creating a sense of motion and depth.

Group Annual Financial Statements

A decorative swirl of dots in white and red, located in the bottom right corner of the page, adding a dynamic and modern touch to the design.

2025

Contents

ANNUAL FINANCIAL INFORMATION

Administration	1
Preparation of the annual financial statements	1
Statement of directors' responsibility	2
Statement of Chief Executive and Chief Financial Officer	2
Statement of Company Secretary	2
Report of the Audit and Risk Committee	3
Directors' report	9
Independent auditor's report	11
Consolidated statement of profit or loss	16
Consolidated statement of comprehensive income	16
Consolidated statement of financial position	17
Consolidated statement of changes in equity	18
Consolidated statement of cash flows	19
Notes to the consolidated annual financial statements	20
Notes to the consolidated annual financial statements – risk management	75
Annexure A: Material accounting policy information	86
Annexure B: Simplified Group structure	100
Annexure C: Associate undertakings	101
Company statement of profit or loss and other comprehensive income	102
Company statement of financial position	102
Company statement of changes in equity	103
Company statement of cash flows	103
Notes to the Company annual financial statements	104

OTHER INFORMATION

Annexure D: Shareholder distribution	107
Annexure E: Consolidated statement of financial position per region	109
Annexure F: Independent auditor's report on pro forma financial information	111





Administration

COMPANY NAME:	Life Healthcare Group Holdings Limited
REGISTRATION NUMBER:	2003/002733/06
DATE OF INCORPORATION:	7 February 2003
COUNTRY OF INCORPORATION:	Republic of South Africa
REGISTERED BUSINESS ADDRESS:	Oxford Parks 203 Oxford Road Cnr Eastwood and Oxford Roads Dunkeld 2196

COMPOSITION OF BOARD OF DIRECTORS

Non-executive directors:	VL Litlhakanyane (Chairman) MF Abdullah JE Bolger RA Campbell CM Henry ME Jacobs TP Moeketsi AM Mothupi-Palmstierna M Sello F Tonelli JK Netshitenzhe (retired 20 February 2025) LE Holmqvist (retired 20 February 2025)
Executive directors:	PG Wharton-Hood (Chief Executive) PP van der Westhuizen (Chief Financial Officer)
COMPANY SECRETARY:	J Ranchhod
AUDITOR:	Deloitte & Touche (Deloitte) Johannesburg

Preparation of the annual financial statements

for the year ended 30 September 2025

These financial statements have been audited by our external auditor, Deloitte. The preparation of the annual financial statements was done under supervision of the Chief Financial Officer, PP van der Westhuizen CA(SA).

Statement of directors' responsibility

for the year ended 30 September 2025

The directors are responsible for the preparation, integrity and fair presentation of the consolidated and Company financial statements of Life Healthcare Group Holdings Limited (Company) and its subsidiaries, associates and joint ventures (Group) in accordance with IFRS[®] Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and International Financial Reporting Interpretations Committee (IFRIC[®]) interpretations effective for the Group's financial year, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee, Financial Reporting Pronouncements as issued by Financial Reporting Standards Council and the requirements of the South African Companies Act, No 71 of 2008, as amended (Companies Act).

The directors consider that the most appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, have been used in the preparation of the Company and Group financial statements and that all IFRS Accounting Standards that they consider to be applicable have been followed. The directors are satisfied that the information contained in the financial statements fairly presents the consolidated and separate financial position of Life Healthcare Group Holdings Limited at 30 September 2025, its consolidated and separate changes in equity, its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended. The directors are also responsible for reviewing the other information included in the integrated report and ensuring both its accuracy and its consistency with the financial statements.

The directors have responsibility for ensuring that accounting records are kept. The accounting records disclose, with reasonable accuracy, the financial position of the Group and the Company and enable the directors to ensure that the financial statements comply with the relevant legislation.

The Group operated in a well-established control environment, which is documented and regularly reviewed. This incorporates risk management and internal control procedures, which are designed to provide reasonable, but not absolute, assurance that assets are safeguarded and the risks facing the business are being controlled. The Group is committed to the continuous improvement of the control environment.

The going concern basis has been adopted in preparing the financial statements. The directors have no reason to believe that the Group and Company will not be a going concern in the foreseeable future, based on forecasts, available cash resources and available undrawn banking facilities (refer to note 1.1 basis of preparation for assessment of going concern). These financial statements support the viability of the Group and Company.

The Code of Corporate Practices and Conduct has been adhered to.

The Group's external auditor, Deloitte, audited the Company and Group financial statements, and their unqualified audit report is presented on page 11.

APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements set out on pages 9 to 10 and pages 16 to 110 were approved by the Board of Directors on 26 November 2025 and are signed by:

Victor Litlhakanyane

VL Litlhakanyane
Chairman

Johannesburg

Peter Wharton-Hood

PG Wharton-Hood
Chief Executive

Statement of Chief Executive and Chief Financial Officer

for the year ended 30 September 2025

In terms of section 3.84(k) of the JSE Limited (JSE) Listings Requirements, each of the directors, whose names are stated below, hereby confirm that:

- the consolidated and Company financial statements set out on pages 9 to 10 and pages 16 to 110, fairly present in all material respects the financial position, financial performance and cash flows in terms of IFRS Accounting Standards;
- to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the consolidated and Company financial statements false or misleading;
- internal financial controls have been put in place to ensure that material information relating to the Company and its consolidated subsidiaries have been provided to effectively prepare the consolidated and Company financial statements;
- the internal financial controls are adequate and effective and can be relied upon in compiling the consolidated and Company financial statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;
- where we are not satisfied, we have disclosed to the Audit Committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls, and have taken steps to remedy the deficiencies; and
- we are not aware of any fraud involving directors.

Peter Wharton-Hood

PG Wharton-Hood
Chief Executive

Pieter van der Westhuizen

PP van der Westhuizen
Chief Financial Officer

Statement of Company Secretary

for the year ended 30 September 2025

In terms of the Companies Act, all returns submitted as required by the Companies Act are true, correct and up to date and have been lodged with the Registrar.

Joshila Ranchhod

J Ranchhod
Company Secretary

Report of the Audit and Risk Committee

INTRODUCTION

In line with the requirements of King IV™ and the Companies Act, the Life Healthcare Group Holdings Limited's Audit and Risk Committee (the Committee) is pleased to present its report for the year ended 30 September 2025.

This report covers a review of the activities conducted over the past year as well as providing information on various key audit and risk matters. We are pleased to confirm that the Committee has carried out its responsibilities in terms of its Terms of Reference.

ROLE OF THE AUDIT AND RISK COMMITTEE

The Committee is an independent statutory committee constituted in terms of the Companies Act. Its primary role is to assist the Board in discharging its Group governance oversight responsibilities as enunciated in King IV™, the Companies Act and the JSE Listings Requirements (JSE LR). In accordance with the Committee's Terms of Reference, these responsibilities relate to:

- the safeguarding of assets by managing financial risks.
- monitoring the adequacy and effectiveness of the Group's systems and control environment, including that the Group has appropriate financial reporting procedures and that those procedures are operating as intended.
- oversight over the integrated annual report preparation and fairly presented the annual financial statements, in compliance with all applicable legal and regulatory requirements and accounting standards.
- review the financial performance and position of the Group and make recommendations to the Board in respect of distributions to shareholders of the Group, having considered the solvency and liquidity requirements of the Companies Act.
- overseeing the effectiveness of the Group's external and internal audit assurance functions.
- assisting the Board in setting the direction for how risk, compliance and IT governance are managed and addressed while adopting a stake-holder inclusive approach.
- overseeing and ensuring that the Company has implemented an effective policy and plan for risk management and compliance encompassing the opportunities and associated risks to be considered when developing the Group's strategy and the potential positive and negative effects of the same risks on the achievement of the Group's strategic objectives.
- overseeing the IT strategy and risks.

The Committee provides oversight of the Group and performs the Companies Act prescribed functions on behalf of the relevant South African subsidiary companies.

Reports on the Committee's deliberations and decisions are provided to the Board on a regular basis.

STRUCTURE OF THE COMMITTEE AND MEETINGS

The Committee members are nominated by the Board for election at the Annual General Meeting (AGM). The individual members satisfy the requirements to serve as members of an Audit Committee, as provided in section 94 of the Companies Act, and they have the requisite level of knowledge, experience to fulfil their duties and are independent.

The Audit and Risk Committee's composition in the year, attendance as well as qualifications are set out below:

Name	Qualifications	Date Appointed to the Committee	Attendance ¹	Regular Invitees
Fulvio Tonelli (Chairman)	BCom (Hons) CA (SA)	1 April 2023	9/9	<ul style="list-style-type: none"> • Chairman of the Board • Chief Executive • Chief Financial Officer • Finance Executive • Senior finance management
Caroline Henry	BCom BCompt Hons CA (SA)	1 September 2021	9/9	<ul style="list-style-type: none"> • Chief Audit Executive • Chief Actuary and Risk Officer • Head of Risk • Compliance Lead • Chief Information Officer • Chief Information Security Officer • External Audit • Company Secretary
Paul Moeketsi	BCom (Hons) CA (SA)	1 January 2024	8/9	
Audrey Mothupi-Palmstierna	BA (Hons)	1 July 2024	8/9	
Lars Holmqvist (retired) ²	BA Economics International Executive Program (Insead)	1 August 2022	0/5	
Joel Netshitenzhe (retired) ²	Dip PolSci, PGDip, MSc	1 July 2024	3/5	

¹ Four (4) scheduled meetings and five (5) special meetings were held during the year.

² Lars Holmqvist and Joel Netshitenzhe retired from the Committee on 20 February 2025.

In line with best practice, the internal and external auditors have unrestricted access to the Committee, where they can raise any matter that requires the Committee's attention, and they also have the opportunity to meet with the Committee without members of management being present.

The current members of the Committee continue to meet the independence requirements as assessed by the Nominations and Governance Committee, on behalf of the Board, in terms of the requirements of King IV™ and the Companies Act.

The current Committee members will be recommended to the shareholders at the next AGM for appointment for the financial year ending 30 September 2026.

Report of the Audit and Risk Committee continued

THE COMMITTEE'S MANDATE

The Committee's Terms of Reference are reviewed annually to ensure that they are aligned to any changes in the regulatory and operating environment.

The Committee has discharged its responsibilities in line with its Terms of Reference, which has included reporting of financial information to stakeholders in accordance with legislation and the JSE LR.

More specifically, the main functions performed by the Committee during the year under review were as follows:

- Monitored the proper operation of adequate and effective systems of internal controls, including receiving and reviewing reports, from both internal and external auditors, concerning the effectiveness of the internal control environment. This included all the entities in the consolidated Group annual financial statements, to ensure that the Group had access to all financial information to effectively prepare and report on the financial statements of the Group.
- Considered whether there were significant weaknesses in the design or implementation of the internal financial controls.
- Considered and satisfied itself on the appropriateness of accounting policies and material estimates, assumptions and judgements used in the preparation of the annual financial statements and ensured that they were adequately disclosed.
- Considered the JSE's proactive monitoring of annual financial statements report, as issued in 2025 and the applicability of the issues raised, with the view to improving disclosure where applicable.
- Considered the initiatives linked to Environmental, Social and Governance (ESG) and reviewed the disclosure thereof.
- Considered the reports of management and the internal and external auditors regarding compliance with legal and regulatory requirements.
- Reviewed legal matters that could have a material impact on the Group.
- Monitored the reporting processes and the preparation of fairly presented annual financial statements in compliance with the applicable legal and regulatory requirements and accounting standards, and recommended, for adoption by the Board, the financial information that is publicly disclosed, which for the year included the:
 - Interim results for the six months ended 31 March 2025;
 - Annual results for the year ended 30 September 2025; and
 - Related SENS announcements for both interim and year-end, including trading updates and the statement.
- Reviewed and confirmed the going concern status for the interim and annual financial statements.
- Reviewed publicly disclosed announcements regarding the sale of Life Molecular Imaging (LMI).
- Made recommendations to the Board in relation to all distributions to shareholders.
- Reviewed and recommended for approval by the Board the integrated annual report.
- Performed the functions required in terms of section 94(2) of the Companies Act on behalf of the Group's relevant South African subsidiary companies.
- Assisted the Board in setting the direction of how risk, compliance and IT governance are managed and addressed while adopting a stakeholder-inclusive approach.

- Confirmed that the Group had implemented an effective policy and plan for risk management and compliance encompassing the opportunities and associated risks to be considered when developing the Group's strategy and the potential positive and negative effects of the same risks on the achievement of the Group's strategic objectives.
- Considered whether there were significant weaknesses in the IT environment.

An external evaluation of the performance of the Committee was conducted as part of the Board and its committees' evaluation process. The evaluation found the performance of the Committee to be satisfactory.

KEY MATTERS CONSIDERED

Impairments of Intangible and Tangible Assets

The Committee particularly focused on the impairments to the carrying value of goodwill and intangible assets as a result of the underperformance of a few facilities as well as the disappointing performance from the renal dialysis business acquired from Fresenius Medical Care (FMC). The detailed calculations were reviewed, with external advice being obtained in relation to the weighted average cost of capital (WACC) rates used in this calculation.

An impairment for Life Health Solutions (LHS) was recognised for R63 million. This is due to the loss of significant contracts during the 2025 financial year resulting in a negative impact in the revenue for LHS for the 2026 financial year.

An impairment for the Namibian renal dialysis business was recognised for R132 million. This business was acquired during FY2025 and is performing below the expected business case and experiencing a decline in patient numbers.

Disposal of Life Molecular Imaging

Life Healthcare announced in a terms announcement on 13 January 2025 that it had entered into binding agreements with an entity owned by Lantheus Holdings Inc. for the sale of 100% of the Group's interests in LMI. On 6 March 2025, all regulatory approvals were obtained (UK, Germany and USA). Shareholder approval was obtained on 2 April 2025. The transaction closed in July 2025.

The Group concluded the disposal of LMI for up to USD755 million of which USD355 million was received upfront. The balance is contingent on future sales of LMI products up to 2034.

In addition to the earnout payments above, the Group has retained the rights to RM2 milestone and royalty payments, as well as regulatory milestone payments.

Report of the Audit and Risk Committee continued

A special dividend of R2.35 per share (R3.4 billion) was paid on 22 September 2025 from the net proceeds.

LMI has been disclosed as a discontinued operation in the 2025 annual financial statements. Refer to note 28 for detailed disclosures regarding the LMI disposal. The Committee is satisfied that this treatment is appropriate. The disclosures around LMI in the 2025 annual financial statements were audited by the external auditors – Deloitte, and deemed appropriate.

The disposals of LMI in the current year and Alliance Medical Group in the prior year have resulted in significant movements in earnings, impacting the comparability between the two financial years. Furthermore, in accordance with IFRS Accounting Standards, any adjustments to the liability relating to Piramal Enterprises Limited (Piramal) are recognised as part of continuing operations, as this represents a pre-existing obligation. Below is high level detail of the accounting relating to the LMI disposal:

Piramal liability

- A payable exists relating to an amount payable to the previous owners of LMI, Piramal.
- The Piramal liability is a pre-existing liability, measured at fair value and is therefore accounted for as part of continuing operations.
- The fair value adjustment is R2.9 billion. This adjustment has a substantial impact on the current year's earnings.
- Furthermore, due to the pre-existing nature of the Piramal liability, which will remain with the Group, the loss will also impact earnings per share (EPS) and headline earnings per share (HEPS) from continuing operations. The fair value adjustment is excluded from normalised earnings per share (NEPS).

The above has necessitated the provision of pro forma information to the market when issuing trading statements in the 2025 financial year in order to provide a more meaningful assessment of the Group's performance for the year.

The Committee reviewed the circular to shareholders distributed on 27 February 2025 regarding the disposal of LMI. This included a review of the historical consolidated financial information of LMI and the pro forma financial information of the Company included in the circular. Deloitte were appointed as the Independent Reporting Accountants to provide the required assurance on the financial information and the Committee engaged with both Deloitte and management to confirm that the financial information was properly prepared in accordance with the relevant requirements.

Contingent consideration receivable and financial liabilities at fair value

The Committee reviewed the assessment of the contingent consideration receivable of R1.5 billion (2024: Rnil) and financial liabilities at fair value balance of R3.6 billion at year-end and (2024: R633 million), of which the Piramal liability of R3.3 billion comprised the bulk. The detailed calculations performed by external experts were reviewed, which included the model and assumptions used in reassessing the value of the financial liabilities at fair value, with external advice being obtained in relation to WACC rates. The Committee also considered events which had an impact on these financial instruments.

ASSESSMENT OF THE APPROPRIATENESS OF THE EXPERTISE AND ADEQUACY OF RESOURCES AND EXPERIENCE OF THE FINANCE FUNCTION AND THE CHIEF FINANCIAL OFFICER (CFO)

The Committee received regular reports on the key finance initiatives, which include aspects related to financial reporting, digital automation including robotics, improved controls and efficiencies. The finance team continues to explore optimal use of both SAP and Onestream systems implemented in previous years, to increase efficiencies in reporting.

The finance team is currently undergoing an assessment process to determine which ERP will be suitable for them in replacing SAP ECC which will be out of support in 2027. This process and the decision thereof is anticipated to be completed by the end of the 2026 financial year with the implementation planned for 2027/28.

In the course of the year, the Committee received reports on the structure and qualifications of the finance function. The finance team continues to operate using the hybrid working model, namely working from home as well as coming into the office on a regular basis, which is now business as usual.

The Committee considered the appropriateness and adequacy of resources and experience of the finance function and confirmed its satisfaction.

The CFO is Pieter van der Westhuizen who is a qualified chartered accountant and has practised as one for over 28 years. Pieter has been in the employ of the Company for over 26 years and has been employed in the role of CFO since 2013. Pieter's skill, qualifications, experience and expertise were reviewed by the Committee and it is satisfied that these were appropriate to meet the requirements of the position.

Report of the Audit and Risk Committee continued

INTERNAL AUDIT AND INTERNAL CONTROLS

The internal audit function continues to provide a professional independent service, with due regard to the tenets of its charter, and has the full support of the Chief Executive (CE) and CFO.

The internal audit function is independent and has the necessary resources to enable it to fulfil its mandate. The Chief Audit Executive reports functionally to the Committee's Chairman and administratively to the CFO. A co-sourced internal audit function operates across the Group, with PricewaterhouseCoopers (PwC) being the outsourced partner, having been re appointed for a second term in September 2025. The Chief Audit Executive is responsible for co-ordinating the internal audit planning, implementing and reporting thereon. Given the various other services provided by PwC, a policy is in place to ensure that these other services does not impair their independence and objectivity.

The Committee:

- Reviewed the internal audit charter and recommended it to the Board for approval.
- Approved the risk-based internal audit plans for the 2025 financial year and changes thereto during the year to take account of changing circumstances.
- Considered the effectiveness and the performance of the internal audit function and the Chief Audit Executive for the year under review; both were found to be satisfactory.
- Reviewed the combined assurance model and its effectiveness.
- Received risk updates, particularly in relation to matters concerning financial reporting.
- Reviewed and evaluated reports in relation to internal audit and risk management and the appropriateness and adequacy of management's responses in relation thereto, as well as progress in closing out matters identified by internal audit.
- Reviewed arrangements made by the Group to enable employees and outside whistle-blowers to report any concerns and the reports received from the Tip-Off line as well as the consequent corrective action implemented.
- Reviewed internal audit's assessment of the internal control environment.

EXTERNAL AUDIT

Deloitte served as the Group's external auditor for a sixth year. The re-appointment was approved by shareholders at the 2025 AGM and Mr James Welch was approved as the designated partner.

For the year under review the Committee:

- Approved the auditor's remuneration for audit services and approved the terms of engagement and the scope of the audit. The external audit fee for the 2025 financial year as approved by the Committee was R40 million (2024: R41 million), including discontinued operations.
- Reviewed and approved the external audit plan and ensured no limitations were imposed on the scope of the external audit. Notwithstanding the continuing improvements made to the South African IT control environment, the IT control environment has not yet evolved to a standard for the full year where Deloitte was able to fully rely on the IT General Control environment and accordingly adopted a substantive audit approach.

- Reviewed the external auditor's report and confirmed that there were no material unresolved issues between the Group and the external auditor.
- Reviewed the key audit matters identified by Deloitte, as set out in its report.
- Obtained assurance from the external auditor that appropriate and adequate accounting records were being maintained.
- Reviewed the quality and effectiveness of the external audit function, including the audit process, which management, the Committee and Deloitte found to be satisfactory.
- Considered the external auditor's suitability in terms of paragraph 3.84 (g) (iii) of the JSE LR.
- Confirmed that Deloitte's independence was not impaired and received assurance that its internal governance processes supported and demonstrated its claim to independence.
- Reviewed and confirmed the non-audit services provided by Deloitte in terms of the approved non-audit services policy, which amounted to R2 million, being 4% of the Group audit fee in the current year.
- Confirmed that no reportable irregularities had been identified or reported by the external auditor under the Auditing Profession Act.

The Committee resolved to recommend to the shareholders that Deloitte be appointed as the Group's registered external auditor for the 2026 financial year and Mr Thega Marriday will succeed Mr James Welch as the designated partner. Mr Welch has rotated off as the Company's external audit partner after conclusion of the 2025 financial year.

CHIEF EXECUTIVE AND CHIEF FINANCIAL OFFICER ATTESTATION

The CE and CFO reviewed the controls over financial reporting with management and presented the findings to the Committee. This evaluation included:

- The identification and classification of risks, formulation of a risk assessment control matrix and the determination of materiality.
- Assessment of controls for material account balances and identification of material deficiencies in the design and implementation of internal controls.
- Review of internal audit reports relating to the 2025 financial year to further identify material weaknesses in internal controls.
- Consideration of control feedback provided by the external auditors and other assurance providers through the audit process.
- Obtaining control declarations from managers on the operating effectiveness of key controls, done on an annual basis.
- The use of experts where appropriate to provide assurance on certain judgements, estimates and assumptions.

Report of the Audit and Risk Committee continued

Based on this evaluation, management identified certain deficiencies relating to the IT General Control environment, which included a number of high, medium and low risk areas. While there continues to be an improvement, there remains a number of material matters which are primarily dependent on the replacement of iMeds. The iMeds project was completed in the 2024 financial year and the material matters reported on IT General controls environment have significantly reduced in 2025. A remediation plan is in place and is being implemented by management in stages, especially as it relates to control improvements associated with control disciplines and the implementation of new computer systems. The evaluation also identified gaps in certain financial controls, but these were largely mitigated by compensating controls and did not lead to any material misstatements in the financial reporting process.

The Committee received regular reports on the actions and mitigating controls and considered the impact on reporting.

This process has enabled the CE and CFO to conclude and sign-off on the effectiveness of the internal controls over financial reporting, in accordance with the JSE LR.

The Committee has reviewed the documented basis for management's conclusion, including discussions with the internal and external auditors as well as management. The Committee believes that the organisation's internal controls can be relied upon as a reasonable basis for the preparation of the annual financial statements.

KEY OUTCOMES FOR 2025

The key focus areas for 2025 that were set out in last year's report are set out below with the objectives having been met.

Overseeing the assessment of the impact of the Pillar Two income taxes legislation on the Group's financial performance in all jurisdictions where it operates or where required.

Monitoring the combined assurance model to ensure that it is appropriate and effective.

Assessing the "tone" of the organisation, and particularly the finance function.

The progress on getting off legacy applications and ensuring the new systems have appropriate controls and efficiencies.

Monitoring the Group's plan and transition from SAP ECC ERP.

Enhancing the value received from the internal audit function in improving the business.

Monitoring internal audit function deliverables and reporting.

Assisting the Board in setting the direction of how risk, compliance and IT governance are managed and addressed.

Ensuring the Group has implemented an effective policy and plan for risk management and compliance.

Monitoring the mitigation and reduction of significant weaknesses in the IT environment.

Oversee the smooth transition between audit partners.

Report of the Audit and Risk Committee continued

FOCUS AREAS FOR 2026

For the 2026 financial year the Committee will continue to focus on the basics of ensuring a strong risk and control environment that supports the quality of financial reporting. Key areas of focus will include:

Overseeing the assessment of the impact of the Pillar Two income taxes legislation on the Group's financial performance in all jurisdictions where it operates or where required.	Monitoring the combined assurance model to ensure that it is appropriate and effective.	Assessing the "tone" of the organisation, and particularly the finance function.	The progress on getting off legacy applications and ensuring the new systems have appropriate controls and efficiencies.	Monitoring the Group's plan and transition from SAP ECC ERP.	Enhancing the value received from the internal audit function by ensuring that findings are turned into actions in order to improve the business.	Monitoring internal audit function deliverables and reporting.	Assisting the Board in setting the direction of how risk, compliance and IT governance are managed and addressed.	Ensuring the Group has implemented an effective policy and plan for risk management and compliance.	Monitoring the mitigation and reduction of significant weaknesses in the IT environment.	Oversee the smooth transition between audit partners.
---	---	--	--	--	---	--	---	---	--	---

The Committee confirms that for the 2025 financial year, it has discharged its responsibilities in accordance with its Terms of Reference and in compliance with the requirements of the Companies Act, the JSE LR and all other relevant legislation.

For and on behalf of the Committee.

Fulvio Tonelli

F Tonelli

Chairman: Audit Committee

Johannesburg

25 November 2025

Directors' report

for the year ended 30 September 2025

The directors have pleasure in submitting their report on the annual financial statements of the Group and the Company for the year ended 30 September 2025. The directors are of the opinion that stakeholders' interests are best served by presenting the Group's annual financial statements separately from those of the Company. The latter financial statements appear on pages 102 to 106.

NATURE OF THE BUSINESS

Life Healthcare Group Holdings Limited is an investment holding company and through its subsidiaries, associates and joint ventures operates and has extensive interests in private healthcare facilities and healthcare services companies in southern Africa. The Group also has an investment in the United Kingdom. This subsidiary held the investment in Life Molecular Imaging (LMI), which was disposed of during the year. The consideration includes potential future contingent consideration (refer to page 25).

Life Healthcare Funding Limited, a wholly-owned subsidiary of Life Healthcare Group Holdings Limited, has floating rate notes listed on the Interest Rate Market of the JSE under its Domestic Medium Term Note Programme. The Group is listed in South Africa on the main Board of the JSE and on the A2X exchange.

DISPOSAL OF LMI

The Group concluded the disposal of LMI for up to USD755 million of which USD355 million was received upfront. The balance is contingent on future sales of LMI products up to 2034. A special dividend of R2.35 per share (R3.4 billion) was paid on 22 September 2025 from these proceeds. Refer to note 28.

SUMMARY OF FINANCIAL PERFORMANCE AND OVERVIEW

The Group had delivered a good operating performance for the year ended 30 September 2025. Group revenue from continuing operations grew by 6.0% compared to the prior year, while normalised Earnings before interest, tax, depreciation and amortisation (EBITDA)* from continuing operations grew by 4.7%. The results were negatively impacted by a few facilities operating below expectation including the renal dialysis business acquired from Fresenius Medical Care (FMC).

In line with our strategy of growing the non-acute portion of our business the Group:

- completed two diagnostic transactions for a total cash consideration of R38 million; and
- concluded the acquisition of the renal dialysis clinics in Namibia from FMC. The cash consideration has not been paid yet as at 30 September 2025.

Earnings per share (EPS) from continuing and discontinued operations decreased to 263.0 cents (2024: 328.8 cents) while headline earnings per share (HEPS) decreased to negative 112.1 cents (2024: 152.9 cents). Normalised earnings per share (NEPS*) from continuing operations, which excludes the non-trading related items grew by 10.1% to 100.3 cents (2024: 91.1 cents).

The Group's overall earnings have been impacted by:

- the R2.8 billion once-off gain recognised in FY2024 following the completion of the Alliance Medical Group (AMG) disposal as well as the contribution of R434 million of the sub-license of LMI's RM2 product;
- the R5.3 billion once-off gain recognised in 2025 following the completion of the LMI disposal set off by the R2.9 billion fair value adjustment recognised on the Piramal liability; and
- impairments to the value of R211 million was recognised related to the renal dialysis business and other underperforming units.

* Normalised EBITDA and NEPS are non-IFRS measures. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

The Group had strong working capital management. The cash generation from operations represented 119.6% of normalised EBITDA (FY2024: 101.1%).

The capital expenditure (capex) from continuing operations for the year was R1.8 billion (2024: R1.8 billion), comprising mainly of capital projects of R1.8 billion (2024: R1.4 billion) and new acquisitions (net of cash acquired) of R38 million (2024: R421 million).

The maintenance capex for the year was R1.4 billion (2024: R1.2 billion).

The financial statements on pages 16 to 110 fully set out the financial results of the Group and Company.

SPECIAL RESOLUTIONS

The following special resolutions were passed during the course of the year:

- General authority to repurchase Company shares
- General authority to provide financial assistance to related and inter-related companies
- Approval of non-executive directors' remuneration

DISTRIBUTIONS TO SHAREHOLDERS

The Company considers an interim and final distribution in respect of each financial year.

The Company paid the following cash distributions during the current financial year:

Date dividend paid	R'm	Cents per share	Type of distribution
17 December 2024	455 ¹	31.0	Final 2024
13 January 2025	1 027 ¹	70.0	Special 2024
17 June 2025	308 ¹	21.0	Interim 2025
22 September 2025	3 448 ¹	235.0	Special 2025

¹ A dividend withholding tax of 20% is applicable to all shareholders not exempted therefrom.

Final 2025 dividend

The Board approved a final gross cash dividend of 35.00 cents per ordinary share for the year ended 30 September 2025. The dividend has been declared from income reserves. The dividend is subject to South African dividend withholding tax of 20%, which will be applicable to all shareholders not exempt therefrom, after deduction of which the net cash dividend is 28.00 cents per share.

The Company's total number of issued ordinary shares is 1 467 349 162 as at 27 November 2025. The Company's income tax reference number is 9387/307/15/1.

Directors' report continued

for the year ended 30 September 2025

In compliance with the requirements of the JSE, the following salient dates are applicable:

Last date to trade cum dividend	Monday, 15 December 2025
Trading ex-dividend commences	Wednesday, 17 December 2025
Record date	Friday, 19 December 2025
Payment date	Monday, 22 December 2025

Share certificates may not be dematerialised or rematerialised between Wednesday, 17 December 2025 and Friday, 19 December 2025, both days inclusive.

COMPLIANCE

The Board confirms its compliance with the South African Companies Act and that the Company is operating in conformity with its Memorandum of Incorporation.

BOARD OF DIRECTORS

The names of the directors in office at the date of this report are set out on page 1. The remuneration and interests of the directors are set out in note 29 to the annual financial statements.

Changes to Board of Directors and Board Committees

Joel Netshitenzhe and Lars Holmqvist retired from the Life Healthcare Board with effect from 20 February 2025. While on the Board, Joel served on the Risk, Compliance and IT Governance Committee as the Chairman, which was subsumed into the Audit and Risk Committee, of which he was a member. Joel was also a member of the Social, Ethics and Transformation Committee and the Nominations and Governance Committee. Lars served on the Audit and Risk Committee and Investment Committee. The Board wishes to thank them both for their invaluable contributions over the years.

In line with the Board succession plans previously announced, Prof Marian Jacobs and Dr Jeanne Bolger will retire down from the Board at the Company's 2026 Annual General Meeting (AGM). At that point Prof Jacobs will step down as Chairman of the Clinical Committee as well as a member of the Social, Ethics and Transformation Committee and Dr Bolger will step down as a member of the Clinical and Investment Committees. Dr Fareed Abdullah will assume the position of Chairman of the Clinical Committee at that time.

INTERESTS OF DIRECTORS

There have been no changes in the interests as set out in note 29 between 30 September 2025 and the date of this report.

No arrangements to which the Company is a party existed at year-end that would enable the directors or their families to acquire benefits by means of the acquisition of shares in the Company, other than the long-term incentive schemes (including the co-investment policy) in respect of executive directors.

There were no contracts of any significance during or at the end of the financial year in which any director of the Company had a material interest.

SECRETARY

The address of the Company Secretary is the same as the Company's registered address.

Independent auditor's report

To the shareholders of Life Healthcare Group Holdings Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Opinion

We have audited the consolidated and separate financial statements of Life Healthcare Group Holdings Limited (the Group and Company) set out on pages 16 to 106, which comprise the consolidated and separate statements of financial position as at 30 September 2025, and the consolidated and separate statements of profit or loss and other comprehensive income, the consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year 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 Life Healthcare Group Holdings Limited and its subsidiaries as at 30 September 2025, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

Basis for opinion

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

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

Final materiality

We define materiality as the magnitude of misstatement in the consolidated and separate financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the nature and extent of our audit work and in evaluating the results of our work.

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

Materiality	Group materiality: R168 million (2024: R184 million); Company materiality: R89 million (2024: R89 million).
Basis for determining materiality	<p>A key judgement in determining materiality is the appropriate benchmark to select, based on our perception of the needs of shareholders. We considered which benchmarks and key performance indicators have the greatest bearing on shareholder decisions. We determined that profit before tax, contingencies and impairments from continuing operations remain key benchmark and is generally accepted for listed entities.</p> <p>Based on our professional judgement, we determined materiality to be R168 million which is 6.8% of profit before tax, contingencies and impairments from continuing operations. For the company, we determined materiality to be R89 million which is 1% of total assets.</p>

Scope of our audit

Our Group audit was scoped by obtaining an understanding of the Group and its environment, including the structure and organisation of the Group, and assessing the risks of material misstatement at the Group level.

We selected components at which audit work in support of the group audit opinion needed to be performed in order to provide an appropriate basis for undertaking audit work to address the risks of material misstatement. Our selection was informed by taking into account the component's contribution to relevant classes of transactions, account balances or disclosures.

The following audit scoping was applied:

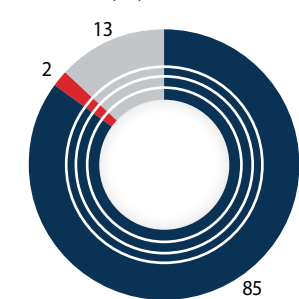
- Certain Hospitals, Complementary and Healthcare business units whose financial information was fully scoped in;
- Specified audit procedures over the audit of one or more specific account balances, classes of transactions or disclosures relating to certain Hospitals, Complementary and Healthcare business units;
- Defined scope procedures and consideration of disclosures were performed on the Life Molecular Imaging (LMI) discontinued operation; and
- Risk assessment procedures were performed over the remaining non-scoped in residual account balances.

Independent auditor's report continued

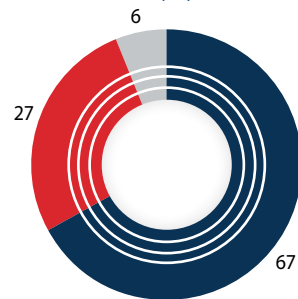
The extent of our testing was based on our assessment of the risk of material misstatement of certain specific financial balances and/or processes and of the materiality of the Group's operations at those locations. 19 components were subject to audits of financial information and 29 components were subject to an audit of one or more classes of transactions, account balances or disclosures.

The components subject to either the audit of component financial information or the audits of one or more account balances amounted to approximately 87% of the Group's revenue and 94% of the Group's total assets.

Revenue (%)



Total assets (%)



- Audit of component financial information
- Audit of one or more classes of transactions, account balances or disclosures
- Residual value evaluation

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. DTT has not identified a separate KAM for the company.

In terms of the EAR Rule, we are required to report the outcome of audit procedures or key observations with respect to the key audit matters and these are included in the tables that follow.

Key audit matter

How the matter was addressed in the audit

Impairment of goodwill (Group)

As disclosed in note 11 to the consolidated financial statements, the carrying value of goodwill is R1 724 million and comprises 7% of the total assets of the Group. The directors conduct an annual impairment assessment to test the recoverability of the carrying value of goodwill in accordance with IAS 36: Impairment of assets ("IAS 36"). The directors' assessment of the impairment of goodwill is performed by determining the recoverable amount of goodwill with reference to the higher of value in use or fair value less cost to sell for each cash generating unit.

The directors applied judgements in the estimation of the value in use including the determination of the values of the following key assumptions:

- Growth rates;
- Tariff increases and/or Inflation rates;
- Discount rates; and
- Terminal growth rate.

These key assumptions impact the value in use calculation and their values are estimated on the basis of expected future market conditions, which are also subject to change. As a result of the level of judgement involved, the impairment assessment of goodwill was considered a key audit matter.

In evaluating the impairment of goodwill, we reviewed the value in use calculations prepared by the directors and the judgements applied in these calculations. We performed various procedures, including the following:

- Assessed the appropriateness of the cash generating units;
- Analysed the future projected cash flows used in the directors' value in use calculation to determine whether they are appropriate;
- We assessed whether the directors' model complies with the requirements of IAS 36;
- We evaluated the weighted average cost of capital rates for each CGU and where appropriate involved our valuation specialists;
- Performed a re-computation of the value in use of key cash generating units;
- Performed an assessment of historical forecasts against actual performance;
- Performed a sensitivity analyses on the key assumptions to evaluate the impact on the value in use calculation and the appropriateness of the directors' disclosures; and
- Assessed the presentation and disclosure of goodwill in the consolidated financial statements.

We found the assumptions used in the calculations of the value in use model to be acceptable. Based on the testing undertaken, the presentation and disclosures in respect of the impairment assessment of goodwill is considered to be appropriate and consistent with the requirements of IFRS Accounting Standards.

Independent auditor's report continued

Key audit matter	How the matter was addressed in the audit	Key audit matter	How the matter was addressed in the audit
Information technology controls (Group) <p>The Group's operations are heavily dependent on the use of technology and various financial reporting systems. The IT environment is complex and pervasive to operations due to:</p> <ul style="list-style-type: none"> The large volume of transactions processed in numerous locations daily; and A strong reliance on automated controls as well as IT dependent manual controls. <p>Consequently, appropriate IT controls are required to ensure that applications process data as expected and that changes are made in an appropriate manner. Such controls contribute to mitigating the risk of potential fraud or errors.</p> <p>During our current and prior year audit we identified vulnerabilities in the IT control environment in the operations around user access, developer access and change management controls on key financial accounting and reporting systems. The control environment continues to rely heavily on excel spreadsheets and on individuals to perform appropriate reviews. There is a risk that exploitation of these vulnerabilities could result in the financial accounting and reporting records being materially misstated.</p> <p>The weakened IT environment relating to the operations was therefore considered a key audit matter. Significant audit effort was therefore spent to understand, document and test controls to mitigate the risk of misstatements as a result of the vulnerabilities identified in the IT environment in the operations.</p>		Disposal and disclosure of Life Molecular Imaging (Group) <p>Life Healthcare entered into an agreement to dispose its full interest in Life Molecular Imaging (LMI) to Lantheus Holdings Inc. The sale consideration comprised of an upfront payment of \$350 million and an earnout consideration of up to \$400 million contingent upon the achievement of specified future sales milestones for LMI products through to 2034. The sale was concluded on 21 July 2025.</p> <p>LMI's results have been disclosed as a discontinued operation in note 28. As part of the disposal consideration a R1 339 million contingent consideration receivable (note 23) has been recognised and the related pre-existing R3 302 million contingent consideration Piramal liability (note 23) owing to the Piramal family has been fair valued. A R87 million management scheme obligation (note 23) has been raised for former LMI management in terms of the disposal agreement.</p> <p>We have identified the disposal of LMI as a key audit matter because of its financial significance to the consolidated financial statements. The transaction is non-routine and involves significant judgement relating to the recognition of certain account balances based on achievement of future LMI sales milestones, impacting on the valuation of the contingent earnout receivable, contingent consideration liability and the LMI management incentive obligation.</p>	
<p>Our audit required extensive involvement from our senior audit personnel, IT specialists and individuals with specialised knowledge.</p> <p>Due to the fact that we were unable to rely on the IT general controls, we were required to adopt a fully substantive based approach, incorporating:</p> <ul style="list-style-type: none"> Increased detailed testing, which increased our sample sizes and resulted in a largely manual testing approach; Increased procedures over assessing the completeness and accuracy of reports produced by the systems before reliance could be placed on them; and Extensive data analytics were performed on journal entries throughout the period in order to extract entries that might exhibit characteristics of fraudulent entries. <p>Based on the audit procedures performed and the level of expertise and effort associated with the current year audit, we are satisfied that our audit procedures were sufficient to mitigate the impact of the weakened IT controls identified over financial reporting.</p>		<p>Our procedures in relation to the LMI disposal included the following:</p> <ul style="list-style-type: none"> Inspected the disposal agreements and participated in various meetings and discussions with group management and external parties to understand the appropriateness of the treatment as a discontinued operation and the accounting implications and obligations of the LMI disposal transaction; Obtained the independent valuation performed by management's expert in determining the contingent consideration receivable, and with the support of our internal valuation specialists, evaluated the appropriateness of the valuation methodology and assumptions used in their valuation model; Evaluated, with the support of our internal valuation specialist, the accuracy and completeness of the contingent consideration Piramal liability revalued in the current year based on the pre-existing obligation to the former owner of LMI; Evaluated the accuracy and completeness of LMI management scheme obligation and the related judgement and assumptions made by management; Recalculated the foreign currency translation reserve released to the profit on discontinued operation; and Reviewed the relevant LMI related consolidated financial statement disclosures provided, ensuring compliance with relevant accounting standards. <p>Based on the procedures performed, we are satisfied with the significant judgements applied to the valuation of the LMI contingent consideration receivable, contingent consideration Piramal liability and LMI management scheme obligations. Additionally, we found the accounting for the disposal and related disclosures to be appropriate and supportable.</p>	

Independent auditor's report continued

Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Life Healthcare Group Holdings Limited Annual Financial Statements for the year ended 30 September 2025", which includes the Directors' Report, the Audit Committee's Report and the Company Secretary's Certificate as required by the Companies Act of South Africa, which we obtained prior to the date of this report, and the Integrated Annual Report, which is expected to be made available to us after that date. 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group and/or company or to cease operations, or have no realistic alternative but to do so.

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

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

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

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

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

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

Independent auditor's report continued

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

Audit tenure

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that Deloitte & Touche has been the auditor of Life Healthcare Group Holdings Limited for 6 years.

Signed by:
 *James Welch*
F6185D3EF8A946E...
Deloitte & Touche
Registered Auditor

Per: James Welch
Partner
26 November 2025

5 Magwa Crescent,
Waterfall City, Waterfall,
2090

Consolidated statement of profit or loss

for the year ended 30 September 2025

	Notes	2025 R'm	2024* R'm
Continuing operations			
Revenue	2	25 104	23 674
Other income	2	311	292
Drugs and consumables		(6 888)	(6 370)
Employee benefits expense	3	(10 028)	(9 530)
Retirement benefit asset and post-employment medical aid income		33	36
Depreciation of property, plant and equipment		(1 137)	(1 066)
Amortisation of intangible assets		(175)	(154)
Repairs and maintenance expenditure on property, plant and equipment		(429)	(388)
Occupational expenses		(919)	(847)
Hospital service expenses		(1 029)	(1 002)
Communication expenses		(584)	(506)
Professional, legal and secretarial fees		(438)	(394)
Expected credit losses		(265)	(306)
Other expenses	6	(1 011)	(1 007)
Fair value adjustment	23	(2 881)	(63)
Fair value gain/(loss) on financial instruments	4	14	(15)
Loss on derecognition of lease asset and liability		(4)	–
Impairment of assets	10 & 11	(211)	(25)
(Loss)/profit on disposal of assets	10 & 11	(11)	2
Profit on disposal of subsidiary		54	–
Transaction costs relating to acquisitions		(14)	(11)
Operating (loss)/profit	6	(508)	2 320
Finance income	5	367	342
Finance cost	5	(489)	(500)
Share of associates' and joint ventures' net profit after tax	12	10	8
(Loss)/profit before tax	6	(620)	2 170
Tax expense	7	(721)	(636)
(Loss)/profit after tax from continuing operations		(1 341)	1 534
Discontinued operations			
Profit from discontinued operations	28	5 312	3 413
Profit after tax		3 971	4 947
Profit after tax attributable to:			
Ordinary equity holders of the parent		3 864	4 827
Non-controlling interest		107	120
		3 971	4 947
Earnings per share (cents)			
From continuing operations			
Basic	8	(106.9)	92.2
Diluted	8	(106.9)	92.2
From continuing and discontinued operations			
Basic	8	263.0	328.8
Diluted	8	263.0	328.8

* Restated in terms of IFRS 5 as LMI is disclosed as a discontinued operation (refer to note 28).

Consolidated statement of comprehensive income

for the year ended 30 September 2025

	Notes	2025 R'm	2024* R'm
Profit after tax		3 971	4 947
Other comprehensive income			
Items that may be reclassified to profit or loss			
Movement in foreign currency translation reserve (FCTR) of continuing foreign operations, net of tax		(101)	(18)
Movement in FCTR of discontinued operations, net of tax	28	(3)	59
Exchange loss/(gain) reclassified to profit or loss on disposal of discontinued operations		257	(3 234)
Items that will not be reclassified to profit or loss			
Retirement benefit asset and post-employment medical aid income, net of tax ¹		35	11
Total comprehensive income for the year		4 159	1 765
Total comprehensive income attributable to:			
Ordinary equity holders of the parent		4 064	1 661
Non-controlling interest		95	104
		4 159	1 765
Total comprehensive income attributable to ordinary equity holders of the parent arises from:			
Continuing operations		(1 502)	1 742
Discontinued operations		5 566	(81)
		4 064	1 661

* Restated in terms of IFRS 5 as LMI is disclosed as a discontinued operation (refer to note 28).

¹ Includes tax of R13 million charge (2024: R4 million charge).

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated statement of financial position

at 30 September 2025

	Notes	2025 R'm	2024 R'm
ASSETS			
Non-current assets		17 225	16 809
Property, plant and equipment	10	11 301	10 765
Intangible assets	11	2 333	3 570
Investment in associates and joint ventures	12	47	104
Employee benefit assets	13	430	349
Deferred tax assets	14	1 831	1 835
Contingent consideration receivable	23	1 108	–
Other assets	24	175	186
Current assets		8 465	7 292
Cash and cash equivalents	15	3 810	2 462
Trade and other receivables	16	3 614	4 157
Inventories	17	408	466
Income tax receivable		93	77
Contingent consideration receivable	23	396	–
Other assets	24	144	130
Assets held for sale		–	243
Total assets		25 690	24 344

	Notes	2025 R'm	2024 R'm
EQUITY AND LIABILITIES			
Capital and reserves			
Stated capital	18	13 224	13 375
Reserves		(1 847)	(836)
Non-controlling interest		765	975
Total equity		12 142	13 514
LIABILITIES			
Non-current liabilities		6 502	5 560
Interest-bearing borrowings	20	3 764	3 394
Deferred tax liabilities	14	1 937	1 492
Trade and other payables	21	–	49
Provisions	22	10	6
Financial liabilities at fair value	23	791	599
Other liabilities		–	20
Current liabilities		7 046	5 255
Trade and other payables	21	3 811	3 910
Interest-bearing borrowings	20	187	1 027
Provisions	22	129	143
Financial liabilities at fair value	23	2 832	34
Income tax payable		20	98
Other liabilities		67	43
Liabilities directly associated with assets classified as held for sale		–	15
Total liabilities		13 548	10 830
Total equity and liabilities		25 690	24 344

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated statement of changes in equity

for the year ended 30 September 2025

	Attributable to equity holders of the Company						Total equity R'm
	Stated capital R'm	Other reserves R'm	FCTR R'm	Retained earnings R'm	Reserves R'm	Non-controlling interest R'm	
Balance at 1 October 2024	13 375	(300)	(203)	(333)	(836)	975	13 514
Total comprehensive income for the year	–	35	165	3 864	4 064	95	4 159
Profit for the year	–	–	–	3 864	3 864	107	3 971
Other comprehensive income/(loss)	–	35	165	–	200	(12)	188
Transactions with non-controlling interests	–	9	–	–	9	(19)	(10)
Transfer within equity	–	–	(174)	174	–	–	–
Disposal of subsidiary	–	–	–	–	–	(113)	(113)
Distributions to shareholders	–	–	–	(5 237)	(5 237)	(173)	(5 410)
Purchase of treasury shares for staff benefit schemes (refer to note 18)	(407)	–	–	–	–	–	(407)
Vesting of treasury shares for staff benefit schemes (refer to note 18)	253	(253)	–	–	(253)	–	–
Disposal of treasury shares for staff benefit schemes forfeited (refer to note 18)	3	–	–	–	–	–	3
Long-term incentive schemes charge from continuing operations	–	300	–	–	300	–	300
Long-term incentive schemes charge from discontinued operations	–	54	–	–	54	–	54
Life Healthcare employee share trust charge	–	52	–	–	52	–	52
Balance at 30 September 2025	13 224	(103)	(212)	(1 532)	(1 847)	765	12 142
Note		19					
Balance at 1 October 2023	13 294	(366)	2 974	4 312	6 920	1 075	21 289
Total comprehensive income/(loss) for the year	–	11	(3 177)	4 827	1 661	104	1 765
Profit for the year	–	–	–	4 827	4 827	120	4 947
Other comprehensive income/(loss)	–	11	(3 177)	–	(3 166)	(16)	(3 182)
Transactions with non-controlling interests	–	–	–	–	–	(53)	(53)
Distributions to shareholders	–	–	–	(9 472)	(9 472)	(151)	(9 623)
Purchase of treasury shares for staff benefit schemes (refer to note 18)	(285)	–	–	–	–	–	(285)
Vesting of treasury shares for staff benefit schemes (refer to note 18)	358	(358)	–	–	(358)	–	–
Disposal of treasury shares for staff benefit schemes forfeited (refer to note 18)	8	–	–	–	–	–	8
Long-term incentive schemes charge from continuing operations	–	245	–	–	245	–	245
Long-term incentive schemes charge from discontinued operations	–	118	–	–	118	–	118
Life Healthcare employee share trust charge	–	50	–	–	50	–	50
Balance at 30 September 2024	13 375	(300)	(203)	(333)	(836)	975	13 514
Note		19					

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated statement of cash flows

for the year ended 30 September 2025

	Notes	2025 R'm	2024* R'm
Cash flows from operating activities			
Cash generated from continuing operations	26	4 598	3 713
Transaction costs relating to acquisitions		(17)	(11)
Finance income received		175	270
Tax paid		(689)	(680)
Net cash generated from operating activities from discontinued operations		358	431
Net cash generated from operating activities		4 425	3 723
Cash flows from investing activities			
Purchase of property, plant and equipment		(1 638)	(1 297)
Purchase of intangible assets		(169)	(69)
Proceeds on disposal of property, plant and equipment	10	26	23
Acquisition of subsidiaries, net of cash acquired	27	(38)	(421)
Proceeds on disposal of LMI (2024: AMG), net of cash disposed of	28	5 466	19 466
Proceeds from loan to discontinued operations		168	–
Proceeds on disposal of South African subsidiary, net of cash disposed of	28	183	–
Settlement of the foreign exchange forward contract	28	–	(121)
Loans from/(to) joint venture	12	57	(100)
Contingent considerations paid	23	(36)	–
Other cash payments received ¹		24	10
Other cash payments made		(4)	(61)
Net cash utilised in investing activities from discontinued operations		(167)	(766)
Net cash generated from/(utilised in) investing activities		3 872	16 664

	Notes	2025 R'm	2024* R'm
Cash flows from financing activities			
Proceeds from bank loans and notes issued	20	500	2 485
Repayment of bank loans	20	(500)	(11 257)
Repayment of lease liabilities	20	(519)	(141)
Distributions to non-controlling interests		(173)	(151)
Cash flow on increases in ownership interest	27	(70)	(72)
Proceeds on decreases in ownership interest	27	60	19
Finance cost paid		(382)	(412)
Treasury shares acquired for delivery to staff trust and long-term incentive schemes	18	(407)	(285)
Disposal of forfeited treasury shares		3	8
Dividends paid to Company's shareholders		(5 233)	(9 472)
Net cash utilised in financing activities from discontinued operations		(167)	(344)
Net cash utilised in financing activities		(6 888)	(19 622)
Net increase in cash and cash equivalents		1 409	765
Cash and cash equivalents from continuing operations – beginning of the year		1 862	659
Cash and cash equivalents of discontinued operations – beginning of the year		600	1 096
Effect of foreign currency rate movements		(61)	(58)
Cash and cash equivalents at the end of the year	15	3 810	2 462

* Restated in terms of IFRS 5 as LMI is disclosed as a discontinued operation (refer to note 28).

¹ Includes dividends and capital distributions received from associates and joint ventures (refer to note 12) and proceeds on disposal of equity investment.

The accompanying notes are an integral part of these consolidated financial statements.

Notes to the consolidated annual financial statements

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS

1.1 Basis of preparation

The Group annual financial statements present the consolidated financial position and changes therein, operating results and cash flow information of Life Healthcare Group Holdings Limited, its subsidiaries, associates and joint ventures, and have been prepared on a historical cost basis, unless otherwise stated.

Prepared in accordance with

- IFRS® Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and International Financial Reporting Interpretations Committee (IFRIC) interpretations effective for the Group's financial year, as well as the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council
- JSE Listings Requirements
- South African Companies Act, 71 of 2008 (as amended)

Pro forma information

To provide a more realistic assessment of the Group's performance for the current year, pro forma financial information has been included in these annual financial statements. The following separate pro forma information was included:

- As a result of the disposal of LMI, the Piramal liability (refer to note 23) was remeasured based on the net proceeds received from the sale of LMI. The 2025 pro forma numbers are derived by adding back the impact of the fair value adjustment (R2 881 million) relating to the Piramal liability to the 2025 audited EPS and HEPS (refer to note 8).
- Following the disposal of Life St Mary's Private Hospital (Life St Mary's) on 1 December 2024, hospital revenue of R51 million (2024: R305 million) and normalised EBITDA of R6 million (2024: R57 million) from Life St Mary's were deducted from the audited 2025 and audited 2024 numbers to obtain the like-for-like numbers. Following the acquisitions from FMC of the South African renal dialysis clinics during the prior year and the Namibian renal dialysis clinics during the current year, complementary services revenue of R660 million (2024: R308 million) and a normalised EBITDA of R18 million (R39 million) from these clinics were deducted from the audited 2025 numbers to obtain the like-for-like numbers (refer to note 9).

The directors are responsible for the pro forma financial information, which has been prepared in compliance with paragraphs 8.15 to 8.34 of the Listings Requirements of the JSE and the SAICA Guide on Pro forma Financial Information, revised and issued in September 2014 (applicable criteria). The pro forma information does not constitute financial information fairly presented in accordance with IFRS Accounting Standards.

The pro forma information has been prepared for illustrative purposes only and, due to its nature, may not fairly present the Group's financial position, changes in equity, results of operations and cash flows. The underlying information used in the preparation of the pro forma financial information has been prepared using the accounting policies in place for the year ended 30 September 2025. The Group's external auditor, Deloitte, audited the pro forma information and provided a separate assurance report under ISAE3420 (refer to annexure F).

The pro forma information is not an IFRS requirement, nor a JSE Listings Requirement. However, the disclosure of pro forma financial information must comply with the JSE Listings Requirements.

Going concern principles

The Group performs regular assessments on the going concern status of the Group. These assessments take into consideration:

- current solvency of the Group;
- current liquidity position;
- available committed and uncommitted bank facilities;
- cash commitments for the next 12 months;
- budgets and forecasts;
- bank covenants; and
- debt maturities.

The assessments are reviewed by the Board of Directors. The forecasts for the Group have been prepared, covering its future performance, capital and liquidity for a period of 12 months from the date of approval of these consolidated financial statements.

The Group had a good trading performance for the year ended 30 September 2025 and generated R4.6 billion (2024: R3.7 billion) cash from continuing operations.

The Group is in a strong financial position with net debt to normalised EBITDA (calculated as defined in the debt agreements) at 0.01 times as at 30 September 2025 (2024: 0.45 times). This metric is distorted by the Piramal liability which will be settled in H1-2026 with the LMI proceeds. Including this liability in net debt, the net debt to normalised EBITDA increases to 0.77x.

The Group is expected to remain within bank covenants for the next reporting period based upon current forecasts. The Group's available undrawn bank facilities as at 30 September 2025 are R1.8 billion (2024: R2.3 billion) (refer to note 20).

Based on the going concern assessment, the Board of Directors is of the view that the Group and Company:

- have adequate resources to continue in operation for the foreseeable future; and
- have sufficient accessible capital and liquidity to continue to meet its obligations as they fall due and as a result it is appropriate to prepare these consolidated and Company financial statements on a going concern basis.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.1 Basis of preparation continued

Presentation and functional currency

South African Rand

Rounding principles

Rounded to the nearest million, unless otherwise stated. Amounts less than R500 000 will therefore round down to Rnil and are presented as a dash.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains or losses resulting from the settlement of such transactions and from translation of monetary assets and liabilities denominated in foreign currencies at reporting date closing rates are recognised in the statement of profit or loss.

Foreign exchange gains or losses are deferred in equity if they relate to qualifying cash flow hedges or are attributable to part of the net investment in a foreign operation.

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. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain and loss.

Foreign exchange gains or losses that relate to investments and borrowings are presented in the statement of profit or loss, within finance income/(costs). All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other income/(expenses).

1.2 Critical judgements, accounting estimates and assumptions

The preparation of the annual financial statements requires the use of critical accounting estimates and assumptions (refer to 1.2.2) and requires management to exercise judgements (refer to 1.2.1) in the process of applying the Group's accounting policies. Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. A description of the accounting estimates, assumptions and judgements that were critical to preparing specific financial statement items as well as the processes employed to do so, are set out as follows:

1.2.1 Critical judgements

Non-financial assets

Impairment – goodwill

The recoverable amounts of cash-generating units (CGUs) have been determined based on the higher of value-in-use calculations and fair value less cost to sell. These calculations require the use of estimates. An impairment loss is recognised for CGUs if the estimated recoverable amount of the unit is less than the carrying amount of the unit. The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order: first, to reduce the carrying amount of any goodwill allocated to the CGU and then to the other assets of the unit, pro rata on the basis of the carrying amount of each asset in the unit.

A level of judgement is required in estimating future activities, and the related cash flows.

Good activities growth was seen across most business lines. Occupancy levels for hospitals and complementary services were 69.7% (2024: 69.0%) and are estimated to be between 69% and 71% in FY2026, the first year of estimated future activities.

The recoverable amounts of most southern African CGUs were determined based on value-in-use. The recoverable amounts of some CGUs in southern Africa were determined based on fair value less cost to sell.

Recoverable amounts based on value-in-use

The value-in-use calculations for the southern Africa CGUs were determined by discounting the expected future cash flows over a period of five years after which a terminal growth rate is applied.

The key assumptions used in the value-in-use calculations are:

Average discount rates	The weighted average cost of capital (WACC) was determined by considering the respective debt and equity costs and ratios. To determine the discount rates, the local risk-free rate was used based on the in-country government bond yield adjusted for a risk premium to reflect the increased risk of investing in equities. The discount rates used are pre-tax and reflect the specific risks relating to the industry and the countries in which we operate.
Growth rates in activities	Based on historical experience, capacity availability and the expected developments in the market.
Tariff and inflation increases	Based on the latest available economic forecasts and management's expectations of the outcome of annual tariff negotiations.
Growth in overhead costs	Based on management knowledge, prior history or trends and latest available economic forecasts.
Terminal growth rates	These rates are country-specific and determined based on the forecast market growth rates.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.2 Critical judgements, accounting estimates and assumptions continued

1.2.1 Critical judgements continued

Non-financial assets continued

Impairment – goodwill continued

Recoverable amounts based on value-in-use continued

The key assumptions used in the value-in-use calculations were as follows:

	2025 %	2024 %
Growth rate in activities ¹	0.0 – 5.4	0.0 – 5.5
Average discount rate		
Pre-tax	16.29	15.52
Post-tax	13.00	12.86
Tariff and inflation increases ²	0.0 – 4.5	0.0 – 5.4
Terminal growth rate	3.0	4.5

¹ Represents growth rates for all units with the exception of five CGUs. The CGU's which fall outside the range have a weighted average growth rate of 11.2%.

² Inflationary increases of 4.5% (2024: 5.0%) have been applied for the 2026 financial year, but 3.0% (2024: 4.5%) thereafter for the remainder of our forecast.

Sensitivity analysis

Sensitivity analysis included fluctuations in activity/volume growth, discount rates and tariffs.

The assumption with the most significant impact on the value-in-use calculation is tabled below.

Significant assumption	Impact
Increase in tariff assumed with no change in consumer price index (CPI) applied to costs	<ul style="list-style-type: none"> If tariff increases reduce by 0.25% without a corresponding decrease in CPI applied to costs, the first CGU's carrying amount will exceed its recoverable amount.

Financial instruments

Impairment of financial assets

Trade receivables

The Group uses a provision matrix to calculate expected credit losses (ECLs) for trade receivables (ECL model).

The ECL model is based on days past due (DPD) for groupings of various customer segments that have similar loss patterns (mainly by customer type).

The Group uses judgement in making assumptions and selecting the inputs to the ECL calculation, based on the Group's past history and existing market conditions.

The fundamental assumption in the ECL model is that the default definition can be applied when one or more of the following are true:

- DPD are greater than 90 days
- Default is considered likely, namely those accounts handed over to attorneys or under debt review or administration
- An account has been flagged as being high risk, but not yet formally handed over or placed under administration

The Group established an ECL model that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the trade receivables and the economic environment affecting the ability of the debtor to settle outstanding balances. Given the nature of the Group's trade receivables and the short credit risk exposure period, changes in forward-looking factors are assessed but are not expected to have a material impact. The Group does not track significant increases in credit risk but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

Credit losses are included as a separate line item in the statement of profit or loss.

Information regarding the ECLs is disclosed in note 16, note 33 and annexure A – material accounting policy information (section 1.11 financial instruments).

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.2 Critical judgements, accounting estimates and assumptions continued

1.2.1 Critical judgements continued

Lease accounting

Extension options

Extension options are included in a number of leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension options held are exercisable only by the Group and not by the respective lessor.

Management uses judgement to determine whether extension options should be included in determining the lease term. In determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option. Extension options are only included in the lease term if the lease is reasonably certain to be extended. The Group has assessed that it is reasonably certain that all extension options on property leases for hospitals will be exercised and therefore has included all renewal periods as part of the lease term as hospital buildings are integral to the Group's operations and cost of relocation will be significant.

As at 30 September 2025, potential future cash outflows of R1.3 billion (2024: R1.2 billion) (undiscounted) have not been included in the lease liability because it is not reasonably certain that the leases will be extended for properties that are not hospital buildings.

Employee benefits

Defined benefit plans

Determining the present value of the defined benefit obligation	The value of the defined benefit obligations is discounted using appropriate interest rates. The cost of providing the benefits is determined using the projected unit credit method. Refer to note 13.
---	---

Other

Deferred tax assets

The Group recognises the future benefit related to deferred income tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future. Assessing the recoverability of the deferred income tax assets requires the Group to make estimates related to expectations in future taxable income. Estimates of future taxable income are based on five-year cash flow forecasts, assumptions regarding economic growth, interest rates, inflation rates and the application of existing tax laws. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Group to realise the deferred tax assets recorded at the reporting date could be impacted. The deferred tax asset is reviewed at the end of the reporting period and adjusted if required.

Additionally future changes in tax laws could limit the ability of the Group to obtain tax deductions in future periods. Refer to note 14.

Uncertain tax position

There are limited uncertain tax positions relating to certain tax matters that were challenged by the tax authorities. None of these uncertain tax positions are expected to have a material impact on the consolidated financial statements as the likelihood of an outflow of resources is remote. Consequently, no provision for uncertain tax positions was raised in the current year based on management's best estimate of the probable outcome of these uncertain tax positions.

Insurance provision

In the ordinary course of business the Group, from time to time, receives potential litigation and claims. Such claims are assessed by management and legal counsel and dealt with on a case-by-case basis taking into consideration applicable excess levels per claim and external legal advice on the merits and probability of the success of the claim. The provision is discounted at a pre-tax average cost of debt rate of 8.6% (2024: 9.6%), where applicable.

1.2.2 Critical accounting estimates and assumptions

Business combinations

Contingent consideration liability

The calculation of contingent consideration liability requires the use of estimates and assumptions. This includes estimates and assumptions on future cash flows as well as determining an appropriate discount rate.

Piramal liability

The Group acquired LMI from Piramal during June 2018.

Due to the pre-existing nature of the Piramal liability, which will remain with the Group, any adjustments to the liability are accounted for as part of continuing operations. Future adjustments will also be accounted for as part of continuing operations. During the current year, a fair value adjustment of R2.9 billion was recognised, mainly due to the inclusion of the net proceeds received on the disposal of LMI in management EBITDA.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.2 Critical judgements, accounting estimates and assumptions continued

1.2.2 Critical accounting estimates and assumptions continued

Business combinations continued

Piramal liability continued

Valuation

The valuation is performed using the income approach.

The Piramal liability is payable based on cumulative management EBITDA, measured from the date of acquisition. Once LMI's cumulative management EBITDA position turns positive, Piramal earns 50% of management EBITDA in any given year, up to a maximum cumulative amount of USD200 million. Net proceeds from the disposal are added to management EBITDA when calculating any payment due to Piramal in any given year.

The following have been included as part of management EBITDA to value the liability:

- the net proceeds of USD339 million;
- future estimated earnouts and milestone payments (as disclosed under the contingent consideration receivable section);
- the Group's latest available conservative EBITDA forecast for LMI; and
- the liability was discounted to present value using a pre-tax discount rate of 4.8% (2024: 5.4%).

An initial payment of USD156 million is expected to be made in FY2026 (refer to note 23).

Sensitivity analysis based on most significant assumption used

- The Piramal liability is capped to a maximum of USD200 million. Future management EBITDA earnings would need to decrease by at least 5.5% to impact fair value. An increase in EBITDA would have no impact on the fair value of the obligation.
- An increase in the discount rate of 1% results in a decrease of the fair value of USD0.8 million (R14 million). A decrease in the discount rate of 1% results in an increase in the fair value of USD2.3 million (R40 million).

Refer to note 23.

LMI management scheme liability

LMI's senior management team participates in a management incentive scheme. In terms of the scheme, LMI senior management shares in management EBITDA over time calculated on a percentage which ranges between 4%-8% (depending on management EBITDA performance relative to the LMI business plan agreed in 2019) and subject to both cumulative management EBITDA and management EBITDA being positive, in any given year up to 30 June 2028. Net proceeds are added to management EBITDA when calculating any payments due to LMI management in any given year up to 30 June 2028.

It was subsequently agreed with LMI management that once the aggregated EBITDA is positive, the calculation will be done based on annual EBITDA compared to the business plan.

An adjustment of R462 million was recognised to account for the management liability due on disposal.

Valuation subsequent

The valuation is performed using the income approach.

A further liability of R87 million (USD5 million) was raised at 30 September, which represents an additional estimated LMI management incentive liability payable until June 2028.

This has been included under discontinued operations.

Sensitivity

Adjusting EBITDA (excluding the disposal proceeds from the sale of LMI) upwards by 45% results in an increase in the fair value of USD2.1 million (R36 million). Adjusting the EBITDA (excluding the disposal proceeds from the sale of LMI) downwards by 45% results in a decrease in the fair value of USD1.3 million (R22 million). It is expected for companies in the radiopharmaceutical industry to achieve strong growth in earnings should product development prove to be successful.

Refer to note 23.

Contingent consideration liability – Life Renal Care Namibia

The Group entered into an agreement with FMC to acquire the Namibian renal dialysis clinics. In terms of the Sale of Business Agreement (the agreement), the purchase price was initially determined at R296 million, subject to post-closing adjustments.

The agreement provides for a post-closing clawback should there be a significant variance between the final EBITDA and the carved-out EBITDA presented during the due diligence, capped at 45% of the purchase price. As at 30 September 2025, the purchase price remained unpaid due to a combination of factors identified during the acquisition process of the South African renal dialysis business.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.2 Critical judgements, accounting estimates and assumptions continued

1.2.2 Critical accounting estimates and assumptions continued

Business combinations continued

Contingent consideration liability – Life Renal Care Namibia continued

While the final EBITDA from the seller remains outstanding, the quantified amount is based on the Group's assessment that the management team responsible for the South African operations (where a significant change was identified between the final EBITDA and the carve-out EBITDA) also oversaw the Namibian business where the same accounting policies and procedures were applied. Given the significant downward adjustment to EBITDA observed in South Africa, the Group anticipates a similar impact on Namibia's EBITDA. The estimated total contingent consideration purchase price of R163 million has been calculated as follows:

	2025 R'm
Preliminary purchase price	296
45% clawback	(133)
Contingent consideration liability recognised	163

Sensitivity

In terms of the agreement, the clawback is capped to a maximum of R133 million. A decrease 10% in the clawback results in a decrease of the fair value of R29 million.

Refer to note 23.

Contingent consideration receivable – Life Renal Care SA clawback

The Group acquired 41 FMC renal dialysis clinics in South Africa during FY2024. The total cash consideration for the business amounted to R367 million.

The agreement between the Group and FMC includes a post-closing obligation on FMC to provide the Group with audited results for the 2022 financial period reconciled to the carved-out accounts provided to the Group during its due diligence of the acquisition.

In terms of the agreement, the Group is entitled to a post-closing clawback should there be a significant change in EBITDA between the final EBITDA and the carved-out EBITDA provided to the Group as part of the due diligence process, subject to a cap of 45% of the purchase price. As a significant change in EBITDA has been identified, the Group has determined that it is entitled to a clawback of the purchase price equating to R165 million.

The clawback provision meets the requirements to be recognised as contingent consideration receivable and an asset of R165 million has been recorded as part of the acquisition of the South African renal business.

While there is inherent uncertainty in estimating contingent consideration, the quantified amount is based on the Group's understanding of the discrepancy between the carved-out EBITDA and the final EBITDA, the credit risk of the counterparty and the expected outcome based on ongoing engagements with the seller and advisors. Currently, the Group is requesting the maximum clawback allowed under the agreement.

Sensitivity

- A 10% decrease in the EBITDA discrepancy has no impact on the amount quantified.
- The clawback is capped to a maximum of R165 million. A decrease 10% in the clawback results in a decrease of the fair value of R37 million.

Refer to note 23.

LMI earnout and milestone contingent consideration receivables

Composition

Earnout 1: NeuraCeq® USA sales

An annual payment, in cash, for each of the 2027, 2028 and 2029 calendar years of an amount equal to 23% of NeuraCeq® net sales in the USA in that calendar year that exceed USD225 million, capped at USD225 million in aggregate for the three-year period.

Earnout 2: NeuraCeq® global sales

A one-time milestone payment of USD125 million payable in cash, if NeuraCeq® global net sales exceed USD1.25 billion in any single calendar year in the period from the disposal date (i.e. 21 July 2025) until 31 December 2034.

Earnout 3: other pipeline products USA sales

A one-time milestone payment of USD50 million payable in cash, if the aggregate net sales in the USA of three of LMI's pipeline products, other than RM2 and NeuraCeq® exceed USD500 million in any single calendar year in the period from the disposal date until 31 December 2034.

RM2 milestone payments

In addition to the earnout payments above, the Group has retained the rights to RM2 milestone and royalty payments, as well as regulatory milestone payments.

The RM2 sub-license agreement provides for milestone and royalty payments linked to the development, approval and sales of RM2's early-stage novel radiotherapeutic and radio diagnostic products.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.2 Critical judgements, accounting estimates and assumptions continued

1.2.2 Critical accounting estimates and assumptions continued

Business combinations continued

LMI earnout and milestone contingent consideration receivables continued

Composition continued

RM2 potential receipts

The Group is eligible to receive the following potential payments:

- Sales milestone payments: up to EUR280.0 million upon attaining pre-determined annual commercial sales targets for RM2, provided Lantheus pursues commercialisation.
- Royalty payments: between 3% and 6% on RM2 predetermined targets of annual net sales.
- Regulatory milestone payments: up to EUR82.5 million contingent on achieving specified clinical trial thresholds and obtaining regulatory approvals in various regions.

Lantheus contribution to LMI Management incentive and Piramal liability

Life Healthcare and Lantheus will contribute equally to any annual payments due to LMI management in terms of the LMI management incentive scheme and payments due to Piramal in terms of the Piramal agreement, subject to Lantheus's total cumulative contribution being limited to USD30 million. The estimated contribution from Lantheus has been determined as USD30 million, discounted using a discount rate of 4.8% to a present value of USD27 million.

Valuation

The valuation is performed including level 3 fair values.

A number of different valuation methodologies have been followed in determining the fair value of the receivable:

- Monte Carlo simulations: to account for inherent uncertainties and variability of future financial performance.
- Income approach: discounted forecasts based on management's business plans for the underlying entities.

The estimated fair value is determined based on the different valuation methodologies mentioned above that include significant estimates and assumptions relating to sales targets and commercialisation events. The most significant unobservable inputs are the probabilities of achieving regulatory approval of the development projects and subsequent commercial success.

Significant changes in any of the probabilities of success would result in a significantly higher or lower fair value measurement. Significant changes in the probabilities as to the periods in which milestones will be achieved would result in a significantly lower or higher fair value measurement.

Revenue-based earnout	Discount rate	Discount rate (%)	Valuation technique
Earnout 1	Cost of debt	6.7%	Monte Carlo
Earnout 2	Cost of debt	6.7%	Monte Carlo
Earnout 3	WACC	10.4%	Income approach
RM2 milestones	WACC	10.4%	Income approach

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

1. BASIS OF PREPARATION, CRITICAL JUDGEMENTS, ACCOUNTING ESTIMATES AND ASSUMPTIONS continued

1.2 Critical judgements, accounting estimates and assumptions continued

1.2.2 Critical accounting estimates and assumptions continued

Business combinations continued

LMI earnout and milestone contingent consideration receivables continued

Valuation continued

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements and how a reasonable change in the input would affect the fair value:

	Unobservable Inputs*	Inputs (range where applicable)	Fair value in USD (and ZAR)	Relationship of unobservable inputs to fair value
Earnout 1	Revenue volatility	21%	USD26.5 million (R457 million)	An increase in volatility of 5% results in an increase in the fair value of USD4.3 million (R74 million). A decrease in volatility of 5% results in a decrease in the fair value of USD3.9 million (R67 million).
Earnout 2	Revenue volatility	21%	USD0.6 million (R10 million)	An increase in volatility of 5% results in an increase in the fair value of USD1.8 million (R31 million). A decrease in volatility of 5% results in a decrease in the fair value of USD0.6 million (R10 million).
Earnout 3	Risk adjusted discount rate	10.1% to 10.6%	USD0.3 million (R6 million)	Discount rates used at both the higher and lower ends of the range result in negligible differences to the fair value.
	Probability of technical and regulatory success (PTRS)	10% to 50%		PTRS percentages used at both the higher and lower ends of the range result in negligible differences to the fair value.
RM2 milestones	PTRS	5% to 13%	USD22.9 million (R396 million)	A PTRS percentage used at the higher end of the range (13%) results in an increase in the fair value of USD5.1 million (R88 million). A PTRS percentage used at the lower of the range (5%) results in a decrease in fair value of USD8.4 million (R145 million).

* There were no significant inter-relationships between unobservable inputs that materially affect fair value.

Fair value measurements

The main level 3 inputs used by the Group are derived and evaluated as follows:

- Expected cash inflows are estimated based on LMI's business plan, taking into account how the current economic environment is likely to impact it. The latest available business plan prior to the disposal was utilised for this purpose.
- Revenue volatility – the expected volatility reflects management's best estimate of future fluctuations in revenue. Management's estimate is based on expected sales volatility of neurological products over a twenty-year period as well as consideration of the impact from certain forecast assumptions.
- The probability of technical and regulatory success was estimated based on market research performed, considering the phase of development of the products under development subject to the specific earnout.

The contingent consideration receivable will be remeasured at fair value at each reporting date and subsequent changes in fair value will be recognised in profit or loss under discontinued operations.

The unwinding of the contingent consideration receivables is recognised under discontinued operations.

Refer to note 23.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

2. REVENUE AND OTHER INCOME

Revenue

The table below illustrates the disaggregation disclosure by primary geographical areas, type of customer and timing of revenue recognition, including a reconciliation of how the disaggregated revenue ties into the segment report (disclosed in note 9).

The disaggregations depict how the nature, amount, timing and uncertainty of the Group's revenue and cash flows are affected by economic factors.

Segments	Hospitals R'm	Comple- mentary services R'm	Healthcare services R'm	Total R'm
2025				
Primary geographical area				
Southern Africa	21 324	2 550	1 230	25 104
	21 324	2 550	1 230	25 104
Type of customer				
Contract from customers				
Private (including private medical aids and cash paying patients)	20 860	2 146	–	23 006
Government	339	11	598	948
Corporate institutions	–	393	632	1 025
Rental revenue				
Rental income related to auxiliary services	125	–	–	125
	21 324	2 550	1 230	25 104
Timing of revenue recognition				
Over time	15 160	2 121	1 230	18 511
At a point in time	6 164	429	–	6 593
	21 324	2 550	1 230	25 104

Segments	Hospitals R'm	Comple- mentary services R'm	Healthcare services R'm	Total R'm
2024				
Primary geographical area				
Southern Africa	20 299	2 045	1 330	23 674
	20 299	2 045	1 330	23 674
Type of customer				
Contract from customers				
Private (including private medical aids and cash paying patients)	19 877	1 678	–	21 555
Government	305	38	751	1 094
Corporate institutions	–	329	579	908
Rental revenue				
Rental income related to auxiliary services	117	–	–	117
	20 299	2 045	1 330	23 674
Timing of revenue recognition				
Over time	14 804	1 716	1 330	17 850
At a point in time	5 495	329	–	5 824
	20 299	2 045	1 330	23 674

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

2. REVENUE AND OTHER INCOME continued

Other income

	2025 R'm	2024 R'm
Other rental income and parking	129	110
Learning centre fees, SETA reimbursements ¹ , employee wellness and information fee	57	86
Credit balance release	64	38
Other income ²	44	38
Insurance receipts	17	20
	311	292

¹ Sector Education and Training Authority (SETA).

² Other income consists of a number of non-material balances.

3. EMPLOYEE BENEFITS EXPENSE

	2025 R'm	2024 R'm
Salaries	7 272	6 874
Short-term performance bonuses	222	252
Equity-settled share-based payment – long-term incentive schemes ³	300	245
Share-based payment – Life Healthcare employee share trust ³	52	50
Retrenchment costs	4	27
Agency fees	1 285	1 256
Medical aid contributions	412	389
Pension fund costs – defined benefit and contribution plans	8	8
Provident fund costs – defined contribution plans	373	342
Other	100	87
	10 028	9 530

³ Refer to statement of changes in equity.

Includes executive directors' and prescribed officers' remuneration (refer to note 29).

4. FAIR VALUE (GAIN)/LOSS ON FINANCIAL INSTRUMENTS (RELATING TO CORPORATE SEGMENT)

	2025 R'm	2024 R'm
Fair value gain	(18)	(3)
Fair value gain on equity investment	(15)	–
Fair value gain on financial asset	(3)	–
Fair value gain on derivative financial instruments	–	(3)
Fair value loss	4	18
Fair value loss on financial asset	1	–
Fair value loss relating to investment in first-party Cell Captive	3	1
Fair value loss on equity investment	–	1
Fair value loss on derivative financial instruments	–	16
	(14)	15

5. FINANCE INCOME AND COST

	2025 R'm	2024 R'm
Finance income	(367)	(342)
Interest revenue calculated using the effective interest rate method	(148)	(236)
Interest rate swap contract	–	(4)
Foreign exchange gains	(201)	(87)
Other	(18)	(15)
Finance cost	489	500
Interest-bearing borrowings and bank overdrafts	290	330
Interest on lease liabilities	71	84
Borrowing cost capitalised on tangible and intangible assets ⁴	(16)	(8)
Unwinding of financial liabilities at fair value	84	78
Other	60	16
Net finance cost	122	158

⁴ The Group has used an average rate of 9.0% (2024: 9.6%) in determining the borrowing costs capitalised.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

6. OTHER EXPENSES

	2025 R'm	2024 R'm
The following items have been included as part of other expenses in arriving at profit before tax:		
Lease rentals	161	139
Expense relating to short-term leases	8	9
Expense relating to leases of low-value assets, not shown above as short-term leases	60	45
Expense relating to variable lease payments not included in lease liabilities	93	85
Auditors' remuneration	41	38
Total audit fees	39	37
Fees relating to non-audit services ¹	2	1
Advertising and marketing expenses	86	71
Non-executive directors' emoluments (refer to note 29)	14	19
Insurance premiums	64	102
Motor vehicle expenses	67	51
Security costs	129	125
Subscriptions and publications costs	51	48
Training and conferences expenses	74	91
Travelling and accommodation expenses	28	29
Equipment expenses	73	70
Discount on settlement of outstanding accounts	62	65
Other ²	161	159
	1 011	1 007

¹ Includes agreed upon procedures and assurance engagements of R2 million (2024: R0.2 million) and tax services of Rnil (2024: R0.4 million).

² Other comprises mainly general expenses, bank charges, refreshments and quality costs.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

7. TAX EXPENSE

	2025 R'm	2024 R'm
Current income tax		
Current year	621	696
Prior year (over)/under provision	(11)	15
Deferred income tax		
Origination and reversal of temporary differences	94	(65)
Prior year under/(over) provision	11	(15)
Withholding taxes	6	5
Total tax expense	721	636
Reconciliation of the tax rate	%	%
South African normal tax rate	27.00	27.00
Adjustments for non-cash items:		
Income not taxable – partnerships	0.75	0.22
Income not taxable – forex adjustments to financial liabilities at fair value	7.78	–
Income not taxable – profit on disposal of subsidiary	1.04	–
Expenses not deductible – fair value adjustment to and unwinding of financial liabilities at fair value	(121.57)	0.74
Expenses not deductible – impairments of property, plant and equipment and goodwill	(9.35)	–
Prior year over provision	(0.22)	(0.01)
Withholding taxes	(0.84)	0.27
Assessed losses derecognised in current year or previously not recognised	(12.56)	1.40
Differential between international tax rates and SA's normal tax rate	(8.98)	0.06
Other ¹	0.66	(0.37)
Effective rate	(116.29)	29.31

¹ Other includes various permanent differences for which there are no corresponding tax allowances. The significant permanent differences in both 2024 and 2025 include learnership allowances and non-deductible expenses.

The Group has raised deferred tax on estimated tax losses to the value of R235 million in the current year (southern Africa: R235 million and international: Rnil) and R332 million in the prior year (southern Africa: R319 million and international: R13 million) available to offset against future taxable income. These losses relate to the southern Africa business. Refer to note 14. Tax losses relating to continuing operations of R15 million (2024: R239 million) were utilised during the year. All of these losses relate to the southern Africa business.

The Organisation for Economic Co-operation and Development (OECD) has issued various guidelines over the past few years in relation to the Pillar Two income taxes project. Countries are in the process of adopting taxes legislation in various formats to align to this project. As at 30 September 2025, South Africa has enacted such legislation in the form of the Global Minimum Tax Administration Act, 2024, applicable to reporting fiscal years commencing on or after 1 January 2024. Life Healthcare Group Holdings Limited is incorporated in South Africa and is the ultimate parent entity of the Life Healthcare Group of companies. Under the new legislation, and in line with the OECD guidelines, the ultimate parent entity will be required to pay top-up tax on profits of its subsidiaries that are taxed at an effective tax rate of less than 15%. Legislation on Pillar 2 has also already been enacted in the United Kingdom.

The Group continues to assess the impact of the Pillar Two income taxes legislation on its financial performance in all jurisdictions where it operates. As at 30 September 2025, based on management's assessment, no provision has been made for additional top-up taxes.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

8. EARNINGS (EPS), HEADLINE EARNINGS (HEPS) AND DIVIDEND (DPS) PER SHARE

	Attributable earnings (R'm)		Weighted average number of shares ('000)		Cents per share	
	2025	2024	2025	2024	2025	2024
From continuing operations*						
EPS – basic	(1 535)	1 331	1 435 969	1 443 115	(106.9)	92.2
EPS – diluted	(1 448)	1 414	1 452 740	1 453 376	(106.9) ²	92.2 ²
HEPS – basic	(1 350)	1 348	1 435 969	1 443 115	(93.9)	93.4
HEPS – diluted	(1 263)	1 431	1 452 740	1 453 376	(93.9) ²	93.4 ²
Normalised EPS (NEPS) ¹	1 440	1 315	1 435 969	1 443 115	100.3	91.1
From continuing and discontinued operations						
EPS – basic	3 777	4 744	1 435 969	1 443 115	263.0	328.8
EPS – diluted	3 864	4 827	1 452 740	1 453 376	263.0 ²	328.8 ²
HEPS – basic	(1 608)	2 205	1 435 969	1 443 115	(112.1)	152.9
HEPS – diluted	(1 521)	2 288	1 452 740	1 453 376	(112.1) ²	152.9 ²

* From continuing operations relating to 2024 has been restated in terms of IFRS 5 as LMI is disclosed as a discontinued operation (refer to note 28).

¹ Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

² The diluted EPS and diluted HEPS for the current year is equal to the basic EPS and basic HEPS, as the potential ordinary shares outstanding do not have a dilutive effect on earnings per share.

Pro forma information

The below information reflects a like-for-like comparison where pro forma information is provided to exclude the impact of the adjustment to the LMI-associated Piramal liability. Refer below and to page 20 for more detail.

	2025 Audited	Pro forma adjustments ³	2025 Pro forma ³	2024 Audited
EPS from continuing operations	(106.9)	201.0	94.1	92.2
HEPS from continuing operations	(93.9)	201.0	107.1	93.4
HEPS from continuing and discontinued operations	(112.1)	201.0	88.9	152.9

³ The 2025 pro forma number is derived by adding back the impact of the fair value adjustment (R2 881 million) relating to the Piramal liability to the 2025 audited EPS and HEPS.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

8. EARNINGS (EPS), HEADLINE EARNINGS (HEPS) AND DIVIDEND (DPS) PER SHARE continued

Attributable earnings

	2025 R'm	2024 R'm
From continuing and discontinued operations		
Profit after tax attributable to ordinary equity holders of the parent	3 864	4 827
Less: dividends distributed to participants on unvested shares	(87)	(83)
Basic earnings attributable to ordinary equity holders of the parent	3 777	4 744
Basic earnings attributable to ordinary equity holders of the parent	3 777	4 744
Dividends distributed to participants on unvested shares	87	83
Diluted earnings attributable to ordinary equity holders of the parent	3 864	4 827
From continuing operations		
Profit after tax attributable to ordinary equity holders of the parent	3 864	4 827
Less: profit from discontinued operations	(5 312)	(3 413)
(Loss)/profit from continuing operations attributable to ordinary equity holders of the parent	(1 448)	1 414
Less: dividends distributed to participants on unvested shares	(87)	(83)
Basic earnings attributable to ordinary equity holders of the parent	(1 535)	1 331
Basic earnings attributable to ordinary equity holders of the parent	(1 535)	1 331
Dividends distributed to participants on unvested shares	87	83
Diluted earnings attributable to ordinary equity holders of the parent	(1 448)	1 414

Headline earnings reconciliation

	2025 R'm	2024 R'm
(Loss)/profit from continuing operations attributable to ordinary equity holders	(1 535)	1 331
Adjustments relating to continuing operations	185	17
Impairment of assets	211	25
Loss/(profit) on disposal of property, plant and equipment	11	(2)
Profit on disposal of subsidiary	(54)	–
Tax effect on adjusting items	17	(6)
Headline earnings from continuing operations	(1 350)	1 348
Profit from discontinued operations attributable to ordinary equity holders	5 312	3 413
Adjustments relating to discontinued operations	(5 570)	(2 559)
Exchange loss/(gain) reclassified to profit or loss on disposal of discontinued operations	257	(3 234)
Impairment of assets ¹	20	–
(Profit)/loss on disposal of discontinued operations ¹	(5 842)	674
Loss on disposal of property, plant and equipment from discontinued operations	–	2
Tax effect on adjusting items	(5)	(1)
Headline earnings from continuing and discontinued operations	(1 608)	2 202

¹ Refer to note 28.

DPS – ordinary shares	Total dividend (R'm)		Total number of issued shares ('000)		Cents per share	
	2025	2024	2025	2024	2025	2024
– Final (previous financial year)	455	396	1 467 349	1 467 349	31	27
– Special (previous financial year)	1 027	–	1 467 349	1 467 349	70	–
– Interim	308	279	1 467 349	1 467 349	21	19
– Special	3 448	8 804	1 467 349	1 467 349	235	600

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

8. EARNINGS (EPS), HEADLINE EARNINGS (HEPS) AND DIVIDEND (DPS) PER SHARE continued

Reconciliation between the weighted average number of shares and diluted number of shares

	2025 '000	2024 '000
Issued ordinary shares – at the beginning of the year	1 467 349	1 467 349
Effect of treasury shares (weighted) (refer to note 18)	(31 380)	(24 234)
Weighted average number of shares at the end of the year	1 435 969	1 443 115
Effect of dilutive potential ordinary shares – treasury shares	16 771	10 261
Diluted weighted average number of shares at the end of the year	1 452 740	1 453 376

A reconciliation of the movement between earnings and normalised earnings, including the various non-trading items, is shown below.

	2025 R'm	2024 R'm
Normalised earnings per share (NEPS)¹		
Profit attributable to ordinary equity holders	3 777	4 744
Profit from discontinued operations attributable to ordinary equity holders	(5 312)	(3 413)
(Loss)/profit from continuing operations attributable to ordinary equity holders	(1 535)	1 331
Adjustments (net of tax and non-controlling interest)		
Retirement benefit asset and post-employment medical aid income	(24)	(26)
Fair value adjustment	2 881	63
Foreign exchange gains relating to international	(201)	(87)
Interest saving ²	(44)	(170)
Gain on derecognition of lease asset and liability	3	–
Impairment of assets	209	18
Loss/(profit) on disposal of property, plant and equipment	9	(1)
Profit on disposal of subsidiary	(33)	–
Retrenchment costs (included in employee benefits expense)	3	20
Transaction costs relating to acquisitions	14	11
Unwinding of financial liabilities at fair value	84	78
Fair value (gain)/loss on equity instrument	(15)	1
Closed period incentive adjustment ³	12	–
Special dividends distributed to participants in share schemes on unvested shares	77	77
Normalised earnings from continuing operations	1 440	1 315
NEPS ¹ from continuing operations (cents)	100.3	91.1

¹ Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

² Calculated as follows (net after tax):

	2025 R'm
Interest earned in the UK on cash withhold to partially settle the Piramal liability in FY2026	(15)
Interest received on cash reserved for the special dividend paid on 13 January 2025	(17) ^A
Interest received on cash reserved for the special dividend paid on 22 September 2025	(26) ^B
Net interest saved and accrued on Namibian renal dialysis purchase price	14
	(44)

^A Calculated as R1 027 million (value of the special dividend) x 7.96% (interest rate) x 104 days (1 October 2024 until date of special dividend paid) *73% (to adjust for post-tax impact).

^B Calculated as R3 448 million (value of the special dividend) x 7.24% (interest rate) x 52 days (date from proceeds received until date of special dividend paid) *73% (to adjust for post-tax impact).

³ Payments to the single incentive scheme (SIP) and 2022 long-term incentive scheme participants in lieu of dividends foregone due to the Company being in a closed period.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

9. SEGMENT INFORMATION

IFRS 8 requires operating segments to be identified on the basis of internal reports about the components of the Group that are regularly reviewed by the Chief Operating Decision Maker (CODM) in order to allocate resources to the segments and to assess their performance.

The Group's segments are aligned to those business units that are evaluated regularly by the CODM in deciding how to allocate resources and in assessing performance.

In southern Africa, the hospitals services segment comprises all the acute hospitals and the complementary services segment includes mental health, acute rehabilitation, renal dialysis, oncology and diagnostics. The healthcare services segment comprises Life Nkanyisa and Life Health Solutions.

The international segment comprises of the subsidiary in the United Kingdom that held the investment in LMI. The Piramal liability remained with the subsidiary and all fair value adjustments to this liability and other overhead costs are included as part of the international segment. The Group retained the right to manufacture, commercialise and distribute LMI products in Africa. Once realised, these will be included as part of the international segment (nil in 2025 and 2024).

The corporate segment consists of the centralised services that support the operating segments.

The segment information that follows does not include any amounts for LMI. All future adjustments to the LMI contingent consideration receivable will be disclosed under discontinued operation. Information about this discontinued segment is provided in note 28.

The operating businesses have been aggregated into different segments based on the similar nature of products and services, similar economic characteristics, similar type of customers and operating in a similar regulatory environment.

Inter-segment revenue of R7 million (2024: R7 million) is eliminated which relates to revenue between Life Health Solutions and the southern Africa business.

Refer to note 2 for a split of the major revenue streams.

	2025 R'm	2024 R'm
Revenue¹		
Hospitals	21 324	20 299
Complementary services	2 550	2 045
Healthcare services	1 230	1 330
	25 104	23 674

¹ Revenue of approximately 63% (2024: 59%) is derived from three (2024: three) external customers.

	2025 R'm	2024 R'm
Drugs and consumables		
Hospitals	(6 386)	(5 983)
Complementary services	(444)	(328)
Healthcare services	(58)	(59)
	(6 888)	(6 370)
Employee benefit expense²		
Hospitals	(7 200)	(6 884)
Complementary services	(934)	(722)
Healthcare services	(786)	(802)
Corporate	(1 087)	(1 095)
	(10 007)	(9 503)
Other general expenses		
Hospitals	(4 466)	(4 300)
Complementary services	(708)	(547)
Healthcare services	(269)	(365)
Corporate		
Recoveries	1 810	1 703
Corporate costs	(731)	(621)
	(4 364)	(4 130)
Normalised EBITDA^{3,4}		
Hospitals	3 272	3 132
Complementary services	464	448
Healthcare services	117	104
Corporate		
Recoveries	1 810	1 703
Corporate costs	(1 818)	(1 716)
	3 845	3 671

² Difference in relation to note 3 is attributable to closed period incentive adjustments and retrenchment costs which do not form part of normalised EBITDA or EBITA.

³ Normalised EBITDA is defined as operating profit before depreciation on property, plant and equipment, amortisation of intangible assets and non-trading-related costs or income. Normalised EBITDA of the discontinued operation was excluded from the prior year.

⁴ Non-IFRS measures. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

9. SEGMENT INFORMATION continued

	2025 R'm	2024 R'm
Depreciation		
Hospitals	(785)	(784)
Complementary services	(187)	(122)
Healthcare services	(27)	(30)
Corporate	(138)	(130)
	(1 137)	(1 066)
EBITA^{1,2}		
Hospitals	2 487	2 348
Complementary services	277	326
Healthcare services	90	74
Corporate	(146)	(143)
	2 708	2 605
Amortisation of intangible assets		
Hospitals	(25)	(28)
Complementary services	(43)	(18)
Corporate	(107)	(108)
	(175)	(154)

¹ EBITA is defined as normalised EBITDA less depreciation.

² Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

	2025 R'm	2024 R'm
Operating profit before non-trading items^{3,4}		
Hospitals	2 462	2 320
Complementary services	234	308
Healthcare services	90	74
Corporate	(253)	(251)
	2 533	2 451
Retirement benefit asset and post-employment medical aid income	33	36
Fair value adjustment (refer to note 23)	(2 881)	(63)
International	(2 881)	(58)
Complementary services	–	(5)
Fair value gain/(loss) on financial instruments (refer to note 4)	14	(15)
Loss on derecognition of lease asset and liability	(4)	–
Impairment of assets (refer to notes 10 and 11)	(211)	(25)
Hospitals	(13)	(9)
Complementary services	(135)	(15)
Healthcare services	(63)	(1)
(Loss)/profit on disposal of assets	(11)	2
Profit on disposal of subsidiary (hospitals segment)	54	–
Transaction costs relating to acquisitions (complementary segment)	(14)	(11)
Retrenchment costs (included in employee benefits expense)	(4)	(27)
Hospitals	(2)	–
Healthcare services	(2)	(14)
Corporate	–	(13)
Closed period incentive adjustment (included in employee benefits expense)	(17)	–
Hospitals	(2)	–
Healthcare services	(1)	–
Corporate	(14)	–
Loss due to system configuration (included in other expense)	–	(28)
Hospitals	–	(28)
Operating (loss)/profit	(508)	2 320
Finance income	367	342
Finance cost	(489)	(500)
Share of associates' and joint ventures' net profit after tax	10	8
(Loss)/profit before tax	(620)	2 170

³ Operating profit before non-trading items includes the segment's share of shared services and rental costs. These costs are all at market-related rates.

⁴ Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

9. SEGMENT INFORMATION continued

	2025 R'm	2024 R'm
Total assets before items detailed below		
Southern Africa	18 934	19 606
International ¹	2 898	143
Discontinued operations and assets held for sale	–	2 334
	21 832	22 083
Employee benefit assets	430	349
Deferred tax assets	1 831	1 835
Contingent consideration receivable	1 504	–
Income tax receivable	93	77
Total assets per the statement of financial position	25 690	24 344
Net debt^{2,3}		
Southern Africa	3 039	2 702
International ¹	(2 898)	(143)
Discontinued operations	–	(600)
	141	1 959
Cash and cash equivalents		
Southern Africa	912	1 719
International ¹	2 898	143
Discontinued operations	–	600
	3 810	2 462

¹ Cash balance relates to proceeds from the disposal of LMI, of which a significant portion will be utilised to settle the Piramal liability.

² Net debt is a key measure for the Group, which comprises all interest-bearing borrowings, overdraft balances and cash and cash equivalents.

³ Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

Geographical information

The Group's revenue from external customers and information about its segment assets (non-current assets excluding employee benefit assets, deferred tax assets and contingent consideration receivable) by geographical locations are:

	2025 R'm	2024 R'm
Revenue from external customers		
Southern Africa (continuing operations)	25 104	23 674
Total per statement of profit or loss	25 104	23 674
Non-current assets		
Southern Africa (continuing operations)	13 856	13 554
Discontinued operations	–	1 071
Employee benefit assets	430	349
Deferred tax assets	1 831	1 835
Contingent consideration receivable	1 108	–
Total per statement of financial position	17 225	16 809

Pro forma information

As part of our portfolio optimisation, Life St Mary's in Mthatha was sold with an effective date of 1 December 2024, and the like-for-like figures exclude this disposal. Following the acquisitions from FMC of the South African renal dialysis clinics during the prior year and the Namibian renal dialysis clinics during the current year, revenue and normalised EBITDA from these clinics were also deducted from the audited 2025 numbers to obtain the like-for-like numbers. Refer to note 1.1 basis of preparation for more detail.

	2025 R'm	2024 R'm	Like-for-like 2025 R'm	Like-for-like 2024 R'm
Revenue				
Southern Africa				
Hospitals	21 324	20 299	21 273	19 994
Complementary services	2 550	2 045	1 890	1 737
Healthcare services	1 230	1 330	1 230	1 330
	25 104	23 674	24 393	23 061
Normalised EBITDA⁴				
Southern Africa				
Hospitals	3 272	3 132	3 266	3 075
Complementary services	464	448	446	409
Healthcare services	117	104	117	104
Corporate				
Recoveries	1 810	1 703	1 810	1 703
Corporate costs	(1 818)	(1 716)	(1 818)	(1 716)
	3 845⁵	3 671	3 821	3 575

⁴ Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

⁵ Refer to normalised EBITDA on page 35.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

10. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings owned R'm	Improvements to right-of-use assets R'm	Medical equipment R'm	Motor vehicles and other equipment R'm	Right-of-use assets R'm	Assets under construction R'm	Total R'm
Carrying value at 1 October 2024	6 086	194	2 347	1 078	909	151	10 765
Additions ¹	269	7	645	62	56	693	1 732
Arising on acquisition of subsidiaries	–	11	27	5	13	–	56
Disposals, scrapings or derecognitions	–	(3)	(13)	(6)	(12)	–	(34)
Transfers ²	554	5	192	107	(288)	(570)	–
Reclassification against intangible assets	–	15	–	–	–	–	15
Borrowing costs capitalised	13	–	–	–	–	–	13
Depreciation from continuing operations	(199)	(49)	(544)	(213)	(132)	–	(1 137)
Depreciation from discontinued operations	–	–	–	(2)	–	–	(2)
Impairment loss (refer to impairment on page 39)	(5)	–	–	–	(3)	–	(8)
Reclassified as held for sale until disposal (refer to note 28) ³	–	–	–	(80)	–	(4)	(84)
Effect of foreign currency movement	–	(1)	(5)	(2)	(7)	–	(15)
Carrying value at 30 September 2025	6 718	179	2 649	949	536	270	11 301
Comprising:							
Cost	9 226	630	7 633	2 344	1 446	270	21 549
Accumulated depreciation and impairment losses	(2 508)	(451)	(4 984)	(1 395)	(910)	–	(10 248)
	6 718	179	2 649	949	536	270	11 301
Carrying value at 1 October 2023	6 342	119	2 233	885	882	111	10 572
Additions ¹	67	70	489	148	51	466	1 291
Arising on acquisition of subsidiaries	–	47	44	31	134	–	256
Disposals, scrapings or derecognitions	–	(7)	(5)	(11)	–	–	(23)
Transfers	28	21	123	254	–	(426)	–
Borrowing costs capitalised	7	–	–	–	–	–	7
Depreciation from continuing operations	(186)	(40)	(506)	(181)	(153)	–	(1 066)
Depreciation from discontinued operations	–	–	–	(30)	–	–	(30)
Impairment loss (refer to impairment on page 39)	(7)	(15)	–	(2)	(1)	–	(25)
Reclassified as held for sale	(165)	–	(27)	(9)	–	–	(201)
Effect of foreign currency movement	–	(1)	(4)	(7)	(4)	–	(16)
Carrying value at 30 September 2024	6 086	194	2 347	1 078	909	151	10 765
Comprising:							
Cost	8 390	596	6 787	2 344	1 683	151	19 951
Accumulated depreciation and impairment losses	(2 304)	(402)	(4 440)	(1 266)	(774)	–	(9 186)
	6 086	194	2 347	1 078	909	151	10 765

	2025 R'm	2024 R'm
¹ Reconciliation to statement of cash flows		
Additions per note	1 732	1 291
Additions from discontinued operations	(1)	(41)
Non-cash items		
Additions right-of-use assets recognised	(54)	(65)
Modification of right-of-use assets recognised	(2)	14
Movement in accruals	(37)	98
Purchases of property, plant and equipment per statement of cash flows	1 638	(1 297)

² Includes a transfer of R288 million between right-of-use assets and land and buildings owned due to the acquisition of the Rosepark property.

³ Difference in relation to note 28 is attributable to the classification of LMI as held for sale from 6 March 2025 until the sale of LMI was concluded on 21 July 2025.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

10. PROPERTY, PLANT AND EQUIPMENT continued

Additional information on leases

	2025 R'm	2024 R'm
Right-of-use assets		
Land and buildings	472	809
Medical equipment	–	64
Motor vehicles and other equipment	64	36
	536	909
Depreciation charge of right-of-use assets from continuing operations		
Land and buildings	(111)	(141)
Motor vehicles and other equipment	(21)	(12)
	(132)	(153)

- The total cash outflow for leases – refer to note 20
- Interest on lease liabilities – refer to note 5
- Lease expenses recognised in profit or loss – refer to note 6
- Lease liabilities – refer to note 20

Impairment of property, plant and equipment

	2025 R'm	2024 R'm
Assets classified as held for sale ¹	–	(25)
Life Renal Care Namibia ²	(3)	–
Kensington Clinic ³	(5)	–
	(8)	(25)

¹ In the prior period, an impairment loss was recognised as the amount by which the carrying amount of property, plant and equipment exceeded the net selling price of Life St Mary's, Dusty Gold's and Genesis' assets which were classified as held for sale under IFRS 5.

² An impairment loss was recognised as the remaining useful lives of building lease right-of-use assets (of free-standing renal sites which are expected to be closed/merged with in-hospital sites) exceed the expected remaining lease period.

³ The clinic is in a geographical area affected by economic decline, which is outside managements control. The impairment assessment of the CGU is currently based on fair value less cost of disposal (FVL COD), rather than value-in-use. The FVL COD is based on the current property valuation. The property is owned by Life Healthcare. The clinic is located in an area which has shown significant decline in property values and management does not expect that the full book value of the building would be recoverable through sale. Judgement was applied in impairing 50% of the net book value of the property.

Proceeds on disposal of property, plant and equipment

	2025 R'm	2024 R'm
Proceeds on disposal from continuing operations	26	23
Net book value of property, plant and equipment disposed of	(34)	(21)
Disposals, scrappings or derecognitions per page 38	(34)	(21) ⁴
(Loss)/profit on disposal of property, plant and equipment from continuing operations	(8)	2

⁴ Disposals, scrappings or derecognitions per page 38: R23 million (continuing operations: R21 million; discontinued operations: R2 million).

Fixed asset register

A register containing the information required by Regulation 25(3) of the Companies Regulations, 2011 is available for inspection at the registered office of the Company.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

11. INTANGIBLE ASSETS

	Computer software R'm	Goodwill R'm	Customer relations R'm	Intellectual property R'm	Hospital licences R'm	Total R'm
Carrying value at 1 October 2024	482	2 170	112	772	34	3 570
Additions from continuing operations	169	–	–	–	–	169
Additions from discontinued operations	1	–	–	111	–	112
Arising on acquisition of subsidiaries	–	138	26	–	–	164
Adjustment to previously acquired business ¹	–	(165)	–	–	–	(165)
Disposals or scrapings	(3)	(27)	–	–	–	(30)
Amortisation from continuing operations	(116)	–	(44)	–	(15)	(175)
Amortisation from discontinued operations	–	–	–	(6)	–	(6)
Borrowing costs capitalised	3	–	–	–	–	3
Impairment loss ^{2,1-2,3}	–	(189)	(14)	–	–	(203)
Reclassification against property, plant and equipment	–	(15)	–	–	–	(15)
Reclassified as held for sale until disposal (refer to note 28) ³	(26)	(203)	–	(1 044)	–	(1 273)
Effect of foreign currency movement	–	15	–	167	–	182
Carrying value at 30 September 2025	510	1 724	80	–	19	2 333
Comprising:						
Cost	889	1 991	786	–	231	3 897
Accumulated amortisation and impairment losses	(379)	(267)	(706)	–	(212)	(1 564)
	510	1 724	80	–	19	2 333

¹ Relates to Life Renal Care business in South Africa (refer to note 27).

^{2,1} Life Renal Care Namibia: R132 million. The Namibian business has experienced a significant decline in its patient numbers due to a change in market conditions. Total renal treatments for 2025 were below budget, resulting in revenue and EBITDA being lower than budget, respectively. This result is due to a permanent change in market conditions, and as such indicates that the cash-generating unit is impaired. The value-in-use of the CGU was calculated using a five-year free cash flow model. The results of the impairment testing indicates that the goodwill recognised has no fair value given the change in market conditions. An impairment loss of R132 million was recognised, with R118 million allocated to goodwill recognised at acquisition and R14 million allocated to the intangible assets.

^{2,2} Life Health Solutions: R63 million. The Life Health Solutions business lost significant contracts which were not replaced in the current year. Although the business has plans to improve trading, an impairment was recognised. The value-in-use of the CGU was calculated using a five-year free cash flow model. An impairment loss of R63 million was recognised against goodwill based on the results of the impairment testing.

^{2,3} Gaborone Private Hospital: R8 million. A change in government in Botswana has resulted in significantly reduced government referrals, reducing the profitability of the CGU. Activity growth at the Gaborone complex has been under strain due to reduced government referrals. Future growth can be achieved if a strong business relationship with the new government can be established. An action plan has been established, including a letter to the new government to initiate / indicate our intention to form a positive business relationship. Establishing this relationship is however likely to take some time. An impairment loss of R8 million was recognised, representing an existing patient base affected by the new government being elected. Goodwill no longer has any value and has been fully impaired.

³ Difference in relation to note 28 is attributable to the classification of LMI as held for sale from 6 March 2025 until the sale of LMI was concluded on 21 July 2025.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

11. INTANGIBLE ASSETS continued

	Computer software R'm	Goodwill R'm	Customer relations R'm	Intellectual property R'm	Hospital licences R'm	Total R'm
Carrying value at 1 October 2023	488	1 879	120	751	49	3 287
Additions	96	–	–	130	–	226
Arising on acquisition of subsidiaries	–	311	30	–	–	341
Amortisation from continuing operations	(101)	–	(38)	–	(15)	(154)
Amortisation from discontinued operations	(1)	–	–	(23)	–	(24)
Borrowing costs capitalised	1	–	–	–	–	1
Effect of foreign currency movement	(1)	(20)	–	(86)	–	(107)
Carrying value at 30 September 2024	482	2 170	112	772	34	3 570
Comprising:						
Cost	1 072	2 248	774	891	231	5 216
Accumulated amortisation and impairment losses	(590)	(78)	(662)	(119)	(197)	(1 646)
	482	2 170	112	772	34	3 570

Proceeds on disposal of intangible assets (computer software)

The net book value of intangible assets (computer software) disposed of during the year was R3 million (2024: Rnil). Proceeds was Rnil (2024: Rnil), resulting in a loss on disposal of R3 million (2024: Rnil).

Goodwill impairment testing

	2025 R'm	2024 R'm
Goodwill has been allocated to the CGUs ¹ for impairment testing as follows:		
Southern Africa		
Hospitals	958	979
Complementary services	595	769
Healthcare services	171	234
Discontinued operations	–	188
	1 724	2 170

¹ Each operating unit is a CGU but due to the magnitude it has been disclosed in aggregate. CGUs are defined as individual hospitals; complementary services facilities and healthcare services operating units.

Refer to note 1.2.1 critical judgements (impairment – goodwill)

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

12. INVESTMENT IN ASSOCIATES AND JOINT VENTURES

	2025 R'm	2024 R'm
Unlisted ordinary shares		
Balance at 1 October	104	6
Share of net profit after tax	10	8
Movement in loan to joint venture	(57)	100
Capital distributions	(10)	(10)
Balance at 30 September	47	104

Refer to annexure C (associate undertakings).

Aggregate information of individually immaterial associates and joint ventures adjusted for percentage ownership by the Group

	Associates		Joint ventures	
	2025 R'm	2024 R'm	2025 R'm	2024 R'm
Carrying amount	4	4	43	100
Group's share of profit after tax	10	8	–	–

The aggregate post-acquisition reserves from continuing operations (adjusted for the Group's ownership) for associates and joint ventures are Rnil (2024: Rnil).

13. EMPLOYEE BENEFIT ASSETS AND LIABILITIES

	2025 R'm	2024 R'm
Employee benefit assets		
Retirement benefit asset	412	334
Post-employment medical aid asset	22	20
Post-employment medical aid obligation	(4)	(5)
	430	349

The Group currently participates in the following pension and provident funds:

Name of fund	Life Healthcare DB Pension Fund	Lifecare Group Holdings Pension Fund	Life Healthcare Provident Fund	Life Healthcare DC Pension Fund	Lifecare National Provident Fund
Fund description	Closed fund	Dormant	Active	Active	Dormant
Classification	Defined benefit	Defined benefit	Defined contribution provident fund	Defined contribution pension fund	Defined benefit

The assets of all the funds, whether they are defined benefit or defined contribution, are held and administered separately from the Group's assets. The assets are administered on behalf of the funds by external financial services companies. All the funds are governed by the Pension Funds Act of 1956.

The active pension and provident funds require triennial statutory financial reviews. Financial reviews are, however, carried out annually to determine the solvency of the plans. Defined contribution funds are not guaranteed by the employer.

On 3 January 2023 approval was obtained from the Financial Sector Conduct Authority to transfer R160 million to the Employer Surplus Account (ESA) of the Life Healthcare Provident Fund with the effective date of transfer set as 1 October 2022. As a result, R160 million plus interest of R23 million was transferred to the Life Healthcare Provident Fund in February 2023. Life Healthcare took a partial contribution holiday in the Life Healthcare Provident Fund over the period February 2023 to September 2024, which resulted in a portion of the employer contributions being paid from the ESA in the Life Healthcare Provident Fund, and the balance being paid by the employer.

A full contribution holiday was taken over the 2025 valuation period in respect of the Life Healthcare DB Pension Fund.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

13. EMPLOYEE BENEFIT ASSETS AND LIABILITIES continued

Pension funds

Actuarial assumptions applied in the valuation of the defined benefit funds:

	Life Healthcare DB Pension Fund (LHC Fund)		Lifecare Group Holdings Pension Fund	
	2025 %	2024 %	2025 %	2024 %
Discount rate	10.2 ¹	10.6	7.6	8.3
CPI	5.0 ²	5.5	2.6	3.3
Expected long-term investment return	10.2 ¹	10.6	n/a	n/a
Compensation increase rate	6.0 ³	6.5	n/a	n/a
Pension increase rate	5.0 ⁴	5.5	n/a	n/a
Rates of mortality	0.5 ⁵	0.5	n/a	n/a

The long-term investment return assumption is based on the expected long-term returns on equities, cash and bonds. In setting these assumptions the actual asset split of the various funds is used.

¹ The discount rate has been set as the single equivalent discount rate that produces the same present value of liabilities as the present value determined using the entire spot rate yield curve for nominal government bonds as published by the JSE as at 30 September 2025 (10.2%) (2024: 10.6%).

² The long-term inflation assumption has been set by reading the spot rate on the real government bond yield curve at the same term as single equivalent discount rate. The difference between the discount rate and the real yield at the same term is the inflation assumption used. The inflation assumption as at 30 September 2024 is 5.0% (2024: 5.5%).

³ Salaries have been assumed to increase at an average of 1.00% per annum in excess of the assumed long-term inflation rate. However, given the use of the minimum benefit rate as at both 30 September 2024 and 30 September 2025, the salary increase assumption has not been applied.

⁴ A future pension increase assumption of 100% of the long-term inflation assumption was used. This is in excess of the Fund's formal pension increase target of 75% of CPI but is in line with the Fund's secondary target of providing increases of up to 100% of CPI, subject to affordability. 50% of members are expected to retire in the Fund and are assumed to receive a 100% CPI pension increase going forward. 50% of members are expected to retire outside the Fund, with their actuarial reserve values calculated allowing for 75% CPI pension increases going forward.

⁵ The full mortality assumption is as follows: PA(90) rated down one year plus 0.5% improvement per annum from 2015.

The last statutory actuarial valuations for the funds were:

Life Healthcare DB Pension Fund	30 June 2024, with a statutory valuation every three years. The 30 June 2024 statutory valuation was accepted by the Financial Sector Conduct Authority on 29 October 2025.
Lifecare Group Holdings Pension Fund	31 March 2022, with a statutory valuation every three years. The next statutory valuation report will be prepared for the period ended 31 March 2025. The 31 March 2022 statutory valuation was approved by the Financial Sector Conduct Authority on 7 February 2025.

The main risk to the Company of sponsoring a defined benefit plan is that a net loss/deficit may arise.

In terms of legislation, any deficit arising from a triennial statutory valuation must be funded by the participating employer over the next three years.

Fund deficits tend to arise from any of the following events:

- Reductions in asset values and/or investment returns lower than the valuation assumptions
- Higher than expected salary and pension increases
- A strengthening of the valuation assumptions from time to time
- Increasing pensioner longevity
- Cost increases resulting from unexpected legislation and tax changes

The Company contribution rate could increase in real terms in future.

Increases in the Company's contribution in real terms could be caused by an ageing membership, a strengthening of the actuarial valuation assumptions and increases in future real pensionable salaries.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

13. EMPLOYEE BENEFIT ASSETS AND LIABILITIES continued

The Group's obligations in respect of retirement benefits as measured in terms of IAS 19 are tabled below.

	Life Healthcare DB Pension Fund		Lifecare Group Holdings Pension Fund		Life Healthcare Provident Fund ¹
	2025 R'm	2024 R'm	2025 R'm	2024 R'm	2024 R'm
Defined benefit fund asset					
Balance at 1 October	334	291	–	–	112
Net income/(expense) recognised in profit or loss	30	29	(2)	(1)	(113)
Current service cost	(5)	(5)	(1)	(1)	–
Company contributions	–	–	–	–	(117)
Net interest income	35	34	3	3	4
Impact of paragraph 64 limit adjustment on asset	–	–	(4)	(3)	–
Remeasurement recognised in other comprehensive income	48	14	2	1	1
Remeasurements on pension asset	42	33	1	1	1
Other remeasurement gain/(loss)	6	(19)	1	–	–
Balance at 30 September	412	334	–	–	–
Actual value of defined benefit liability and funded status					
Present value of defined benefit obligation	(469)	(463)	(82)	(81)	–
Asset at fair market value	881	797	118	113	–
Funded status	412	334	36	32	–
Unrecognised due to ceiling	–	–	(36)	(32)	–
Asset recognised in the statement of financial position	412	334	–	–	–

¹ Life Healthcare Provident Fund: There was no movement during 2025 and the closing balance at 30 September 2025 rounds to less than R1 million.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

13. EMPLOYEE BENEFIT ASSETS AND LIABILITIES continued

	Life Healthcare DB Pension Fund		Lifecare Group Holdings Pension Fund		Life Healthcare Provident Fund ¹
	2025 R'm	2024 R'm	2025 R'm	2024 R'm	2024 R'm
Reconciliation of defined benefit obligation					
Balance at 1 October	(463)	(429)	(81)	(79)	–
Service costs	(5)	(5)	(1)	(1)	–
Contributions	(1)	(1)	–	–	–
Interest cost	(48)	(50)	(6)	(6)	–
Benefits paid	39	38	4	5	–
Risk premiums	1	1	–	–	–
Expenses	2	2	1	–	–
Remeasurements	6	(19)	1	–	–
Balance at 30 September	(469)	(463)	(82)	(81)	–
Reconciliation of fair value of plan assets					
Balance at 1 October	797	720	113	109	112
Expected return on assets	83	84	9	9	4
Contributions	1	1	–	–	(117)
Risk premiums	(1)	(1)	–	–	–
Benefits paid	(39)	(38)	(4)	(5)	–
Remeasurements	42	33	1	1	1
Expenses	(2)	(2)	(1)	(1)	–
Balance at 30 September	881	797	118	113	–
Composition of plan assets	%	%	%	%	%
Cash	3.4	2.7	49.1	55.9	100.0
Equity instruments	25.6	27.2	–	–	–
Bonds	39.7	41.2	50.9	44.1	–
Commodities	0.7	0.5	–	–	–
Property	2.5	1.8	–	–	–
Offshore	27.7	26.1	–	–	–
Hedge funds, private equity funds and other	0.4	0.5	–	–	–
	100.0	100.0	100.0	100.0	100.0

¹ Life Healthcare Provident Fund: There was no movement during 2025 and the closing balance at 30 September 2025 rounds to less than R1 million. The 2025 composition of plan assets was 100% cash.

	Life Healthcare DB Pension Fund 2025 R'm	Lifecare Group Holdings Pension Fund 2025 R'm
Expected contributions for the next annual reporting period:		
Member contributions	1	–
Company contributions	5	–
Employer surplus utilised	(5)	–
Benefit payments	(52)	–
Expenses	(2)	(1)
The weighted average duration (years)	7.3	–

An employer contribution rate of 24.93% was recommended in the statutory actuarial valuation as at 30 June 2024 and was implemented effective 1 January 2025.

Sensitivity analysis

Life Healthcare DB Pension Fund

	2025		2024	
1% movement in the key assumptions:	Increase R'm	Decrease R'm	Increase R'm	Decrease R'm
Effect on the defined benefit obligation				
Discount rate	(27)	+30	(28)	+32
Inflation rate	+28	(25)	+30	(26)
Pension increase rate	– ²	(26)	–	(29)
Mortality rate	(11)	+11	(11)	+11

² The impact of a 1% increase in the future pension increase assumption is not included, as the normal valuation basis already assumes future pension increases of 100% of CPI, and in terms of the Fund's pension increase policy, increases of greater than 100% of CPI cannot be granted.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

13. EMPLOYEE BENEFIT ASSETS AND LIABILITIES continued

Sensitivity analysis continued

Lifecare Group Holdings Pension Fund

The active members had been transferred to another scheme in the 2018 financial year and had no liability as at the valuation date. The surplus liabilities and paid-up liabilities are defined contribution type of benefits and are not affected by any assumptions made.

Post-employment medical aid benefit

Life Healthcare Group has a liability arising as a result of a post-employment employer subsidy of healthcare benefits. Members of certain medical aid plans, who joined the Company before 1 November 1996 and did not accept the settlement offer during September 2012, and a specified group of continuation members who joined the Company after 1 November 1996 and remain in the employment of Life Healthcare Group until retirement, are eligible for a post-employment subsidy of their medical contributions.

Life Healthcare carries a fully funded liability for a post-retirement medical aid subsidy in respect of three (2024: four) employees and twenty two (2024: twenty four) pensioners.

The post-employment medical aid liability is funded via investments held in the Priceforbes Federale Volkskas (PFV) benefit fund which is a closed fund.

Life Healthcare Group is liable to make good on any shortfalls in the fund.

The benefit fund meets the definition of a defined benefit plan and has been disclosed in accordance with IAS 19.

The plan represents the market value of the assets.

The defined benefit fund is actuarially valued using the projected unit credit method.

	Post-employment medical aid benefit	
	2025 %	2024 %
The following actuarial assumptions were applied:		
Discount rate	9.4	10.3
CPI	3.7	4.8
Expected return on assets	9.4	10.3
Healthcare cost inflation	n/a	6.3

The Group's obligation in respect of post-employment medical aid benefit is tabled below:

	2025 R'm	2024 R'm
Defined benefit fund asset		
Balance at 1 October	15	13
Net periodic income		
Net interest income	1	1
Remeasurement recognised in other comprehensive income		
Unexpected changes in membership including movement in plan assets	2	1
Balance at 30 September	18	15
Actual value of defined benefit liability and funded status		
Present value of defined benefit obligation	(4)	(5)
Asset at fair market value	22	20
Funded status	18	15

Sensitivity analysis

An increase in the healthcare cost inflation rate of 1% would have no impact on the post-employment healthcare benefit liability (2024: Rnil). A decrease in the healthcare cost inflation rate of 1% would have no impact on the post-employment healthcare benefit liability (2024: Rnil).

An increase in the discount rate of 1% would have no impact on the post-employment healthcare benefit liability (2024: Rnil). A decrease in the discount rate of 1% would have no impact on the post-employment healthcare benefit liability (2024: Rnil).

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

14. DEFERRED INCOME TAX

	2025 R'm	2024 R'm
Deferred tax comprises:		
Deferred tax assets	1 831	1 835
Deferred tax liabilities	(1 937)	(1 492)
	(106)	343
The movement in the deferred tax account is as follows:		
Balance at 1 October	343	198
Arising on acquisition of subsidiaries	(8)	(22)
Disposed through disposal of subsidiary	(1)	–
Effect of foreign currency movement from continuing operations	(2)	(35)
Effect of foreign currency movement from discontinued operations	2	–
Current year (credit)/charge from continuing operations through profit or loss	(105)	207
Current year charge from discontinued operations through profit or loss	14	–
Current year credit from continuing operations through other comprehensive income	(13)	(4)
Reclassified as held for sale until disposal (refer to note 28)	(336) ¹	(1)
Carrying amount at 30 September	(106)	343
Deferred income tax assets and liabilities attributable to the following items:		
Employee benefit liabilities	249	247
Other liabilities	42	42
Provision for ECL	136	137
Share-based payment liability	105	94
Accelerated wear and tear for tax purposes on property, plant and equipment	(621)	(666)
Tax loss carried forward	71	427
Leases	65	177
Credit balances in trade receivables	28	33
Prepaid expenses	(40)	(18)
Intangible assets on acquisition of subsidiaries	(29)	(38)
Retirement benefit asset	(116)	(94)
Provision for obsolete stock	4	2
	(106)	343

¹ Difference in relation to note 28 is attributable to the classification of LMI as held for sale from 6 March 2025 until the sale of LMI was concluded on 21 July 2025.

Analysis of recoverability period of deferred tax assets and deferred tax liabilities is as follows:

	Deferred tax assets		Deferred tax liabilities	
	2025 R'm	2024 R'm	2025 R'm	2024 R'm
Within 12 months	136	556	(766)	(18)
After more than 12 months	564	604	(40)	(799)
	700	1 160	(806)	(817)

Factors considered in assessing whether to raise deferred tax assets on unutilised tax losses include the entity's forecasted performance over a five-year period, past performance, any business reorganisations and efficiency programmes and general economic indicators relevant to the industry.

Deferred tax assets on unutilised tax losses are only raised where forecasts indicate a reasonable expectation that such tax losses may be utilised to reduce a potential future tax liability.

The Group has not recognised deferred tax assets, relating to continued operations, to the value of R289 million in the current year (southern Africa: R259 million and international: R30 million) and R239 million in the prior year (southern Africa: R239 million and international: Rnil) relating to tax losses available to carry forward against future taxable income in these financial statements due to uncertainties regarding the utilisation of these losses in the foreseeable future. None of these losses are expected to expire.

The Group continued to apply the temporary exception issued by the IASB in May 2023 from the accounting requirements for deferred taxes in IAS 12. Accordingly, the Group neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

15. CASH AND CASH EQUIVALENTS

	2025 R'm	2024 R'm
Bank accounts and petty cash ¹	3 138	1 568
Deposits on call	672	894
Cash and cash equivalents	3 810	2 462

¹ Includes cash of R2 898 million that will be used to settle the Piramal liability.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was negligible. The provision was calculated using a simplification of the general provision method.

16. TRADE AND OTHER RECEIVABLES

	2025 R'm	2024 R'm
Trade receivables	3 921	4 223
Less: Provision for ECL	(841)	(684)
Net trade receivables	3 080	3 539
Rent receivable and municipal deposits	180	168
Prepaid expenses	272	293
Other receivables ^{2,3}	82	157
Balance at 30 September	3 614	4 157
Reconciliation of provision for ECL⁴		
Balance at 1 October	(684)	(448)
Recovery of amounts previously provided for	9	1
ECL raised from continuing operations	(265)	(306)
ECL raised from discontinued operations	(17)	(12)
Debt written off	95	66
Reclassified as held for sale until disposal (refer to note 28)	21 ⁵	13
Effect of foreign currency movement	–	2
Balance at 30 September	(841)	(684)

² While other receivables are also subject to the impairment requirements of IFRS 9, the identified impairment loss was negligible. The provision was calculated using a simplification of the general provision method.

³ Other receivables consist of a number of non-material balances.

⁴ Refer to note 33 risk management (credit risk).

⁵ Included under trade and other receivables per note 28.

17. INVENTORIES

	2025 R'm	2024 R'm
Ethical drugs and consumable products	422	474
Less: Provision for obsolete stock	(14)	(8)
Balance at 30 September	408	466
The cost of inventories written off as expired stock is recognised as an expense and is included in "drugs and consumables" in profit or loss. Inventories written off amounted to:	13	26

"Drugs and consumables" represents the cost of inventories recorded as an expense in the statement of profit or loss.

18. STATED CAPITAL

	2025 R'm	2024 R'm
Stated capital comprises:		
Share capital	10 507	10 507
Share premium	3 373	3 373
Treasury shares	(656)	(505)
	13 224	13 375

Reconciliation of number of shares

	2025 '000	2024 '000
Ordinary shares		
Authorised (Share capital of R0.000001 each)	4 149 980	4 149 980
Total value = R4 149 (2024: R4 149)		
Issued and fully paid:		
Balance at 30 September	1 467 349	1 467 349
Total value = R1 467 (2024: R1 467)		

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

18. STATED CAPITAL continued

Reconciliation of treasury shares

Treasury shares are shares in Life Healthcare Group Holdings Limited that are held for the purpose of the staff benefit schemes:

	Number of shares		Value of shares	
	2025 '000	2024 '000	2025 R'm	2024 R'm
Life Healthcare employee share trust	17 486	15 055	300	285
Single incentive scheme (SIP)	10 730	–	179	–
Co-investment plan (CIP) scheme	7 412	8 285	164	185
Special arrangement long-term incentive schemes	692	1 915	13	35
	36 320	25 255	656	505
Treasury shares				
Balance at 1 October	25 255	27 167	505	586
Purchased for long-term incentive schemes (including SIP)	15 691	6 278	337	218
Purchased for Life Healthcare employee share trust	4 972	4 705	70	67
Forfeited ¹	(249)	(1 510)	(4)	(30)
Re-assigned ¹	37	1 050	1	22
Vested through long-term incentive schemes	(6 452)	(6 756)	(188)	(227)
Vested through Life Healthcare employee share trust	(2 542)	(2 615)	(56)	(62)
Vested through CIP	(392)	(3 064)	(9)	(69)
Balance at 30 September	36 320	25 255	656	505

¹ Includes shares forfeited due to bad leaver status and due to performance conditions not met in the prior year. In certain cases, when the participant forfeited his/her shares, the Trust did not sell the shares but reassigned them to other qualifying participants. Refer to note 19.

19. OTHER RESERVES

	2025 R'm	2024 R'm
Life Healthcare employee share trust	107	111
Long-term incentive schemes (refer below)	661	504
Transactions with non-controlling interest reserve	(939)	(948)
Other ²	68	33
	(103)	(300)

² Comprises distributable reserves, retirement benefit asset and post-employment medical aid reserves.

	Life Healthcare employee share trust		Long-term incentive schemes ³	
	2025 R'm	2024 R'm	2025 R'm	2024 R'm
Balance at 1 October	111	123	504	437
Charge for the year from continuing operations	52	50	300	245
Charge for the year from discontinued operations	–	–	54	118
Vested during the year	(56)	(62)	(197)	(296)
Balance at 30 September	107	111	661	504

³ Long-term incentive schemes
The Group currently has the following long-term equity-settled share schemes:

- Special arrangement long-term incentive schemes
- Historical long-term incentive plans (last allocation made in 2023)
- SIP effective from 2024
- CIP

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions

Life Healthcare employee share trust

Type	An equity-settled scheme
Background	In terms of the scheme, the employer acquired Life Healthcare shares in the market at the ruling market price. The number of shares acquired for the scheme is limited to the value as approved by the Group's Remuneration and Human Resources Committee.
Qualifying employees	All permanent employees employed by the employer in South Africa for a continuous period of at least one year as at the date of the allocation and who (i) is a member of an employer supported retirement scheme and who (ii) does not participate in the long-term incentive schemes are beneficiaries of the trust and participate in the scheme. Voting rights and dividends vest with the qualifying employees.
Vesting requirements	Qualifying employees will need to be in service on the fifth (25%), sixth (25%) and seventh (50%) anniversaries when the shares are delivered.
Method of settlement	Shares
Leavers	Employees who leave, other than good leavers, forfeit their beneficial interest in the trust and their rights will be distributed equally among the remaining employees.
2024 granted shares	4 705 440 shares at R14.35
2025 granted shares	4 972 486 shares at R14.12
Forfeited (number of shares)	Forfeited shares are re-distributed amongst remaining employees.
Exercised (number of shares)	None
Vested (number of shares)	2 542 014 (2024: 2 614 526) ¹
Contribution	An annual contribution is made by each employer company in the Group for its qualifying employees.

¹ Relates to shares vested and shares transferred to good leavers.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

Special arrangement long-term incentive scheme – Chief Executive

<i>Type</i>	An equity-settled scheme
<i>Background</i>	During the 2021 financial year, the Company offered a once-off opportunity of Company matched shares to the Chief Executive based on his investment. The intention of this offer is to retain the executive as well as to encourage shareholding in the Company thereby aligning to shareholder interests. In terms of this arrangement the Company matched a maximum investment of R5 million by the Chief Executive in Life Healthcare with a share purchase to a maximum value of R15 million in the market at the ruling market price.
<i>Qualifying employees</i>	Available to the Chief Executive
<i>Vesting requirements</i>	<p>The Company matched shares will vest in equal tranches on 31 December 2023, 31 December 2024 and 31 December 2025 respectively and are subject to the following conditions:</p> <ul style="list-style-type: none"> • Growth on total shareholder return (TSR) over pre-determined thresholds relative to the TSR of a listed comparator group. Linear vesting occurs between threshold and on-target performance. <ul style="list-style-type: none"> – In the case of unusual market conditions, the vesting will be subject to Board discretion. • The employee will be required to retain a level of investment in Company shares of at least the initial investment over the vesting period. • To remain in service for at least five years and to groom a successor.
<i>Method of settlement</i>	Shares
<i>Leavers</i>	If the employee leaves, other than as a good leaver, he will be entitled to all his co-investment shares but will forfeit the entire Company matched shares that have not vested.
<i>2024 granted shares</i>	None
<i>2025 granted shares</i>	None
<i>Forfeited (number of shares)</i>	287 568 on 31 Dec 2023
<i>Exercised (number of shares)</i>	None
<i>Vested (number of shares)</i>	287 568 on 31 Dec 2024
<i>Contribution</i>	An annual contribution is made by each employer company in the Group for its qualifying employees.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

Special arrangement long-term incentive scheme – Chief Financial Officer (CFO)

<i>Type</i>	An equity-settled scheme
<i>Background</i>	During the 2021 financial year, the Company offered a once-off opportunity of Company matched shares to the CFO based on his investment. The intention of this offer is to retain the executive as well as to encourage shareholding in the Company thereby aligning to shareholder interests. In terms of this arrangement the Company matched a maximum investment of R2 million by the CFO in Life Healthcare with a share purchase to a maximum value of R6 million in the market at the ruling market price.
<i>Qualifying employees</i>	Available to the CFO
<i>Vesting requirements</i>	<p>The Company matched shares will vest in equal tranches on 31 December 2023, 31 December 2024 and 31 December 2025, respectively, and are subject to the following conditions:</p> <ul style="list-style-type: none"> • TSR over pre-determined thresholds relative to the TSR of a listed comparator group. Linear vesting occurs between threshold and on-target performance. <ul style="list-style-type: none"> – In the case of unusual market conditions, the vesting will be subject to Board discretion. • The employee will be required to retain a level of investment in Company shares of at least the initial investment over the vesting period.
<i>Method of settlement</i>	Shares
<i>Leavers</i>	If the employee leaves, other than as a good leaver, he will be entitled to all his co-investment shares but will forfeit the entire Company matched shares that have not vested.
<i>2024 granted shares</i>	None
<i>2025 granted shares</i>	None
<i>Forfeited (number of shares)</i>	116 866 on 31 Dec 2023
<i>Exercised (number of shares)</i>	None
<i>Vested (number of shares)</i>	116 866 on 31 Dec 2024
<i>Contribution</i>	An annual contribution is made by each employer company in the Group for its qualifying employees.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

Special arrangement long-term incentive scheme – Chief strategy and growth officer

<i>Type</i>	An equity-settled scheme
<i>Background</i>	During the 2021 financial year, the Company offered a once-off opportunity of Company matched shares to the Chief strategy and growth officer (previous southern African CEO) based on his investment. The intention of this offer is to retain the executive as well as to encourage shareholding in the Company thereby aligning to shareholder interests. In terms of this arrangement the Company matched a maximum investment of R1.25 million by the Chief strategy and growth officer in Life Healthcare with a share purchase to a maximum value of R3.75 million in the market at the ruling market price.
<i>Qualifying employees</i>	Available to the Chief Strategy and Growth Officer
<i>Vesting requirements</i>	<p>The Company matched shares will vest in equal tranches on 31 December 2023, 31 December 2024 and 31 December 2025, respectively and are subject to the following conditions:</p> <ul style="list-style-type: none"> • TSR over pre-determined thresholds relative to the TSR of a listed comparator group. Linear vesting occurs between threshold and on-target performance. <ul style="list-style-type: none"> – In the case of unusual market conditions, the vesting will be subject to Board discretion. • The employee will be required to retain a level of investment in Company shares of at least the initial investment over the vesting period.
<i>Method of settlement</i>	Shares
<i>Leavers</i>	If the employee leaves, other than as a good leaver, he will be entitled to all his co-investment shares but will forfeit the entire Company matched shares that have not vested.
<i>2024 granted shares</i>	None
<i>2025 granted shares</i>	None
<i>Forfeited (number of shares)</i>	65 073 on 31 Dec 2023
<i>Exercised (number of shares)</i>	None
<i>Vested (number of shares)</i>	65 073 on 31 Dec 2024
<i>Contribution</i>	An annual contribution is made by each employer company in the Group for its qualifying employees.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

Historical long-term incentive schemes (last allocation made in 2023 and vests in 2026)

Type	Equity-settled performance share scheme												
Background	<p>The value of awards will be tier-based and linked to individual performance. Each award will be converted into notional performance shares. In terms of the scheme, the value of the awards and the performance conditions for vesting will be approved by the Group's Remuneration and Human Resources Committee. The value of the notional performance shares will be determined by the price of the Life Healthcare share on the JSE using the 30-day VWAP. Life Healthcare shares will be purchased forthwith after the vesting date, with the proceeds after tax.</p> <p>A modifier of between 0.5 and 2 for the 2023 scheme can be applied to the allocation for key talent retention, this is applicable to all participants at the discretion of the Chief Executive subject to approval by the Group's Remuneration and Human Resources Committee. The employees are not entitled to any dividends declared on the shares underlying the awards over the period from the grant date to the vesting date.</p>												
Qualifying employees	Available to all executives and senior managers.												
Vesting requirements	<p>Vesting in terms of this scheme takes place in three years from allocation (1 January 2022). The vesting of the awards is subject to the following performance conditions:</p> <table><tr><td></td><th colspan="2">Weighting %</th></tr><tr><td></td><th>2023</th><th>2022</th></tr><tr><td>• Normalised Group HEPS</td><td>60</td><td>60</td></tr><tr><td>• Life core purpose outcome</td><td>40</td><td>40</td></tr></table> <p>Normalised Group HEPS is based on growth of HEPS in excess of CPI (2022 scheme).</p> <p>Normalised Group HEPS is based on the three-year compound annual growth rate (2023 scheme).</p> <p>Life core purpose outcomes is based on country-specific non-financial measures that drive long-term sustainability of the Group.</p>		Weighting %			2023	2022	• Normalised Group HEPS	60	60	• Life core purpose outcome	40	40
	Weighting %												
	2023	2022											
• Normalised Group HEPS	60	60											
• Life core purpose outcome	40	40											
Method of settlement	Shares												
Leavers	<p>If a participant ceases to be employed by the Group prior to the vesting of the grant, the following will apply:</p> <ul style="list-style-type: none">• Good leavers with a date of termination of employment:<ul style="list-style-type: none">– that is more than one year before the vesting date of the grant, will retain a pro rata number of notional performance shares based on number of months' completed service relative to the vesting period of 36 months, the balance of notional performance shares shall be forfeited and cancelled for no consideration; or– that is one year or less before the vesting date of the grant, will retain all notional performance shares and he/she shall continue to be treated as a participant as if his/her employment had not been terminated.• Bad leavers with a date of termination of employment prior to vesting date, will result in all notional performance shares held by the participant being forfeited and cancelled for no consideration.												
2024 granted shares	None – new scheme in place (refer SIP)												
2025 granted shares	None – new scheme in place (refer SIP)												
Forfeited (number of shares)	N/a as shares are only purchased forthwith after the vesting date.												
Vested	2022 scheme vested. A total of 5 835 437 shares were purchased @ R16.29 per share and vested to participants immediately.												
Contribution	An annual contribution is made by each employer company in the Group for its qualifying employees.												

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

SIP effective from FY2024

Type	Equity-settled performance share schemes																																																																																		
Background	<p>The scheme aims to align the interests of executives and senior management with the short-and long-term success and growth of the Group, fostering a culture of performance excellence and shareholder value creation. The SIP combines both short- and long-term incentives and the reward is based on the performance outcomes for each financial year using a balanced scorecard, with both financial and non-financial performance targets.</p> <p>The annual SIP is calculated based on the targeted percentage of annual guaranteed package per employee (based on job grade and function) adjusted for the performance multiplier. Additional deferred shares can be awarded to critical talent (excluding executives and prescribed officers) at the discretion of the Chief Executive subject to approval by the Group's Remuneration and Human Resources Committee.</p> <p>This scheme has replaced the historical long-term incentive plans and the first allocation was made on 1 October 2023 (award date).</p> <p>Once the deferred shares are purchased, the employees are entitled to all dividends declared from the date the shares were purchased to the vesting date.</p> <p>Malus and clawback provisions are included.</p>																																																																																		
Eligibility	Available to all executives and senior managers.																																																																																		
Vesting requirements	<p>Vesting in terms of this scheme takes place over a period of three to five years, based on seniority. The allocation of the awards is subject to the following performance conditions:</p> <table><thead><tr><th></th><th>Weighting</th></tr></thead><tbody><tr><td colspan="2">Financial performance targets:</td></tr><tr><td>• EBITA*</td><td>5% to 30%</td></tr><tr><td>• Normalised HEPS</td><td>5% to 15%</td></tr><tr><td>• Capital efficiency (CFROI)</td><td>5% to 20%</td></tr><tr><td>• Working capital management</td><td>0% to 10%</td></tr><tr><td colspan="2">Non-financial performance targets:</td></tr><tr><td>• Life core purpose</td><td>10%</td></tr><tr><td>• Environmental, Social and Governance (ESG) assessment</td><td>5%</td></tr><tr><td colspan="2">Business unit financial performance target:</td></tr><tr><td>• EBITA</td><td>0% to 35%</td></tr><tr><td>• Internal days sales outstanding (DSO)</td><td>0% to 10%</td></tr><tr><td>Personal</td><td>20% to 30%</td></tr></tbody></table>			Weighting	Financial performance targets:		• EBITA*	5% to 30%	• Normalised HEPS	5% to 15%	• Capital efficiency (CFROI)	5% to 20%	• Working capital management	0% to 10%	Non-financial performance targets:		• Life core purpose	10%	• Environmental, Social and Governance (ESG) assessment	5%	Business unit financial performance target:		• EBITA	0% to 35%	• Internal days sales outstanding (DSO)	0% to 10%	Personal	20% to 30%	<p>The relative award per performance measures are tabled below:</p> <table><thead><tr><th>Performance measure</th><th>Threshold</th><th>Target</th><th>Stretch</th></tr></thead><tbody><tr><td colspan="4">Executives</td></tr><tr><td>• Financial measures – EBITA and normalised HEPS</td><td>10%</td><td>100%</td><td>200%</td></tr><tr><td>• Financial measures – CFROI and working capital management</td><td>50%</td><td>100%</td><td>200%</td></tr><tr><td>• Life core purpose</td><td>100%</td><td>100%</td><td>100%</td></tr><tr><td>• ESG assessment</td><td>50%</td><td>100%</td><td>200%</td></tr><tr><td>• Personal</td><td>50% – 70%</td><td>100%</td><td>160% – 200%</td></tr><tr><td colspan="4">Other participants</td></tr><tr><td>• Financial measures – all</td><td>50%</td><td>100%</td><td>200%</td></tr><tr><td>• DSO</td><td>50%</td><td>100%</td><td>150%</td></tr><tr><td>• Life core purpose</td><td>100%</td><td>100%</td><td>100%</td></tr><tr><td>• ESG assessment</td><td>50%</td><td>100%</td><td>200%</td></tr><tr><td>• Personal</td><td>70%</td><td>100%</td><td>160%</td></tr></tbody></table>			Performance measure	Threshold	Target	Stretch	Executives				• Financial measures – EBITA and normalised HEPS	10%	100%	200%	• Financial measures – CFROI and working capital management	50%	100%	200%	• Life core purpose	100%	100%	100%	• ESG assessment	50%	100%	200%	• Personal	50% – 70%	100%	160% – 200%	Other participants				• Financial measures – all	50%	100%	200%	• DSO	50%	100%	150%	• Life core purpose	100%	100%	100%	• ESG assessment	50%	100%	200%	• Personal	70%	100%	160%
	Weighting																																																																																		
Financial performance targets:																																																																																			
• EBITA*	5% to 30%																																																																																		
• Normalised HEPS	5% to 15%																																																																																		
• Capital efficiency (CFROI)	5% to 20%																																																																																		
• Working capital management	0% to 10%																																																																																		
Non-financial performance targets:																																																																																			
• Life core purpose	10%																																																																																		
• Environmental, Social and Governance (ESG) assessment	5%																																																																																		
Business unit financial performance target:																																																																																			
• EBITA	0% to 35%																																																																																		
• Internal days sales outstanding (DSO)	0% to 10%																																																																																		
Personal	20% to 30%																																																																																		
Performance measure	Threshold	Target	Stretch																																																																																
Executives																																																																																			
• Financial measures – EBITA and normalised HEPS	10%	100%	200%																																																																																
• Financial measures – CFROI and working capital management	50%	100%	200%																																																																																
• Life core purpose	100%	100%	100%																																																																																
• ESG assessment	50%	100%	200%																																																																																
• Personal	50% – 70%	100%	160% – 200%																																																																																
Other participants																																																																																			
• Financial measures – all	50%	100%	200%																																																																																
• DSO	50%	100%	150%																																																																																
• Life core purpose	100%	100%	100%																																																																																
• ESG assessment	50%	100%	200%																																																																																
• Personal	70%	100%	160%																																																																																

* The performance targets for EBITA and normalised HEPS are measured against either rebased prior year (executives) or budget (other participants).

Once the deferred shares are purchased in the open market no further performance conditions apply, but are subject to continued employment for the period until vesting.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

SIP effective from FY2024 continued

<i>Method of settlement</i>	<p>Award is delivered as follows:</p> <ul style="list-style-type: none"> 45% – 50% (depending on seniority) in cash. The cash portion is payable after finalisation of audited annual financial results, normally in November of each year. 50% – 55% (depending on seniority) in deferred shares (accounted for as share-based payments) – shares are purchased in the open market, after finalisation of audited financial results, with no further performance conditions. These shares will be held in an escrow account for the benefit of the participants.
<i>Leavers</i>	<p>If a participant ceases to be employed by the Group prior to the vesting of the grant, the following will apply:</p> <ul style="list-style-type: none"> Good leavers – shares will not be forfeited and will vest on the original vesting date. Good leavers are defined as employees who leave employment under the following circumstances: death, retirement, retrenchment and permanent disability. Bad leavers with a date of termination of employment prior to vesting date, will result in all shares being forfeited and cancelled for no consideration. Bad leavers are defined as employees who leave who leave employment under the following circumstances: resignation, dismissal and retirement before normal retirement age without Company consent.
<i>SIP 2024 allocation</i>	10 942 813 shares at R16.73
<i>SIP 2025 allocation</i>	Life Healthcare shares will be purchased at the end of the measurement period (one year after award date) when the performance vesting criteria are met, after finalisation of audited financial results.
<i>Forfeited (number of shares)</i>	212 492
<i>Exercised (number of shares)</i>	None
<i>Vested</i>	None
<i>Contribution</i>	An annual contribution is made by each employer company in the Group for its qualifying employees.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

CIP

Type	Equity-settled performance share schemes		
Background	<p>During 2022, in response to the risk of the Group losing key personnel stationed throughout the Group and to align management interests with that of shareholders, the Board of Directors has approved the introduction of a once-off additional long-term incentive scheme, the CIP. The once-off allocation was made to selected executives and senior managers who have been deemed critical to retain due to their ability to influence long-term performance and sustainability of the Group.</p> <p>Participants are held to an extended notice period of 12-months, as well as a six months' international restraint of trade for the duration of the scheme.</p> <p>For the initial participants: The grant was made on 1 December 2021 (award date). Participants elected to defer 70% of their awarded short-term performance bonus relating to the 2021 financial year into shares in Life Healthcare (bonus shares).</p> <p>For the additional participants: The grant was made on 1 December 2022 (award date). Participants elected to defer 70% of their awarded short-term performance bonus relating to the 2022 financial year into shares in Life Healthcare (bonus shares).</p> <p>For each bonus share awarded the Company awarded three matching shares (matching shares). In addition, the Company awarded performance shares equivalent to 75% of the participants annual guaranteed package (performance shares). The employees are entitled, to all dividends declared on the shares over the period from the grant date to the vesting date.</p> <p>Malus and clawback provisions are included.</p>		
Qualifying employees	Available to selected executives and senior managers in the Group.		
Vesting requirements	Vesting in terms of this scheme takes place in four years from the initial award date (i.e. 1 December 2021). The vesting of the awards is subject to the following market and non-market performance conditions:		
	Bonus shares	Matched shares	Performance shares
	<p>No vesting condition exists.</p> <p>Shares will be released on the expiry of the holding period.</p>	<p>The vesting of the shares is subject to continued employment for the period vesting.</p> <p>Shares will vest to the participant upon fulfilment of the employment service condition.</p>	<p>The vesting of the shares is subject to Life Healthcare achieving a TSR of at least 75% of the average TSR of a comparator company over the vesting period.</p> <p>Shares will vest to the participant when the below conditions are met:</p> <ul style="list-style-type: none"> the date on which the participant has fulfilled the employment service condition; and the date on which the Remuneration Committee has determined that the performance conditions have been achieved.
Method of settlement	Shares	Shares	Shares

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

19. OTHER RESERVES continued

Terms and conditions continued

CIP continued

	Bonus shares	Matched shares	Performance shares
Leavers	<p>If a participant ceases to be employed by the Group prior to the vesting of the grant, the following will apply:</p> <ul style="list-style-type: none"> • Good leavers: shares will be released to the participant • Bad leavers: <ul style="list-style-type: none"> – the shares will not be forfeited but will only be released to the participant after the vesting period. – should a participant leave to be employed by a direct competitor then the bonus shares will be forfeited. 	<p>If a participant ceases to be employed by the Group prior to the vesting of the grant, the following will apply:</p> <ul style="list-style-type: none"> • Good leavers: <ul style="list-style-type: none"> – retirement/redundancy: a pro rata number of shares will vest, based on the number of months of completed employment compared to the total number of months in the vesting period. The remaining shares will be forfeited. – death/disability: all unvested shares will vest. • Bad leavers: the shares will be forfeited. 	<p>If a participant ceases to be employed by the Group prior to the vesting of the grant, the following will apply:</p> <ul style="list-style-type: none"> • Good leavers: a pro rata number of shares will vest, based on the number of months of completed employment compared to the total number of months in the vesting period and the extent to which the performance condition has been achieved between award date and termination date. The remaining shares will be forfeited. • Bad leavers: the shares will be forfeited.
2024 granted shares	None	None	None
2025 granted shares	None	None	None
Forfeited (number of shares)	37 135	None	None
Vested (number of shares)	60 155 ¹	180 465 ¹	151 651 ¹
Contribution	Participants elected to defer 70% of their awarded short-term performance bonus into shares in Life Healthcare.	For each bonus share awarded the Company awarded three matching shares.	The Company awarded performance shares to the value of 75% of the participants annual guaranteed package.

¹ Vested as a result of the disposal of LMI to LMI participant due to good leaver status.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

20. INTEREST-BEARING BORROWINGS

	2025		2024	
	Non-current portion R'm	Current portion R'm	Non-current portion R'm	Current portion R'm
Unsecured borrowings				
Bilateral term loans	750	–	750	–
Life Healthcare Domestic Medium Term Notes (DMTN) ¹	2 500	20	2 000	522
Secured borrowings				
Lease liabilities	514	167	644	505
Total borrowings at 30 September	3 764	187	3 394	1 027

¹ The floating rate notes are listed on the interest rate market of the JSE.

	Carrying value 2025 R'm	Carrying value 2024 R'm
The interest-bearing borrowings carrying amount is denominated in the following currencies:		
South African Rand	3 804	4 256
Botswana Pula	147	165
	3 951	4 421

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

20. INTEREST-BEARING BORROWINGS continued

Terms and repayment schedule

	Interest rate at 30 September	Repayment terms ¹	Date of maturity/final settlement	Carrying value 2025 R'm	Carrying value 2024 R'm
Bilateral term loans					
Term loan	Three-month JIBAR plus 1.20% ²	Single instalment	26 Jun 2027	750	750
Life Healthcare DMTN					
Floating rate note LHC 01	Three-month JIBAR plus 1.35%	Single instalment	19 Jul 2025	–	500
Floating rate note LHC 02	Three-month JIBAR plus 1.54%	Single instalment	19 Jul 2027	500	500
Floating rate note LHC 03	Three-month JIBAR plus 1.15%	Single instalment	12 Apr 2027	739	740
Floating rate note LHC 04	Three-month JIBAR plus 1.32%	Single instalment	12 Apr 2029	336	337
Floating rate note LHC 05	Three-month JIBAR plus 1.32%	Single instalment	30 Jun 2029	445	445
Floating rate note LHC 06	Three-month JIBAR plus 1.05%	Single instalment	22 Aug 2028	500	–
Unsecured borrowings				3 270	3 272
Lease liabilities					
Relating to property and other equipment	2025 and 2024: 8.36% – 16.66%	Repayable in monthly instalments over 1 to 17 years ending December 2041.		681	1 149
Secured borrowings				681	1 149
Total borrowings				3 951	4 421

¹ The final capital repayment date is stipulated in the funding agreement and may differ slightly from the instalment dates.

² If the net debt to normalised EBITDA ratio is higher than 3.00:1, then the interest rate margin shall increase by 0.15%.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

20. INTEREST-BEARING BORROWINGS continued

	2025		2024	
	Bank loans and notes R'm	Lease liabilities R'm	Bank loans and notes R'm	Lease liabilities R'm
Reconciliation of opening balance to closing balance				
Balance at 1 October	3 272	1 149	11 886	1 116
Cash flow movements				
Proceeds from interest-bearing borrowings from continuing operations	500	–	2 485	–
Repayment of interest-bearing borrowings from continuing operations ¹	(500)	(169)	(11 257)	(141)
Lease option exercised to acquire a property	–	(350)	–	–
Interest paid from continuing operations	(289)	(71)	(331)	(87)
Interest paid from discontinued operations	–	–	(180)	–
Non-cash items				
Interest accrued from continuing operations	287	71	328	84
Interest accrued from discontinued operations	–	–	180	–
Additional lease liabilities recognised from continuing operations	–	54	–	65
Modification or adjustment to lease liabilities	–	2	–	(14)
Arising on acquisition of subsidiaries	–	13	–	134
Derecognition of lease liabilities	–	(8)	–	–
Amortisation of debt raising fees capitalised	–	–	15	–
Effect of foreign currency movement	–	(10)	146	(8)
Balance at 30 September	3 270	681	3 272	1 149

¹ In the prior period, the Group settled all international GBP and EUR debt with the proceeds from the sale of AMG (R9.1 billion).

	Property, plant and equipment	
	2025 R'm	2024 R'm
Carrying value of assets held as security for borrowings		
Lease liabilities	536	909
Total	536	909

Borrowing facilities

The Group has the following borrowing facilities:

	2025		2024	
	Total R'm	Available R'm	Total R'm	Available R'm
Southern Africa				
Committed general banking facilities	1 500	1 500	2 000	2 000
Uncommitted general banking facilities	250	250	250	250
	1 750	1 750	2 250	2 250

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

21. TRADE AND OTHER PAYABLES

	2025 R'm	2024 R'm
Under current liabilities:		
Trade payables	1 996	1 935
Accruals ¹	89	261
Employee-related payables	1 179	1 187
Value added tax	83	94
Debtors' balances in credit	336	198
Other payables	128	235
Balance at 30 September	3 811	3 910
Under non-current liabilities:		
Accruals	–	7
Employee-related payables	–	42
	–	49

¹ Decrease in accruals due to inclusion of LMI accruals in 2024 (R169 million).

The employee-related payables represent:

- the employee benefits payable to revenue tax authorities as well as medical aid and provident fund payment obligations at year-end; and
- the pro rata portion of a 13th cheque that is payable to employees annually in terms of their employment contracts, accrued annual leave and the SIP cash portion payable in November.

22. PROVISIONS

	Property related R'm	Insurance provision R'm	Total R'm
Balance at 1 October 2024	11	138	149
Raised during the year	3	56	59
Utilised during the year	–	(70)	(70)
Arising on acquisition of subsidiaries	1	–	1
Balance at 30 September 2025	15	124	139
Included under non-current liabilities	10	–	10
Included under current liabilities	5	124	129
	15	124	139
Balance at 1 October 2023	–	139	139
Raised during the year	–	70	70
Utilised during the year	–	(71)	(71)
Arising on acquisition of subsidiaries	11	–	11
Balance at 30 September 2024	11	138	149
Included under non-current liabilities	6	–	6
Included under current liabilities	5	138	143
	11	138	149

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

23. CONTINGENT CONSIDERATION RECEIVABLE AND FINANCIAL LIABILITIES AT FAIR VALUE

	2025 R'm	2024 R'm
Non-current asset	1 108	–
Contingent consideration receivable	1 108	–
Current asset	396	–
Contingent consideration receivable	396	–
Total assets	1 504	–
Non-current financial liabilities at fair value	(791)	(599)
Contingent consideration liabilities	(54)	(65)
Piramal liability	(671)	(534)
LMI management scheme liability ¹	(66)	–
Current financial liabilities at fair value	(2 832)	(34)
Contingent consideration liabilities	(180)	(34)
Piramal liability	(2 631)	–
LMI management scheme liability ¹	(21)	–
Total liabilities	(3 623)	(633)

¹ Previously included under trade and other payables. Due to the disposal of LMI during 2025, the scheme no longer relates to employees of the Group and the liability at fair value has been recognised.

Refer to note 1.2.2 critical accounting estimates and assumptions and note 33 risk management (fair value risk and fair value hierarchy).

Contingent consideration receivable

	Life Renal Care SA clawback R'm	LMI earnout and milestone R'm	Total contingent consideration receivable R'm
Balance at 1 October 2024	–	–	–
Arising on disposal of LMI (refer to note 28)	–	1 362	1 362
Raised during the year (refer to note 27)	165	–	165
Unwinding (included as part of discontinued operation)	–	16	16
Effect of foreign currency movement	–	(39)	(39)
Balance at 30 September 2025	165	1 339	1 504
Included under non-current assets	–	1 108	1 108
Included under current assets	165	231	396
	165	1 339	1 504

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

23. CONTINGENT CONSIDERATION RECEIVABLE AND FINANCIAL LIABILITIES AT FAIR VALUE continued

Financial liabilities at fair value

	Contingent consideration liabilities R'm	Piramal liability ¹ R'm	LMI management scheme liability R'm	Total financial liabilities at fair value R'm
Balance at 1 October 2024	99	534	–	633
Arising on acquisition of subsidiaries (refer to note 27)	164	–	–	164
Arising on disposal of LMI	–	–	89	89
Paid during the year (relating to continuing operations, complementary segment)	(36)	–	–	(36)
Fair value adjustment recognised in profit or loss	–	2 881	–	2 881
Unwinding (included as part of finance cost)	7	77	–	84
Effect of foreign currency movement	–	(190)	(2)	(192)
Balance at 30 September 2025	234	3 302	87	3 623
Included under non-current liabilities	54	671	66	791
Included under current liabilities	180	2 631	21	2 832
	234	3 302	87	3 623

¹ Previously included under contingent consideration liabilities. Description was re-assessed during 2025 due to the disposal of LMI.

	Contingent consideration liabilities R'm	Piramal liability ¹ R'm	Total financial liabilities at fair value R'm
Balance at 1 October 2023	54	467	521
Arising on acquisition of subsidiaries	24	–	24
Fair value adjustments	5	58	63
Fair value adjustment recognised in profit or loss	–	58	58
Fair value adjustment recognised in profit or loss (relating to ECR ² , included as part of complementary services)	5	–	5
Unwinding (included as part of finance cost)	16	62	78
Effect of foreign currency movement	–	(53)	(53)
Balance at 30 September 2024	99	534	633
Included under non-current liabilities	65	534	599
Included under current liabilities	34	–	34
	99	534	633

² East Coast Radiology Incorporated (ECR).

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

24. FINANCIAL INSTRUMENTS BY CATEGORY

The following table summarises the Group's classification of financial instruments:

	2025 R'm	2024 R'm
Assets		
Fair value through profit or loss	1 667	136
Contingent consideration receivable	1 504	–
Other assets: Investment in a first-party Cell Captive	90	73
Other assets: Doctors' loans	73	63
Amortised cost	7 308	6 506
Trade and other receivables	3 342	3 864
Cash and cash equivalents	3 810	2 462
Other assets ¹	156	180
Total assets	8 975	6 642
Liabilities		
Fair value through profit or loss (refer to note 23)	3 623	633
Contingent consideration liabilities	234	99
Piramal liability	3 302	534
LMI management scheme liability	87	–
Amortised cost	6 553	7 057
Trade and other payables	2 549	2 636
Interest-bearing borrowings	3 951	4 421
Other liabilities	53	–
Total liabilities	10 176	7 690

¹ Other assets consist mainly of solar-related financial asset of R83 million (2024: R81 million) and investment in Botswana money market of R57 million (2024: R78 million).

Derivative financial instruments

There were no derivative financial instruments at 30 September 2025 (2024: Rnil).

Interest rate swap contracts

There were no interest rate swap contracts entered into at 30 September 2025 (2024: Rnil).

Held for trading

Foreign exchange contracts (FECs)

The Group entered into United States Dollar (USD) exchange contracts during the year to manage exposure to fluctuations in the Rand Dollar exchange rate on foreign liabilities. At 30 September 2025, there were no open FECs.

25. OFFSETTING OF FINANCIAL LIABILITIES

The financial assets and liabilities relating to the derivative financial instruments are subject to offsetting and similar agreements. There were no derivative financial instruments at 30 September 2025 (2024: Rnil). No offsetting was applied in 2025 and 2024.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

26. CASH GENERATED FROM CONTINUING OPERATIONS

	2025 R'm	2024 R'm
Reconciliation of (loss)/profit before tax to cash generated from operations		
(Loss)/profit before tax from continuing operations	(620)	2 170
<i>Adjusted for:</i>		
Share of associates' and joint ventures' net profit after tax	(10)	(8)
Depreciation on property, plant and equipment	1 137	1 066
Amortisation of intangible assets	175	154
Net finance costs (refer to note 5)	122	158
Fair value adjustment	2 881	63
Fair value (gain)/loss on financial instruments	(14)	15
Loss on derecognition of lease asset and liability	4	–
Impairment of assets	211	25
Loss/(profit) on disposal of assets	11	(2)
Profit on disposal of subsidiary	(54)	–
Transaction costs relating to acquisitions	14	11
Share-based payment reserve charge	352	295
Retirement benefit asset and post-employment medical aid income	(33)	(36)
Employer surplus asset payments	–	117
First-party Cell Captive insurance expense	–	19
Cost of inventories written off as expired stock	13	26
Operating cash flow before working capital changes	4 189	4 073
Working capital changes:		
Inventories	32	(22)
Trade and other receivables	118	(542)
Trade and other payables (including provisions)	259	204
Cash generated from continuing operations	4 598	3 713

27. ACQUISITIONS

Acquisitions that resulted in business combinations during the year

	Robinson Radiology (Imaging acquisition)	Empangeni Radiology (Imaging acquisition)	Renal dialysis clinics in Namibia ¹ (Life Renal Care Namibia)
Acquirer	Life Healthcare Group Proprietary Limited through its wholly owned subsidiary Life Diagnostic Imaging Gauteng Proprietary Limited	Life Healthcare Group Proprietary Limited through its wholly owned subsidiary Life Diagnostic Imaging KZN Proprietary Limited	Life Healthcare Group Proprietary Limited through its wholly owned subsidiary Life Renal Care Proprietary Limited
Country of incorporation	South Africa	South Africa	South Africa
Total purchase consideration	R17 million	R22 million	R163 million
Goodwill recognised	R6 million	R14 million	R118 million
Percentage voting equity interest acquired	100%	100%	100%
Primary reasons for business combination	This is in line with Life Healthcare's strategy to grow its non-acute businesses.		
Qualitative factors that make up goodwill recognised	<p>The acquisition of the imaging businesses is motivated by the Group's diversification strategy to include the non-clinical radiology services within our suite of healthcare services and business offerings in southern Africa. The goodwill recognised is therefore attributable to expected synergies from combining the acquired operation with the complementary services segment.</p> <p>The company offers advanced dialysis treatment driven by leading technology in hemodialysis machines. Goodwill is attributable to the assembled workforce, strategic market access, and anticipated synergies from integrating the acquired operations with the Group's existing renal services. It also reflects expected future patient inflows not separately recognised under IFRS 3.</p>		
Contingent liabilities at acquisition	None	None	None

¹ Acquired from FMC.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

27. ACQUISITIONS continued

Acquisitions that resulted in business combinations during the year continued

None of the goodwill recognised is expected to be deductible for income tax purposes.

The acquisitions qualify as a business as defined in IFRS 3.

Details of the fair value of net assets acquired and goodwill are as follows:

	Imaging Acquisition R'm	Life Renal Care Namibia R'm
Total purchase consideration	(39)	(163)
Cash portion	(38)	–
Contingent consideration	(1) ¹	(163) ²
Fair value of net assets acquired	19	45
Property, plant and equipment	12	44
Customer relations	9	17
Inventories	–	4
Interest-bearing borrowings	–	(13)
Provisions	–	(1)
Deferred tax liability	(2)	(6)
Goodwill	20	118
Net cash outflow to acquire businesses		
Initial cash consideration	(38)	–
Less: Cash at acquisition	–	–
	(38)	–
Impact on consolidated information from date of acquisitions		
Revenue	(16)	(106)
Net loss	1	5
Impact on consolidated information if the business combinations took place on 1 October 2024		
Revenue	(45)	(106)
Net loss	1	5

¹ The contingent consideration is based on the financial performance of the business and will be payable within one year from the acquisition date. The maximum amount payable is R1 million.

² Original purchase consideration of R296 million less 45% clawback. Refer to note 1.2.2 critical accounting estimates and assumptions.

Changes to fair values of previously acquired business

During the prior year, the Group acquired the renal dialysis business in South Africa from FMC. The fair values identified on acquisition were treated as provisional and have now been finalised. A clawback of 45% was applied to the purchase price, resulting in the following adjustments during the current year:

	2025 R'm
Increase in contingent consideration receivable	165
Decrease in goodwill	(165)

Refer to note 1.2.2 critical accounting estimates and assumptions.

Transactions with non-controlling interests

Increases and decreases in ownership interest in southern Africa

	2025 R'm	2024 R'm
During the current and previous financial year, the Group had increases in its percentage shareholdings in some of its subsidiary companies.		
Total purchase consideration	(70)	(72)
Cash portion	(70)	(72)
Carrying amount of non-controlling interest recognised	70	72
Carrying amount of non-controlling interest acquired	70	72

During the current and previous financial year, the Group disposed of marginal percentages of its holdings in subsidiary companies to non-controlling interest.

The Group still maintained control over the subsidiary entities after the decrease in ownership interest.

Proceeds on disposal of investments	60	19
Cash portion	60	19
Increase in non-controlling interest	(51)	(19)
Profit on disposal recognised within equity	9	–

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

28. DISCONTINUED OPERATIONS AND DISPOSALS

Discontinued operations

Discontinued operations comprise of:

	2025 R'm	2024 R'm
AMG	–	2 758
LMI	5 312	655
	5 312	3 413

Disposals

Disposal of AMG

The sale of AMG was concluded on 31 January 2024 and was reported as a discontinued operation since 30 September 2023. Refer to the consolidated annual financial statements for the year ended 30 September 2024 for detailed disclosures relating to the sale.

Disposal of LMI Description

During January 2025, the Group entered into binding agreements with Lantheus for the sale of 100% of the issued share capital of LMI. The disposal of LMI to Lantheus was approved by shareholders and all conditions were met.

LMI was classified as held for sale from 6 March 2025 until the sale of LMI was concluded on 21 July 2025.

Financial performance information

The results of the discontinued operations, which have been included in the profit for the period, were as follows:

	LMI Period to 21 July 2025 R'm	LMI FY2024 R'm	AMG Four-month period to Jan 2024 R'm
Revenue	1 707	1 845	3 418
Expenses	(1 116)	(1 206)	(2 798)
Normalised EBITDA*	591	639	620
Depreciation and amortisation	(23)	(54)	–
Impairment of intangible assets ¹	(20)	–	–
Other costs	(50)	(4)	(85)
Loss on disposal of property, plant and equipment	–	(2)	(4)
Charge relating to LMI management scheme liability	(552)	–	–
Finance income	57	4	–
Finance cost	(2)	(26)	(253)
Share of joint ventures' profit after tax	–	–	6
Profit before tax	1	557	284
Tax (expense)/credit	(71)	98	35
Attributable (loss)/profit after tax	(70)	655	319
Profit on disposal	5 382	–	2 439
Profit from discontinued operations	5 312	655	2 758
Basic earnings per share from discontinued operations	369.9	45.4	191.0
Diluted earnings per share from discontinued operations	365.6	45.1	189.8
Other comprehensive income			
Movement in FCTR relating to discontinued operations	(3)	(336)	395
Exchange loss/(gain) reclassified to profit or loss on disposal	257	–	(3 234)
	254	(336)	(2 839)

* Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

¹ Relates to the impairment of items capitalised under the SAP4HANA project.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

28. DISCONTINUED OPERATIONS AND DISPOSALS continued

Disposals continued

The major classes of assets and liabilities at disposal date are as follows:

	2025 LMI R'm	2024 AMG R'm
Total consideration		
Cash portion	6 283	20 062
Contingent consideration receivable (refer to note 23)	1 362	–
Earnouts 1 – 3	485	–
RM2	399	–
Lantheus contribution to LMI incentive and Piramal liability	478	–
Consideration adjustment payable to Lantheus ¹	(39)	–
	7 606	20 062
Carrying value of net assets sold		
Property, plant and equipment	94	7 005
Intangible assets	1 136	14 630
Investment in joint ventures	–	256
Deferred tax assets	307	72
Cash and cash equivalents	817	596
Trade and other receivables	479	1 884
Inventories	20	89
Interest-bearing borrowings	–	(1 394)
Employee benefit liabilities	–	(162)
Trade and other payables (including provisions)	(999)	(2 545)
Contingent consideration liabilities	–	(12)
Cash-settled share-based payment liability	(44)	(173)
Income tax payable	(46)	(42)
	1 764	20 204
Profit/(loss) on disposal before transaction costs and reclassification of FCTR	5 842	(142)
Transaction costs	(203)	(532)
Loss on foreign exchange forward contract to hedge proceeds	–	(121)
Exchange (loss)/gain reclassified to profit or loss on disposal	(257)	3 234
Profit on disposal after transaction costs and reclassification of FCTR	5 382	2 439
Net cash inflow on disposal		
Cash consideration received	6 283	20 062
Less: cash and cash equivalents disposed of	(817)	(596)
	5 466	19 466

¹ As per the sale and purchase agreement (SPA), this is the delta between the pre-completion consideration and the final post-completion consideration agreed upon during November 2025.

Disposal of Life St Mary's Imaging component

The sale of Life St Mary's Imaging was concluded between Life Diagnostic Imaging East Coast Proprietary Limited and Triple M Radiologists on 30 April 2025 for a total consideration of R19 million.

Disposal of Life St Mary's

The Group concluded binding transaction agreements with Summit Private Equity Proprietary Limited for the sale of 55% of the Group's interest in Life St Mary's and met the requirements under IFRS 5 to be classified as held for sale at 30 September 2024.

Life St Mary's did not meet the criteria of a discontinued operation as it was not a separate major line of business nor a geographical area of operation.

The sale of Life St Mary's was concluded on 1 December 2024.

	Life St Mary's 2025 R'm
Details of the sale	
Total consideration	
Cash portion	203
Receivable due to purchase price adjustment	5
	208
Carrying value of net assets sold	
Property, plant and equipment	(184)
Intangible assets (goodwill)	(14)
Deferred tax assets	(1)
Cash and cash equivalents	(39)
Trade and other receivables	(47)
Inventories	(3)
Trade and other payables	19
Non-controlling interest	113
Income tax payable	2
	(154)
Profit on disposal before tax	54
Tax expense	(21)
Profit on disposal after tax	33
Net cash inflow on disposal of Life St Mary's Imaging component and Life St Mary's	
Cash consideration received on disposal of Life St Mary's Imaging component	19
Cash consideration received on disposal of Life St Mary's	203
Less: Life St Mary's cash and cash equivalents disposed of	(39)
	183

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

29. DIRECTORS' EMOLUMENTS AND INTERESTS IN THE COMPANY

Emoluments paid to the directors, including directors who resigned during the year, and prescribed officers of the Company by the Company and its subsidiaries for the year to 30 September, are set out below:

	2025			2024		
Executive directors – shareholding	Direct	Indirect¹	Associate interest	Direct	Indirect	Associate interest
Executive directors						
PG Wharton-Hood	2 100 000 ^{2*}	2 362 984	–	1 132 017 ^{2*}	1 633 587	–
PP van der Westhuizen	1 158 736 ²	1 435 125	4 832	767 924 ²	881 267	4 832
	3 258 736	3 798 109	4 832	1 899 941	2 514 854	4 832

Executive directors – total remuneration earned	Director Fees³ R'000	Salaries R'000	Performance-related bonus accrual to be paid in cash R'000	Other allowances R'000	Pension fund contribution R'000	Remuneration before long-term incentives R'000	Long-term incentive schemes R'000	Other payment⁵ R'000	Total remuneration, excluding dividends received⁶ R'000
2025									
Executive directors									
PG Wharton-Hood	295	9 568	16 761	120 ⁴	403	27 147	18 500	1 962	47 609
PP van der Westhuizen	295	6 759	10 671	180	287	18 192	11 779	1 319	31 290
	590	16 327	27 432	300	690	45 339	30 279	3 281	78 899
2024									
Executive directors									
PG Wharton-Hood	176	9 327	15 223	118	389	25 233	14 752	–	39 985
PP van der Westhuizen	176	6 587	9 691	73	277	16 804	13 017	–	29 821
	352	15 914	24 914	191	666	42 037	27 769	–	69 806

* Includes 500 000 shares which are jointly held with spouse.

¹ The indirect beneficial shareholding is held in the name of the Life Healthcare Share Matching and Performance Trust and subject to vesting conditions. Refer to note 19.

² The 2022 long-term incentive allocation vested during January 2025. Life Healthcare shares were purchased at R16.29 per share and 460 116 shares were awarded to PG Wharton-Hood (2021 allocation vested in 2024: 432 017 shares at R18.95 per share) and 327 490 shares to PP van der Westhuizen (2021 allocation vested in 2024: 381 191 shares at R18.95 per share). Life Healthcare shares vested was purchased with the proceeds after tax.

³ Accrued and/or paid in relation to international Board meetings attended.

⁴ Includes long service award paid of R1 315.

⁵ Other payments relate to payments to the SIP and 2022 long-term incentive scheme participants in lieu of dividends foregone due to the Company being in a closed period.

⁶ Dividend payments disclosed separately on the following page.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

29. DIRECTORS' EMOLUMENTS AND INTERESTS IN THE COMPANY continued

	Opening balance at 1 October 2024		Awards allocated			Awards vested			Dividends	Closing balance at 30 September 2025	
	Number of shares	Issue price R/share	Number of shares	Date of issue	Issue price R/share	Number of shares	Date of vesting	Vesting price R/share	Accrued and paid in current year in R'000	Number of shares ⁷	Final vesting date
Indirect shareholding											
PG Wharton-Hood											
Special arrangement long-term incentive scheme – Chief Executive ¹	575 138	17.39	–	–	–	(287 568)	Dec 24	16.68	1 116	287 570	Dec 25
CIP ²	1 058 449	23.51	–	–	–	–	–	–	3 779	1 058 449	Dec 25
SIP ²	–	–	1 016 965	Jan 25	16.73	–	–	–	2 603	1 016 965	Nov 26
PP van der Westhuizen											
Special arrangement long-term incentive scheme – CFO ¹	233 734	17.11	–	–	–	(116 866)	Dec 24	16.68	453	116 868	Dec 25
CIP ²	647 533	23.51	–	–	–	–	–	–	2 312	647 533	Dec 25
SIP ²	–	–	670 724	Jan 25	16.73	–	–	–	1 717	670 724	Nov 26

	Total shareholding shares		Directors' fees R'000	
	2025 Ordinary shares	2024 Ordinary shares	2025 ⁶	2024
Non-executive directors				
VL Litlhakanyane	10 000	10 000	2 201	2 049
MF Abdullah ³	–	–	641	41
JE Bolger	–	–	2 721	2 501
RA Campbell ³	–	–	589	41
PJ Golesworthy ⁴	–	–	–	496
CM Henry	–	–	1 293	1 161
LE Holmqvist ⁵	–	–	664	2 457
ME Jacobs	–	–	781	879
TP Moeketsi	–	–	1 143	1 120
AM Mothupi-Palmstierna	–	–	1 207	1 092
JK Netshitenzhe ⁵	–	–	402	833
M Sello	–	–	1 233	1 188
GC Solomon ⁴	–	–	–	389
F Tonelli	–	–	1 278	1 210
	10 000	10 000	14 153	15 457

¹ Refer to note 19 on special arrangement long-term incentive schemes – Chief Executive and CFO.

² Refer to note 19 on CIP and SIP.

³ MF Abdullah and RA Campbell were appointed as non-executive directors on 12 August 2024.

⁴ PJ Golesworthy and GC Solomon retired as non-executive director on 22 February 2024.

⁵ JK Netshitenzhe and LE Holmqvist retired from the Life Healthcare Board with effect from 20 February 2025.

⁶ Includes fees relating to additional special meetings held in relation to the LMI disposal.

⁷ The share price at 30 September 2025 was R11.59.

The directors' fees are paid by a subsidiary company of Life Healthcare Group Holdings Limited.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

29. DIRECTORS' EMOLUMENTS AND INTERESTS IN THE COMPANY continued

Prescribed officers

In line with the requirements of the Companies Act, the Group discloses the remuneration paid to prescribed officers who are defined as the Chief Executive, the Chief Financial Officer and the Chief Strategy and Growth Officer.

	Direct shareholding	Indirect shareholding	Associate interest	Salaries R'000	Performance-related bonus accrual to be paid in cash R'000	Other allowances R'000	Pension fund contributions R'000	Remuneration before long-term incentives	Long-term incentive schemes R'000	Other payment ⁴ R'000	Total remuneration, excluding dividends received R'000
2025											
PG Wharton-Hood				Refer to emoluments disclosed under executive directors							
PP van der Westhuizen											
AM Pyle	707 762 ¹	980 684	43 417	5 514	6 446	18	232	12 210	7 925	883	21 018
2024											
PG Wharton-Hood				Refer to emoluments disclosed under executive directors							
PP van der Westhuizen											
AM Pyle	546 283 ¹	602 007	–	5 375	6 412	18	224	12 029	9 546	–	21 575

Opening balance at 1 October 2024			Awards allocated			Awards vested			Dividends	Closing balance at 30 September 2025	
Indirect shareholding	Number of shares	Issue price R/share	Number of shares	Date of issue	Issue price R/share	Number of shares	Date of vesting	Vesting price R/share	Accrued and paid in current year in R'000	Number of shares ⁵	Final vesting date
AM Pyle											
Special arrangement long-term incentive scheme – Chief Strategy and Growth Officer ²	130 148	21.97	–	–	–	(65 073)	Dec 24	16.68	252	65 075	Dec 25
CIP ³	471 859	23.51	–	–	–	–	–	–	1 685	471 859	Dec 25
SIP ³	–	–	443 750	Jan 25	16.73	–	–	–	1 136	443 750	Nov 26

¹ The 2022 long-term incentive allocation vested during January 2025. Life Healthcare shares were purchased at R16.29 per share and 227 393 shares were awarded to AM Pyle (2021 allocation vested in 2024: 279 540 shares at R18.95 per share). Life Healthcare shares vested was purchased with the proceeds after tax.

² Refer to note 19 on special arrangement long-term incentive scheme – Chief Strategy and Growth Officer. Shares relating to long-term incentive schemes effective from 2019 are only purchased on vesting dates.

³ Refer to note 19 on CIP and SIP.

⁴ Other payments relate to payments to the SIP and 2022 long-term incentive scheme participants in lieu of dividends foregone due to the Company being in a closed period.

⁵ The share price at 30 September 2025 was R11.59.

No director or prescribed officer has a notice period of more than six months. No director's service contract includes pre-determined compensation as a result of termination that would exceed one year's salary and benefits.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

30. RELATED PARTIES

Subsidiary companies – refer to annexure B

During the year, certain companies in the Group entered into transactions with other companies in the Group. These intra-group transactions have been eliminated on consolidation. The complete list of outstanding balances is available at the Company's registered office.

The Company has the following related-party transactions with subsidiary companies:

	2025 R'm	2024 R'm
Loan balance – refer to note 2 to the Company annual financial statements	–	391
Dividend received – refer to note 8 to the Company annual financial statements	4 847	9 479

Related-party transactions

Management fees	A management fee is charged to subsidiaries and is charged to cover costs associated with services carried out on their behalf, for example: tariff negotiations, treasury, tax compliance, human resource, payroll, marketing, nursing management, engineering, credit control, insurance claim management, etc. The fees are based on a percentage of revenue for most southern Africa subsidiaries. The percentage varies between 1% and 4% depending on the types of service Life Healthcare Group Proprietary Limited (LHC) carries out on behalf of the southern Africa subsidiary.
Information management fees (IM fees)	An IM fee is charged to subsidiaries to recover the cost incurred to run the IM infrastructure and services. The fee is based on a net cost recovery basis.
Guarantee fees	The Group charges a fee to the relevant subsidiaries where the Group is used as guarantor for debt.
Pharmacy fees	LHC charges all units that utilise the central purchasing and pharmacy management services a 1% fee on the monthly purchases.
Other cost recharges	The Group recharges certain other costs it incurs on a cost recovery basis without any margin.
Interest	Interest is charged or paid on all inter-group balances at market-related rates.
Rentals	LHC is a lessor for a number of properties that are occupied by subsidiary companies. Rent is charged at market-related rates.

Associate companies and joint ventures – refer to annexure C

The Group has investments in a number of associate companies and joint ventures. Details are disclosed in note 12 and annexure C to the financial statements. No provision has been required in 2025 and 2024 for the loans made to associates and joint ventures.

Directors and director-related entities

Details of directors are disclosed in the administration to the financial statements on page 1. No direct loans were made to or received from any director and no other transactions were entered into with any director. Refer to note 29 for details on directors' emoluments.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

30. RELATED PARTIES continued

Key management

Key management is defined as all executive management, functional heads, hospital managers, pharmacy managers, nursing managers, administration managers and patient service managers.

Key management disclosure excludes non-executive directors' fees – refer to note 29.

	2025 R'm	2024 R'm
Remuneration		
Salaries	613	570
Share-based payment – long-term incentive schemes	141	184
Medical aid contributions	7	6
Provident fund costs – defined contribution plans	22	23
	783	783

31. COMMITMENTS AND CONTINGENCIES

	2025 R'm	2024 R'm
Capital commitments		
Capital expenditure approved for property, plant and equipment	2 524	2 615

Funds to meet capital expenditure will be provided from Group resources.

Contingent liabilities

The Group stands as guarantor in respect of terms loans, general banking facilities and the DMTN programme concluded by a subsidiary and also pro rata in relation to the Group's interest in joint ventures.

The Group has various guarantees as security for leases and construction projects to the value of R27 million (2024: R34 million).

Certain subsidiary companies have issued letters of support to other fellow subsidiary companies, when required.

Contingent liabilities relating to the sale of AMG and LMI

- The disposal of AMG is an insured transaction via a Warranty & Indemnity Insurance (W&I Insurance) with all business warranties covered by W&I Insurance and the Group's maximum exposure relating to a breach of these business warranties is GBP1.
- Tax covenants not covered by W&I Insurance are capped at a maximum liability of GBP14.4 million for a period up to 31 December 2029.
- The LMI SPA provides for the Group to issue a guarantee in favour of Lantheus in relation to the Group's obligations in the event of a breach of one or more customary fundamental warranties and certain specific and capped tax indemnities. The Lantheus Guarantee is limited in its scope and does not cover all covenants, warranties and indemnities given by the Group in favour of Lantheus.
- The disposal of LMI is an insured transaction via a W&I Insurance in respect of a breach of other warranties covered by W&I Insurance. However, as is usual in transactions of this nature, certain warranties and indemnities (including the specific tax indemnities that are the subject of the Lantheus Guarantee) are not covered by the W&I Insurance policy.
- The maximum amount of the Group's potential liability if the Lantheus Guarantee is exercised in respect of a specific tax indemnity in the LMI SPA is capped at USD10 million.
- There are also market standard time limitations for notifying a claim in respect of the fundamental warranties (being 3 years after the Completion Date) and specific indemnities (being up to 1 January 2029) which are the subject of the Lantheus Guarantee.

32. EVENTS AFTER THE REPORTING PERIOD

No event (other than as disclosed) which is material to the understanding of this report has occurred between year-end and the date of the annual financial statements.

Final cash dividend declaration

The Board of Directors approved a final gross cash dividend of 35.00 cents per ordinary share for the year ended 30 September 2025. The dividend has been declared from income reserves. A dividend withholding tax of 20% will be applicable to all shareholders not exempt therefrom, after deduction of which the net cash dividend is 28.00 cents per share.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT

Overall risk management programme

The Group's overall financial risk management programme focuses, inter alia, on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group does not apply formal hedge accounting but uses derivative financial instruments to economically hedge interest and foreign currency risk exposures. Financial risk management is carried out by a central treasury department (treasury) under policies approved by the Investment Committee. Treasury identifies, evaluates and economically hedges financial risks in close co-operation with the Group's operating units. The Group has written principles for overall financial risk management and a treasury policy covering specific areas such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of surplus cash.

Capital risk management

The Group's objective when managing capital is 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 provide for sufficient capital expansion. The capital structure of the Group consists of debt, which includes interest-bearing borrowings, cash and cash equivalents and equity.

	2025 R'm	2024 R'm
Interest-bearing borrowings (refer to note 20)	3 951	4 421
Cash and cash equivalents (refer to note 15)	(3 810)	(2 462)
Net debt	141	1 959
Equity per statement of financial position	12 142	13 514
Capital and net debt	12 283	15 473
Gearing ratio	1.1%	12.7%

The Group uses the net debt to normalised EBITDA ratio, as defined in the debt agreements, to measure leverage and its ability to meet its obligations. The Group targets to remain within its internal net debt to normalised EBITDA ratio of 1.5 times (2024: 1.5 times).

The ratio is calculated as net debt divided by normalised EBITDA. Net debt is calculated as total interest-bearing borrowings (including current interest-bearing and non-current interest-bearing borrowings) plus guarantees (if applicable) plus bank overdrafts less cash and cash equivalents. Normalised EBITDA is defined as earnings before interest, tax, depreciation and amortisation, adjusted for non-recurring items, and includes the normalised EBITDA of new acquisitions for that part of the year when it was not owned by the Group and excluding EBITDA attributable to any member of the Group disposed of during the year.

In order to maintain or adjust the capital structure, the Group may adjust the amount of distributions paid to shareholders, return capital to shareholders, issue new shares, issue new debt, refinance existing debt or sell assets to manage debt levels.

There have been no changes to the strategy for capital risk management.

	2025	2024
As calculated as defined in debt agreements		
Total interest cover ratio (times)	17.58	22.26
Net debt to normalised EBITDA ratio (times)	0.01 ¹	0.45
The Group has externally imposed debt covenants in place as part of the terms of the current debt structures.		
The covenants imposed arising from syndicated and bilateral term loans are as follows:		
A minimum of total interest cover ratio (times)	4.00	4.00
A maximum of net debt to normalised EBITDA ratio	3.50	3.50

¹ This metric is distorted by the Piramal liability which will be settled in H1-2026 with the LMI proceeds. Including this liability in net debt, the net debt to normalised EBITDA increases to 0.77x.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, fair value interest rate risk and cash flow interest rate risk), credit risk, liquidity risk and fair value risk.

Market risk

Foreign exchange risk

<i>Risk exposure</i>	<p>The Group interacts with international suppliers and is exposed to foreign exchange risk arising from various currency exposures. The foreign currency transactions are mainly denominated in:</p> <ul style="list-style-type: none"> • British Pound Sterling; and • US Dollar. <p>The Group's presentation currency is the South African Rand (ZAR), but as it operates internationally with investments in foreign operations, it is exposed to a number of currencies, including exposure mainly to the Botswana Pula (BWP), British Pound Sterling (GBP) and US Dollar (USD).</p>
<i>How the risk arises</i>	<p>Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the Group's functional currency and from net investments in foreign operations.</p>
<i>Objectives, policies and processes for managing the risk and methods used to measure risk</i>	<p>The Group has set up a policy to require Group companies to manage their foreign exchange risk against an agreed ZAR value. The Group's treasury risk management principle is to hedge material cash flows where the local cash flow impact is in excess of R50 million equivalent currency. The Group companies are required to economically hedge their foreign exchange risk exposure in consultation with treasury. To manage their foreign exchange risk arising from commercial transactions and recognised assets and liabilities, entities in the Group use forward exchange contracts and options, transacted with commercial banks on an all-inclusive price in the entity's functional currency. Refer to note 24.</p> <p>Currency exposure arising from the net assets of the Group's foreign operations is managed primarily through borrowings denominated in the relevant foreign currencies, as and when it is required. At 30 September 2025, foreign denominated borrowings to the equivalent of R147 million existed (2024: R165 million).</p> <p>The Group reviews its foreign currency exposure, including commitments, on an ongoing basis.</p>
<i>Concentration of risk</i>	<p>The Group has investments in foreign operations in Botswana and the UK. The net assets of the foreign investments are exposed to foreign currency translation risk as the companies are subsidiaries of the Group.</p>

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Market risk continued

Foreign exchange risk continued

Foreign currency exposure at statement of financial position date:

	Rand millions					
	2025			2024		
	BWP	GBP	USD	BWP	GBP	USD
Non-current assets	199	–	1 108	229	13	–
Current assets	346	192	2 937	384	143	–
Current liabilities	(126)	–	(2 653)	(88)	(5)	–
Non-current liabilities	(150)	–	(737)	(187)	–	(534)
Exposure on external balances	269	192	655	338	151	(534)
Net exposure on balances between Group companies	–	–	–	–	–	–
Total net exposure	269	192	655	338	151	(534)

	Foreign currency in millions					
	2025			2024		
	BWP	GBP	USD	BWP	GBP	USD
Non-current assets	165	–	64	174	1	–
Current assets	287	8	170	292	6	–
Current liabilities	(105)	–	(154)	(67)	–	–
Non-current liabilities	(125)	–	(43)	(142)	–	(31)
Exposure on external balances	222	8	37	257	7	(31)
Net exposure on balances between Group companies	–	–	–	–	–	–
Total net exposure	222	8	37	257	7	(31)

Sensitivities analysis

The table below analyses the impact on the Group's FCTR from continuing operations. The analysis is based on the assumption that the ZAR had strengthened/weakened by 10% (2024: 10%) against the USD and GBP (2024: USD) with all other variables held constant.

	2025 R'm	2024 R'm
Impact on movement in FCTR in other comprehensive income		
Rand strengthened	46	(149)
Rand weakened	(46)	149

The tables below analyse the impact on the Group's revenue and post-tax profit. The analysis is based on the assumption that the ZAR had strengthened/weakened by 10% against the foreign currency with all other variables held constant.

	Rand strengthened		Rand weakened	
	2025 R'm	2024 R'm	2025 R'm	2024 R'm
Impact on revenue				
BWP	(54)	(57)	54	57
Impact on profit/(loss) after tax				
BWP	4	–	(4)	–
GBP	12	(10)	(12)	10
USD	301	12	(301)	(12)
Exchange rates used for conversion of foreign denominated items				
Assets and liabilities				
BWP			1.20	1.32
GBP			23.22	22.87
USD			17.27	17.07
Income/expense items				
BWP			1.32	1.37
GBP			23.63	23.52
USD			18.10	18.56

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Market risk continued

Interest rate risk

Risk exposure	Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates economically expose the Group to fair value interest rate risk. Refer to note 20.
How the risk arises	The Group's interest rate risk primarily arises from a mix of short-and long-term borrowings. The Group's income and operating cash flows are substantially independent of changes in market interest rates.
Objectives, policies and processes for managing the risk and methods used to measure risk	The Group manages its interest rate exposure in total and mainly borrows or invests at Group level, unless it is more appropriate to do so at subsidiary level. The Group policy is to hedge up to a maximum of 80% of its borrowings (excluding lease liabilities) and to hedge a quantum of borrowings (excluding lease liabilities) to ensure the difference between the Group's forecast interest cost on unhedged borrowings (excluding lease liabilities) and the yield curve +1%, is not greater than 2.0% of the forecast Group normalised EBITDA* for 24 months.
Concentration of risk	Interest rates have fallen over the past 12 months and are expected to reduce further over the next two to three years. At the same time the Group has reduced its net debt while EBITDA has increased. This has resulted in lower gearing which has significantly reduced the Group's exposure to changes in variable rates as evidenced in the sensitivity analysis. As a result there were no interest rate swap contracts at 30 September 2025.

* Non-IFRS measure. Refer to annexure A: material accounting policy information (1.14 non-IFRS measures).

The Group analyses its interest rate exposure on a dynamic basis. The simulation is done on a quarterly basis to verify that the maximum loss potential is within the Group's limits.

Sensitivity analysis

The scenario is run only for liabilities that represent the major interest-bearing borrowing positions.

	2025 R'm	2024 R'm
Impact on profit after tax from continuing operations		
1% increase	(32)	(19)
1% decrease	32	19

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Liquidity risk

Risk exposure	Those financial liabilities of the Group with contractual cash flows and maturity dates are exposed to liquidity risk.
How the risk arises	Liquidity risk arises should the Group not be able to meet its obligations as they become due.
Objectives, policies and processes for managing the risk and methods used to measure risk	<p>Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed banking facilities and the ability to close out market positions. The Group's liquidity risk is mitigated by the availability of funds to cover future commitments. The Group manages liquidity risk through an ongoing review of future commitments and banking facilities. Due to the dynamic nature of the underlying businesses, treasury maintains flexibility in funding by maintaining availability under committed credit lines.</p> <p>The Group has sufficient available bank facilities that can be utilised to service short-term commitments. Refer to note 20.</p> <p>Cash forecasts are prepared and utilised facilities are monitored on a daily basis. Longer-term cash flow forecasts are updated quarterly.</p> <p>Refinancing debt</p> <p>The Group maintains a varied maturity profile for non-current interest-bearing borrowings in line with forecast profitability and cash flow. Acceptable profitability and gearing levels at the time of refinancing will meet lenders' credit criteria and mitigate refinancing risk.</p> <p>The Group ensures that a reasonable balance is maintained between the period over which assets generate returns and the period over which the assets are funded.</p> <p>The Group maintains relationships with a broad range of financial institutions to avoid concentration risk and safeguard the availability of liquidity at all times. To further avoid market concentration risk, the Group diversifies its funding sources between traditional bank markets and debt capital markets, enabling it to target different lenders at different points in their credit cycles.</p> <p>Bank debt is budgeted to be repaid from cash resources or refinanced with available short-term facilities.</p> <p>The Group reviews maturities at least 12 months in advance and ensures that adequate cash resources and/or committed banking facilities will be in place and available at least six months before a significant refinancing date.</p> <p>JIBAR transition</p> <p>The Group currently has ZAR term loans and floating rate notes which reference to JIBAR. The South African Reserve Bank is spearheading the transition from JIBAR to a new benchmark reference rate, South African Rand Overnight Index Average (ZARONIA), by 2026. The Group continues to follow developments relating to the benchmark reform as and when communicated by financial and regulatory authorities.</p> <p>As at 30 September 2025, none of the Group's JIBAR linked instruments have transitioned to ZARONIA.</p> <p>Refer to note 20.</p>
Concentration of risk	The table on the following page analyses the Group's financial liabilities into relevant maturity groupings, based on the remaining period at the statement of financial position date to the contractual maturity date. The amounts disclosed in the table on the following page are the contractual undiscounted cash flows. Interest bearing borrowings includes both the contractual undiscounted capital and interest cash flows.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Liquidity risk continued

	Southern Africa		International ¹	
	2025 R'm	2024 R'm	2025 R'm	2024 R'm
Interest-bearing borrowings²	3 915	4 074	–	–
Less than 6 months	138	146	–	–
6 months to 1 year	138	636	–	–
1 to 2 years	2 211	245	–	–
2 to 3 years	603	2 176	–	–
3 to 5 years	825	58	–	–
Over 5 years	–	813	–	–
Lease liabilities	902	1 467	–	–
Less than 1 year	222	573	–	–
1 to 2 years	145	205	–	–
2 to 5 years	333	370	–	–
Over 5 years	202	319	–	–
Trade and other payables	2 548	2 142	1	–
Less than 1 year	2 548	2 142	1	–
Financial liabilities at fair value	245	116	3 585	660
Less than 6 months	12	35	2 723	–
6 months to 1 year	168	–	–	–
1 to 2 years	40	14	115	–
2 to 3 years	25	42	461	–
3 to 5 years	–	25	286	660
Total	7 610	7 799	3 586	660

¹ International comprises of the subsidiary in the United Kingdom that held the investment in LMI.

² Refer to note 20 for date of maturity for each interest-bearing loan.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Credit risk

How the risk arises	Credit risk is the risk of financial loss due to counterparties to financial instruments not meeting their contractual obligations.				
Maximum exposure to credit risk by class of financial instrument	The table below analyses the Group's financial assets exposed to credit risk at year-end. The amounts disclosed per the table below are discounted where applicable.				
		Internal credit rating	Basis applied to loss allowance	2025 R'm	2024 R'm
	Cash and cash equivalents	Low credit risk	Simplification of the general provision method	3 810	2 642
	Trade and other receivables	Assessed per category of trade receivables	Simplification of the general provision method	3 342	3 864
	Contingent consideration receivable	Assessed on an individual basis	Assessed on an individual basis; taken into account per the fair value calculation	1 504	–
	Other assets at fair value	Low credit risk	Assessed on an individual basis; taken into account per the fair value calculation	163	136
	Other assets at amortised cost	Low credit risk	Assessed on an individual basis	156	180
Objectives, policies and processes for managing the risk and methods used to measure risk	<p>Credit risk is managed using Group policies within the territories it arises in.</p> <p>Cash and cash equivalents: The Group deposits surplus cash with banks and financial institutions that have a high credit rating and maintains an appropriate spread of cash deposits to limit exposure to any one counterparty. Only independently rated parties with a minimum Moody's rating of "B1" or equivalent are accepted.</p> <p>Trade receivables: Trade receivables comprise a widespread customer base. The Group evaluates credit risk relating to customers on an ongoing basis. If customers are independently rated, these ratings are used. If there is no independent rating, the Group's central credit risk function assesses the credit quality of the non-government customer, taking into account its financial position, past experience and other factors. Individual risk limits are set for patients without medical aid insurance. Services to customers without medical aid insurance are settled in cash or using major credit cards on discharge date as far as possible. Credit guarantee insurance is not purchased.</p>				
Concentration of risk	The maximum exposures to credit risk at the reporting date are cash and cash equivalents, the carrying value of each class of trade and other receivables, the contingent consideration receivable as well as other assets. The Group does not hold any collateral as security. The Group is exposed to a number of guarantees as security for leases and construction projects of Group companies. Refer to note 31 for additional details.				

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Credit risk continued

Cash and cash equivalents

The cash and cash equivalents carrying amount is denominated in the following currencies:

	Continuing operations	
	2025 R'm	2024 R'm
South African Rand	827	1 627
Botswana Pula	85	92
British Pound Sterling	192	143
United States Dollar	2 706	–
Balance at 30 September ¹	3 810	1 862
Based on where current business is conducted, the credit quality of cash at bank and short-term money market instruments is as follows:		
Southern Africa ²	826	1 626
Botswana ³	85	92
International ⁴	2 898	143
Cash on hand	1	1
	3 810	1 862

¹ 2024: Cash and cash equivalents per note 15: R2 462 million (continuing operations: R1 862 million; discontinued operations: R600 million).

² The counterparties have a South African Moody's rating of Aaa.za (2024: Ba2).

³ The counterparties have a Botswana Standard & Poor rating of BBB (2024: BBB+).

⁴ The counterparties have a minimum Moody's rating of Baa3 (2024: Baa1).

Trade and other receivables

An impairment analysis is performed at each reporting date using a provision matrix (ECL model) to measure ECLs. The provision rates are based on DPD for groupings of various customer segments with similar loss patterns (mainly by customer type).

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 and current conditions. Trade receivables are written off when the Group has exhausted all options regarding collection of the debt. Refer to note 1.2.1 critical judgements and annexure A material accounting policy information (section 1.11 financial instruments).

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in this note. The Group does not hold collateral as security.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Credit risk continued

Trade and other receivables continued

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

R'm	Current	31 – 60 days	61 – 90 days	91 – 120 days	>120 days	Total
2025 CONTINUING OPERATIONS						
Trade receivables	1 456	302	166	148	1 849	3 921
Private patients and corporates	88	36	28	32	814	998
Medical aids	1 207	181	88	61	490	2 027
Government	161	85	50	55	545	896
ECL (R'm)	13	12	14	17	785	841
Private patients and corporates	6	8	10	12	624	660
Medical aids	7	4	4	5	133	153
Government	–	–	–	–	28	28
Weighted average ECL rate	0.9%	4.0%	8.4%	11.5%	42.5%	21.4%
Private patients and corporates	6.8%	22.2%	35.7%	37.5%	76.7%	66.1%
Medical aids	0.6%	2.2%	4.5%	8.2%	27.1%	7.5%
Government	0.0%	0.0%	0.0%	0.0%	5.1%	3.1%
2024 CONTINUING OPERATIONS						
Trade receivables ¹	1 524	407	196	166	1 666	3 959
Private patients and corporates	59	37	22	27	645	790
Medical aids	1 299	273	112	76	319	2 079
Government	166	97	62	63	702	1 090
ECL (R'm) ²	13	12	11	13	617	666
Private patients and corporates	5	7	7	9	473	501
Medical aids	8	5	4	4	85	106
Government	–	–	–	–	59	59
Weighted average ECL rate	0.9%	2.9%	5.6%	7.8%	37.0%	16.8%
Private patients and corporates	8.5%	18.9%	31.8%	33.3%	73.3%	63.4%
Medical aids	0.6%	1.8%	3.6%	5.3%	26.6%	5.1%
Government	0.0%	0.0%	0.0%	0.0%	8.4%	5.4%

¹ Total trade receivables per note 16: R4 223 million (continuing operations: R3 959 million; discontinued operations: R264 million).

² Total ECL per note 16: R684 million (continuing operations: R666 million; discontinued operations: R18 million).

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Credit risk continued

Other assets

While other assets are also subject to the impairment requirements of IFRS 9, the identified impairment loss was negligible. There has been no significant deterioration in the credit risk associated with these loans.

Fair value risk

The following methods are used by the Group to determine the fair value of financial instruments:

Contingent consideration receivable (financial asset)

LMI earnout and milestone contingent consideration receivables

Refer to note 1.2.2 critical accounting estimates and assumptions.

Life Renal Care SA contingent consideration receivable

Refer to note 1.2.2 critical accounting estimates and assumptions.

Investment a first-party Cell Captive (financial asset)

The investment in a first-party Cell Captive is mandatorily recognised at fair value through profit or loss. The fair value is derived from the net assets of the Cell Captive which mainly comprise financial assets and liabilities accounted for at fair value through profit or loss.

Doctors' loans (financial asset)

The fair value is derived from discounting the remaining amounts due at a prime related rate.

Piramal liability and LMI management scheme liability (financial liability)

Refer to note 1.2.2 critical accounting estimates and assumptions.

Contingent consideration liabilities (financial liability)

Refer to note 1.2.2 critical accounting estimates and assumptions.

- Imaging businesses in SA

East Coast Radiology Incorporated (ECR) and East Coast Radiology Mthatha Incorporated (ECR Mthatha) were acquired during 2022 financial year.

The contingent considerations are based on the financial performance of the businesses and will be payable in three annual tranches commencing one year after the acquisition date. The maximum amount payable for ECR and ECR Mthatha is R84 million. R59 million was paid during the 2023 financial year and R25 million was paid during the 2025 financial year.

TheraMed and PetVision were acquired during the 2023 financial year.

The contingent considerations are based on the financial performance of the businesses and will be payable in five annual tranches commencing one year after the acquisition date. The maximum amount payable for TheraMed is R52 million and for Pet Vision R45 million. R2 million was paid during the 2025 financial year relating to TheraMed.

The Imaging practices in KZN were acquired during the 2024 financial year.

The contingent consideration is based on the financial performance of the business and will be payable in five annual tranches commencing one year after the acquisition date. The maximum amount payable is R28 million. R9 million was paid during the 2025 financial year.

An Imaging practice in Gauteng was acquired during the 2025 financial year (refer to note 27).

The contingent consideration is based on financial and non-financial measures and will be payable within one year from the acquisition date. The maximum amount payable is R1 million.

The present value of the contingent considerations were determined by taking into account the probability of the forecasted performance of the forecast periods.

Fair value gains and losses have been accounted for in the statement of profit or loss.

Fair value hierarchy

- Level 1** Fair value is derived from quoted prices (unadjusted) in active markets for identical instruments
- Level 2** Fair value is derived through the use of valuation techniques based on observable inputs, either directly or indirectly
- Level 3** Fair value is derived through the use of valuation techniques using inputs not based on observable market data

The Group's financial instruments held at fair value are measured subsequent to their initial recognition and are grouped into levels 1 to 3 based on the significance of the inputs used in the valuation.

Notes to the consolidated annual financial statements continued

for the year ended 30 September 2025

33. RISK MANAGEMENT continued

Financial risk continued

Fair value risk continued

Fair value hierarchy continued

The table below categorises the Group's financial instruments measured at fair value at 30 September into the applicable level:

		2025		2024	
	Notes	Level 2 R'm	Level 3 R'm	Level 2 R'm	Level 3 R'm
Financial assets at fair value					
Contingent consideration receivable	23	–	1 504	–	–
Investment in a first-party Cell Captive	24	90	–	73	–
Doctors' loans	24	73	–	63	–
		163	1 504	136	–
Financial liabilities at fair value					
Contingent consideration liabilities	23	–	234	–	99
Piramal liability	23	–	3 302	–	534
LMI management scheme liability	23	–	87	–	–
		–	3 623	–	633

The Group has no financial instruments measured at fair value categorised as Level 1.

There were no transfers between levels 2 and 3 during the year.

Refer to note 23 for the movement in financial instruments measured under Level 3.

Annexure A

1. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies applied in the preparation of these Group and Company financial statements are set out below. These accounting policies have been consistently applied to all the years presented, unless otherwise stated.

Summary of material accounting policies					
1.1 Revenue Other income Operating profit Finance income Finance cost					
1.1.1 Revenue from contracts with customers		1.1.2 Other income	1.1.3 Operating profit	1.1.4 Finance income	1.1.5 Finance cost
1.2 Employee benefits					
Short-term benefits	Termination benefits	Post-employment benefits	Share-based payments (IFRS 2)		
Group Accounting					
1.3 Consolidation		1.4 Equity accounting			1.5 Translation of foreign operations
Operating assets					
1.6 Property, plant and equipment	1.7 Intangible assets	1.8 Leases	1.9 Inventories	1.10 Assets held for sale and discontinued operation	
1.11 Financial instruments					
Initial recognition and measurement	Subsequent measurement	Derecognition	Impairment of financial assets	Offsetting of financial instruments	
1.12 Provisions					
1.13 Capital and reserves					
Share capital and equity			Treasury shares		
1.14 Non-IFRS measures					
1.15 New and amended accounting standards adopted by the Group					
1.16 New accounting standards, amendments and IFRIC interpretations not yet effective and not early adopted					

1.1 Revenue | Other income | Operating profit | Finance income | Finance cost

1.1.1 Revenue from contracts with customers

Recognition of revenue

The Group is in the business of providing hospital and complementary services (which include mental healthcare, acute rehabilitation, renal dialysis, oncology and diagnostics) and healthcare services. Revenue is measured at the amount which the Group expects to become entitled to as a result of providing those goods or services under the specific contract.

Credit risk is accounted for separately as part of the impairment consideration for financial instruments.

Hospital and complementary services

These services include charges for ward, theatre, pathology, equipment, pharmaceutical goods used and diagnostic imaging.

Performance obligations include	Recognition
<ul style="list-style-type: none"> The provision of accommodation, meals and healthcare professional services 	Revenue is recognised over time in relation to the services provided, as the customer simultaneously receives and consumes the benefits provided by the Group during the patient's stay.
<ul style="list-style-type: none"> The use of operating theatres and/or equipment 	Revenue is recognised over time as the services are performed on a per usage basis.
<ul style="list-style-type: none"> Dispensing of medicine and medicine supplies 	Revenue is recognised at the point in time when the medicine is dispensed to the customer, which is either as the patient consumes the product (for example, consumables used in theatre) or upon delivery to the customer (for example medicine dispensed and medical supplies).
<ul style="list-style-type: none"> The provision of imaging services 	Revenue is recognised at a point in time when the services are performed and provided for on a fixed fee basis in terms of the contract.

Performance obligations are measured from admission to the point when there are no further services required for the patient, which is the time of discharge.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.1 Revenue | Other income | Operating profit | Finance income | Finance cost continued

1.1.1 Revenue from contracts with customers continued

Recognition of revenue continued

Hospital and complementary services continued

The transaction price is determined based on gross charges for services provided.

The services are provided on a fee-for-service basis and then repriced according to the various tariff agreements with funders and/or medical aids.

Certain discounts are contractually agreed upon with funders upfront and recorded as a deduction from revenue at the time the related revenues are recorded. Any settlement discounts or other ad hoc discounts approved by funders or at hospital discretion subsequent to discharge are recorded as an expense.

Private patients may be required to make a co-payment or to pay a deposit upfront, and is recognised as revenue when the future goods or services are billed.

Healthcare services

Healthcare services comprises Life Nkanyisa and Life Health Solutions.

- Life Nkanyisa**

Life Nkanyisa care centres work through public-private partnership contracts with the South African government.

Through these centres the Group provides long-term chronic mental healthcare, frail care rehabilitation, step-down care, correctional services, primary healthcare and substance abuse recovery programmes to patients from the public sector.

The above is considered to be a single performance obligation as it is considered an interdependent service for providing accommodation, clinical and non-clinical support as well as dispensing medicine. The drug revenue which is separately identifiable is not allocated as it constitutes an insignificant portion of the total cost of the services.

The services are provided on an all-inclusive rate per patient day.

Revenue is recognised over time as the services are provided.

There are instances where the Group together with the government have approved a modification to the contract price, subsequent to the performance of the obligations. In general, these are not significant. In this case the modification is treated as an adjustment to revenue and trade receivables, in the period wherein the modified price is agreed.

- Life Health Solutions**

Life Health Solutions provides contracted on-site occupational and primary healthcare services to large employer groups in the commercial, industrial, mining and state-owned sectors as well as encourages and supports healthy and balanced living in employees, improving their well-being and promoting maximum productivity for employers. Wellness services are provided to companies and institutions across the public and private sectors.

The contract with the client is negotiated as a package and includes a series of distinct services that are substantially the same. The services stipulated in the contracts are considered to be a single performance obligation.

The services are provided either on a fixed fee basis for services performed in terms of the contract or on a fee-for-service basis for those services or goods not stipulated in the contract.

The fixed monthly revenue is recognised over time based on the term of the contract.

Contract balances

Trade receivables

Where the Group has established an unconditional right to receive consideration (for example, upon discharge), a trade receivable is recognised. Thereafter, as the trade receivable is a financial asset, the recognition and measurement is as per the accounting policies detailed for financial assets (under section 1.11).

1.1.2 Other income

	Includes	Recognition	Measurement
Rental income	Rental income arising from leases excluded from IFRS 16.	Accounted for on a straight-line basis over the lease term in profit or loss.	Fair value.

Company financial statements

Revenue comprises dividends received from Life Healthcare Group Proprietary Limited, measured at fair value and recognised in profit or loss when the Company's right to receive payment is established.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.1 Revenue | Other income | Operating profit | Finance income | Finance cost continued

1.1.3 Operating profit

Operating profit is the result generated from the Group's revenue-producing activities (considered core operations), and thus excludes finance income, finance cost and taxes.

Operating profit only includes profit from entities which are controlled by the Group in accordance with IFRS 10: *Consolidated Financial Statements*, and excludes amounts from entities where we share control or have significant influence. The Group therefore does not include its share of associates' and joint ventures' net profit or loss after tax in operating profit, as there is no control over the investing, financing and operating decisions of these entities.

1.1.4 Finance income

	Includes	Recognition	Measurement
Finance income	Finance income on funds invested, unwinding of the discount on debtors and foreign exchange gains.	Recognised in profit or loss.	Effective interest rate method (EIR) When a loan and receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original EIR of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans and receivables is recognised using the original EIR.

1.1.5 Finance cost

	Includes	Recognition	Measurement
Finance cost	Interest on interest-bearing borrowings and bank overdrafts, interest on lease liabilities, interest due to SARS, interest on outstanding debt, foreign exchange losses, unwinding of Piramal liability and contingent consideration liabilities.	Recognised in profit or loss using the EIR method, with the exception of the unwinding of the Piramal liability and contingent consideration. Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset.	Refer to section 1.11 financial liabilities.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.2 Employee benefits

Short-term benefits

Includes	Paid leave, sick leave, bonuses and non-monetary benefits such as medical care.
Accounting treatment	<p>The cost of all short-term employee benefits is recognised as an expense during the period in which the employee renders the related service.</p> <p>Accruals for employee entitlement to wages, salaries, bonuses and annual leave represent the amount which the Group has a present obligation to pay as a result of employees' services provided up to the reporting date. The accruals have been calculated at undiscounted amounts based on the current wage and salary rates and are included in trade and other payables in the statement of financial position.</p> <p>The expected cost of performance bonus payments (SIP cash) is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance and the related liability, and a reliable estimate of the obligation can be made.</p>

Termination benefits

Includes	Benefits when an employee's employment is terminated before the normal retirement date or whenever an employee accepts voluntary redundancy in exchange for these benefits.
Accounting treatment	<p>The Group recognises termination benefits at the earlier of the following dates:</p> <p>(a) when the Group can no longer withdraw the offer of those benefits; and</p> <p>(b) when the Group recognises costs for a restructuring that is within the scope of IAS 37 and involves the payment of terminations benefits.</p> <p>In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.</p>

Post-employment benefits

Defined contribution plan	
Includes	A pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.
Fund name	<ul style="list-style-type: none"> Life Healthcare DC Pension Fund Life Healthcare Provident Fund
Accounting treatment	<ul style="list-style-type: none"> The payments to defined contribution retirement benefit plans are charged as an expense as they fall due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.
Defined benefit plan	
Includes	A pension plan that is not a defined contribution plan.
Fund name	<ul style="list-style-type: none"> Life Healthcare DB Pension Fund Lifecare Group Holdings Pension Fund Life Healthcare Provident Fund (ESA) Post-employment medical aid benefit (phased out)
Accounting treatment	<p>For defined benefit plans the cost of providing the benefits is determined using the projected unit credit method.</p> <p>Actuarial accounting valuations are conducted on an annual basis by independent actuaries separately for each plan. Consideration is given to any event that could impact the funds up to reporting date where the interim valuation is performed at an earlier date.</p> <p>Past-service costs are charged to the statement of profit or loss when the plan amendment or curtailment occurs.</p> <p>Gains or losses on the curtailment or settlement of a defined benefit plan are recognised when the curtailment or settlement occurs.</p>

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.2 Employee benefits continued

Post-employment benefits continued

Defined benefit plan <small>continued</small>		
Statement of financial position	Assets or liabilities	The present value of the defined benefit obligation at the end of the reporting period less the fair value of the plan assets, together with adjustments for unrecognised past-service costs.
	Assets	Any asset is limited to unrecognised actuarial losses and unrecognised past-service costs, plus the present value of available refunds and reduction in future contributions to the plan. Right to reimbursement measured at fair value.
Statement of profit or loss and other comprehensive income	Profit or loss	<ul style="list-style-type: none"> Net interest cost Current service cost <p>These costs are included in the statement of profit or loss under retirement benefit asset and post-employment medical aid income.</p>
	Other comprehensive income	<ul style="list-style-type: none"> Remeasurements arising from experience adjustments and changes in actuarial assumptions. Changes in asset ceiling.

Medical aid costs	
Includes	It is Group policy not to provide for post-employment medical aid benefits. However, due to a previous business combination transaction the Group did become party to a contractual obligation to provide post-employment medical aid benefits to certain employees. The entitlement for an employee to receive these benefits is dependent on the employee remaining in service until retirement age.
Accounting treatment	For past service, the Group recognises and provides for the actuarially determined present value of post-employment medical aid employer contributions on an accrual basis using the projected unit credit method. Actuarial gains or losses arising from experience adjustments and changes in actuarial assumptions are charged to other comprehensive income in the period in which they arise. Independent qualified actuaries carry out annual valuations of these obligations.

Shared-based payments (IFRS 2)

Equity-settled		
Includes	Long-term incentive schemes (as per note 19)	Life Healthcare employee share trust
Accounting treatment	The Group operates these incentive schemes as equity-settled share-based payment schemes. Equity-settled share-based payments are measured at fair value (excluding the effect of non-market based vesting conditions) at the grant date. At the end of the reporting period, the Group revises its estimate of the number of awards that are expected to vest, based on the number of employees remaining in the scheme and it recognises the corresponding impact of the revision of original estimates, if applicable, in profit or loss with a corresponding adjustment to equity.	

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

Group accounting

1.3 Consolidation

Subsidiaries and trust beneficiary accounts

Initial recognition and measurement

Entities (including structured entities) over which the Group has control are consolidated in the Group annual financial statements. The Group applies the acquisition method to account for business combinations. The financial results of the Group and its subsidiaries are consolidated into the Group's results from acquisition date until control ceases. The financial statements of the subsidiaries are prepared for the same period as the parent Company. When necessary, amounts reported by subsidiaries have been adjusted to conform to the Group's accounting policies.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date and the adjustment is recognised in profit or loss.

At the date of acquisition, acquired deferred income tax assets may not be fully recognised under IFRS Accounting Standards. Adjustments to the initial recognition of acquired deferred tax assets under IFRS Accounting Standards, subsequent to the acquisition date, are recognised in profit or loss unless the adjustment qualifies as a measurement period adjustment in which case it is recognised as an adjustment to goodwill.

Company financial statements

In the financial statements of the Company, investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments.

Non-controlling interest

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Contingent consideration receivable and liability

Contingent consideration is recognised at fair value at the acquisition or disposal date. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and the settlement thereof is accounted for wholly within equity. Alternatively other contingent considerations are remeasured at fair value at each reporting date and subsequent changes in fair value are recognised in profit or loss. The LMI earnout and milestone contingent consideration receivable will be remeasured at fair value at each reporting date and subsequent changes in fair value will be recognised in profit or loss under discontinued operations.

Inter-company transactions

Inter-company transactions, balances and unrealised gains or losses on transactions between Group companies are eliminated on consolidation.

Changes in ownership without change in control

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

Loss of control

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, 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 and liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

The profit or loss realised on disposal or termination of a subsidiary is calculated after taking into account the carrying amount of any related goodwill.

1.4 Equity accounting

Equity-accounted investments consists of associates and joint ventures.

The accounting policies of the associated companies do not differ materially from the Group's accounting policies. The Group adjusts for these differences in accounting policies to align with those of the Group.

Initial recognition and measurement

Investments in associates and interests in joint ventures are initially recognised at cost in accordance with the equity method of accounting.

Changes in ownership interest

If the ownership interest in an associate or joint venture is reduced but significant influence or joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. If the ownership interest is increased, without gaining control, the cost of the additional interest is added to the carrying value of the associate or joint venture.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

Group accounting continued

1.4 Equity accounting continued

Subsequent measurement

Subsequent to initial recognition, the Group recognises its share of profit or loss and other comprehensive income until the date on which joint control or significant influence ceases. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. The Group does not recognise further losses, when the Group's share of losses in an associate or joint venture equals or exceeds its interest in the associate or joint venture, unless the Group has incurred legal or constructive obligations, issued guarantees or made payments on behalf of the associate or joint venture.

Impairment

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate or joint venture is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value and recognises the amount in "share of associates' and joint ventures' net profit after tax" in profit or loss.

Unrealised gains and losses

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the associates and joint ventures. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred.

1.5 Translation of foreign operations

Procedures followed to translate to presentation currency

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency using the following procedures:

- Assets and liabilities including goodwill and fair value adjustments arising on acquisition, are translated at the closing rate at reporting date
- Income and expenses are translated at an average exchange rate which is a reasonable approximation of the prevailing exchange rate at the date of each transaction

The resulting differences in translation between these rates are recognised in the FCTR in other comprehensive income.

Exchange differences on monetary items

Exchange differences arising on a monetary item that forms part of a net investment in a foreign operation are recognised initially in other comprehensive income and recognised in profit or loss on disposal of the net investment as part of the profit or loss on the sale.

Cash flows

The cash flows of a foreign subsidiary are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case cash flows are translated at the dates of the transactions).

Operating assets

Useful lives and impairment for 1.6 property, plant and equipment and 1.7 intangible assets

Useful lives	The Group depreciates or amortises its assets over their estimated useful lives. The useful lives of assets are based on historic performance as well as expectations about future use and therefore requires a degree of judgement to be applied. The actual lives of these assets can vary depending on a variety of factors, including technological innovation, product lifecycles and maintenance programmes. The useful lives are reviewed at each reporting date to assess whether useful life estimates need to be adjusted.
Impairment	<p>The Group assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.</p> <p>Impairment indications include:</p> <p>External sources of information:</p> <ul style="list-style-type: none"> • Significant adverse changes that have taken place or are expected in the near future in the technological, competitive market, economic or legal environment in which the Group operates • Increases in interest rates or other market rates of return that may materially affect the discount rate used in calculating the asset's recoverable amount • The carrying amount of the Group's net assets exceeds the Group's market capitalisation <p>Internal sources of information:</p> <ul style="list-style-type: none"> • Obsolescence or physical damage affecting the asset • Idle or unutilised assets • Plans to discontinue or restructure the operations to which the asset belongs or the asset's disposal • Significant decline in management's forecasts of future net cash inflows

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

Operating assets continued

1.6 Property, plant and equipment

Categories	Initial measurement and recognition	Subsequent measurement	Estimated useful life
Land	Cost	Cost less accumulated impairment losses.	Not depreciated
Assets under construction			
Buildings – owned		Cost less accumulated depreciation and impairment losses.	40 years
Medical equipment			5 – 25 years
Other equipment – owned			3 – 5 years
Motor vehicles	Present value (refer to section 1.8)		Shorter of useful life or lease term
Improvements to right-of-use assets			
Right-of-use assets			
<ul style="list-style-type: none"> Land and buildings Motor vehicles and other equipment 			

Replacements of linen, cutlery, crockery and certain medical instruments are charged as an expense in the profit or loss.

1.7 Intangible assets

Categories	Initial measurement and recognition	Subsequent measurement	Estimated useful life
Goodwill	Excess of the aggregate of the consideration transferred and the fair value of the non-controlling interest over the net identifiable assets acquired, and liabilities and contingent liabilities assumed.	Cost less accumulated impairment losses.	Not amortised
Customer relations and hospital licences	Cost represents the fair value as at the date of the business combination, valued on the royalty method or the multi-period earnings excess method (MEEM).	Cost less accumulated amortisation and impairment losses.	5 – 15 years
Computer software	Cost		3 – 15 years

Costs associated with the developing or maintaining of computer software programmes are recognised as an expense as incurred. Costs that are directly associated with the production of identifiable and unique software and internally generated intangible assets in respect of product development costs controlled by the Group that will probably generate economic benefits exceeding costs beyond one year, are recognised as intangible assets when the criteria per IAS 38 have been met.

Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Other development expenditures that do not meet these criteria and research expenditure are recognised as an expense, in profit or loss, as incurred.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

Operating assets continued

1.7 Intangible assets continued

Goodwill

Goodwill is tested for impairment annually or when there is an indication of impairment.

At acquisition date, goodwill is allocated to those CGUs or groups of CGUs that are expected to benefit from the business combination in which the goodwill arose. CGUs are defined as individual hospitals, individual complementary services facilities and healthcare services operating units in southern Africa.

The original goodwill and intangible assets are allocated to the various CGUs for the purpose of impairment testing. The allocation is made to those CGUs or groups of CGUs that are expected to benefit from the business combination in which the goodwill and intangibles arose. Goodwill and intangibles arising from subsequent additions are allocated to the specific CGUs.

1.8 Leases

Group as lessee

The Group leases various properties and IT equipment. Rental contracts are typically entered into for fixed periods of between 1 to 20 years but may have extension options as described under 1.2.1 critical judgements. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for bank borrowing purposes.

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Initial measurement and recognition	Subsequent measurement
<p>Assets and liabilities arising from a lease are initially measured at present value. Lease liabilities include the net present value of the following lease payments:</p> <ul style="list-style-type: none"> • Fixed payments (including in-substance fixed payments), less any lease incentives receivable • Variable lease payments that are based on CPI • The exercise price of a purchase option if the lessee is reasonably certain to exercise that option • Payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option <p>The discount rate used in calculating the present value of the lease liability and right-of-use asset is the incremental borrowing rate, which is the rate that the relevant business unit (lessee) would have to pay to borrow funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.</p> <p>The incremental borrowing rate was calculated using an adjusted Group WACC approach by extracting the pre-tax cost of debt element from the WACC rate, which was adjusted for the following:</p> <ul style="list-style-type: none"> • Local borrowing rates • The unsecured/secured nature • Lessee-specific credit risk • Lease start date and term 	<ul style="list-style-type: none"> • Right-of-use asset at cost less accumulated depreciation and impairment – refer to section 1.6 for depreciation method. • Liability at amortised cost.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets (defined as assets with a value of less than R60 000) comprise IT equipment and contracts for general business services.

See note 1.2 for the critical judgements, accounting estimates and assumptions.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

Operating assets continued

1.9 Inventories

Inventories are measured at the lower of cost or net realisable value on the first-in-first-out basis.

The cost of inventories written off as expired stock, is recorded as an expense and included in drugs and consumables in profit or loss.

1.10 Assets held for sale and discontinued operation

Non-current assets and disposal groups are classified as assets held for sale, if their carrying amount will be recovered principally through a sale transaction rather than continuing use. The assets and the liabilities directly associated with the assets classified as held for sale are presented separately in the statement of financial position. This condition is regarded as met only when the sale is highly probable and the asset or disposal group is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Immediately before classification as held for sale, the assets (and all assets and liabilities in a disposal group) are measured in terms of the applicable IFRS Accounting Standards. Then, on initial classification as held for sale, non-current assets and disposal groups are recognised at the lower of the carrying amount and the fair value less costs to sell.

Discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of the discontinued operations are presented separately in the statement of profit or loss.

1.11 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The Group has the following financial assets:

- Cash and cash equivalents
 - Consists of cash on hand and demand deposits immediately available
- Trade and other receivables
- Contingent consideration receivable
- Other assets, which include:
 - Investment in first-party Cell Captive
 - Doctors' loans
 - Solar-related financial asset
 - Investment in Botswana money market

Initial recognition and measurement

Financial assets in the Group are classified at initial recognition and subsequently measured as either amortised cost or fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing it.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets or both.

On initial recognition:

- financial assets held at fair value through profit or loss are measured initially at fair value, excluding transaction costs;
- trade receivables, which do not have a significant financing component, are initially measured at the transaction price determined under IFRS 15, including transaction costs; and
- all other financial assets are initially measured at fair value, including transaction costs.

Subsequent measurement

Financial assets are subsequently measured as either at amortised cost or at fair value through profit or loss.

Financial assets at amortised cost

The Group's financial assets at amortised cost includes trade and other receivables, cash and cash equivalents, solar-related financial asset and investment in Botswana money market.

The Group measures financial assets at amortised cost if both of the following conditions are met:

- the financial asset is held with the objective to collect contractual cash flows; and
- the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This assessment is referred to as the solely payments of principal and interest test and is performed at an instrument level.

If it fails the above criteria, it will be classified as fair value through profit or loss.

Financial assets at amortised cost are subsequently measured using the EIR method and are subject to impairment.

Gains or losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.11 Financial instruments continued

Financial assets continued

Subsequent measurement continued

Financial assets at fair value through profit or loss

The Group's financial assets at fair value through profit or loss include:

- Contingent consideration receivable
- Other assets, which include:
 - Doctor's loans
 - Investment in a first-party Cell Captive

The investment in a first-party Cell Captive is mandatorily recognised at fair value through profit or loss.

The unwinding of the contingent consideration receivable is included as finance income in the statement of profit or loss. The unwinding of the LMI earnout and milestone contingent consideration receivable is recognised under discontinued operations.

Derecognition

The Group derecognises a financial asset (i.e. removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation and either:
 - the Group has transferred substantially all the risks and rewards of the asset; or
 - the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset it evaluates if, and to what extent, it has retained the risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Impairment of financial assets

The Group recognises an allowance for ECLs for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive.

Trade receivables

Further disclosures relating to impairment of financial assets are also provided in the following notes:

- Disclosures for critical judgements, accounting estimates and assumptions – refer to note 1.2
- Risk management – credit risk relating to trade receivables per note 33

For trade receivables, the Group applies a simplified approach in calculating ECLs.

The Group established an ECL model that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the trade receivables and the economic environment affecting the ability of the customer to settle outstanding balances. For instance, if the forecast economic conditions (i.e. GDP, unemployment, repo rate), are expected to lead to an increased number of defaults, the historical default rates are adjusted. The Group does not track significant increases in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The Group considers a financial asset in default when contractual payments are past due (described under 1.2.1 critical judgements relating to trade receivables). 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.

The Group considers the following factors:

- The history of the specific customer
- Indications of financial difficulties of the specific customer
- Credit terms specific to the customer
- General economic conditions

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows. This is when the Group has exhausted all options regarding the debt, and it also includes the following factors:

- The account is handed back from the debt collectors as uncollectable, i.e. the Group has followed full legal process
- The debtor is deceased and the estate is insolvent
- The debtor cannot be traced

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.11 Financial instruments continued

Financial liabilities

The Group has the following financial liabilities:

- Interest-bearing borrowings
- Contingent consideration liabilities
- Piramal liability
- LMI management scheme liability
- Trade and other payables
 - These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year, which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.
 - Trade and other payables also include employee-related payables, which represent employee benefits payable to revenue tax authorities as well as medical aid and provident fund payment obligations, the pro rata portion of a 13th cheque, accrued annual leave and the cash portion of the SIP. Refer to section 1.2 short-term employee benefits.
- Other liabilities, which include:
 - Solar-related financial liabilities

Initial recognition and measurement

Financial liabilities in the Group are classified at initial recognition and subsequently measured as either amortised cost or fair value through profit or loss.

On initial recognition:

- financial liabilities held at fair value through profit or loss are measured initially at fair value, excluding transaction costs; and
- all other financial liabilities are initially measured at fair value, including transaction costs.

Subsequent measurement

Financial liabilities are subsequently measured as either:

- financial liabilities at amortised cost; or
- financial liabilities at fair value through profit or loss.

Financial liabilities at amortised cost

Within the Group, this category applies to interest-bearing borrowings, trade and other payables and solar-related financial liability.

After initial recognition, these financial liabilities are subsequently measured at amortised cost, using the EIR method.

Gains or losses are recognised in profit or loss when the liabilities are derecognised, as well as through the EIR amortisation process.

This EIR amortisation is included as finance costs in the statement of profit or loss.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.

Financial liabilities at fair value through profit or loss

Within the Group, this category applies to contingent consideration liabilities, Piramal liability and LMI management scheme liability.

The Group has not designated any financial liability at fair value through profit or loss.

The unwinding of the Piramal liability and contingent consideration liabilities is included as finance costs in the statement of profit or loss.

Derecognition

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

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position only when there is a legally enforceable right to offset, an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.12 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Property related

- Property restoration provisions include the estimated costs to restore leased properties to their original condition when the lease term expires.

Insurance provision

- Judgement is required in estimating the insurance provision. This is calculated based on the probability of future claims arising, taking into consideration the Group insurance excess applicable to the claim and the liability is the present value of the exposure at a pre-tax average cost of debt rate.

1.13 Capital and reserves

Stated capital comprises ordinary share capital, share premium and treasury shares.

Share capital and equity

Share capital issued by the Company is recorded at the proceeds received, net of issue costs. Incremental costs directly attributable to the issue of new shares or options, other than in connection with a business combination, are shown in equity as a deduction, net of tax, from the proceeds.

Treasury shares

Treasury shares held by subsidiary companies and special-purpose entities are treated as a deduction from the issued and weighted average number of ordinary shares. The consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from the Group's total equity until the shares are cancelled, disposed of or vest in accordance with the terms of the Life Healthcare employee share trust or long-term incentive schemes.

1.14 Non-IFRS measures

To provide a more meaningful assessment of the Group's performance, non-IFRS measures are included.

The non-IFRS measures include:

- Normalised EBITDA (refer to note 9)
Normalised EBITDA is defined as operating profit before depreciation on property, plant and equipment, amortisation of intangible assets and non-trading-related costs or income.
- EBITA (refer to note 9)
EBITA is defined as normalised EBITDA less depreciation.
- Operating profit before non-trading items (refer to note 9)
Operating profit before non-trading items is defined as operating profit before any non-trading-related costs or income.
- Net debt (refer to note 9)
Net debt comprises all interest-bearing borrowings, overdraft balances and cash and cash equivalents.
- Normalised earnings and NEPS (refer to note 8)
The calculation of NEPS excludes non-trading related items as listed under note 8 and is based on the normalised profit attributable to equity holders of the parent, divided by the weighted average number of ordinary shares in issue during the year.

Non-IFRS measures are the responsibility of the Group's directors. Due to its nature, the non-IFRS measures may not fairly present the Group's financial position, results of operations, changes in equity or cash flows for the year. These measures as disclosed above may not be comparable to other similarly titled measures of performance of other companies.

Non-IFRS measures are not an IFRS Accounting Standards requirement, nor a JSE Listings Requirement and is a measurement used by the CODM.

Annexure A continued

1. MATERIAL ACCOUNTING POLICY INFORMATION continued

1.15 New and amended accounting standards adopted by the Group

The Group has applied the following standards, amendments and interpretations for the first time for their annual reporting period commencing 1 October 2024:

- Amendment to IFRS 16: *Subsequent measurement requirements for lease liabilities arising from sale and leaseback transactions*
- Amendments to IAS 7 and IFRS 7: *Supplier finance arrangements*
- Amendments to IAS 1: *Non-current liabilities with covenants*
- Amendments to IAS 1: *Classification of liabilities as current or non-current*

Impact

The implementation of these standards and amendments had no material financial impact on the Group.

Amendments to IAS 12 Income Taxes – International Tax Reform – Pillar Two Model Rules

During 2024, IASB amended the scope of IAS 12 to clarify that the Standard applies to income taxes arising from tax law enacted or substantively enacted to implement Pillar Two model rules published by the OECD, including tax law that implements qualified domestic minimum top-up taxes described in those rules. The amendments introduced a temporary exception to the accounting requirements for deferred taxes in IAS 12, so that an entity would neither recognise nor disclose information about deferred tax assets and liabilities related to Pillar Two income taxes. The Group discloses that it continued to apply this exception in 2025 and to disclose separately its current tax expense (income) related to Pillar Two income taxes where applicable.

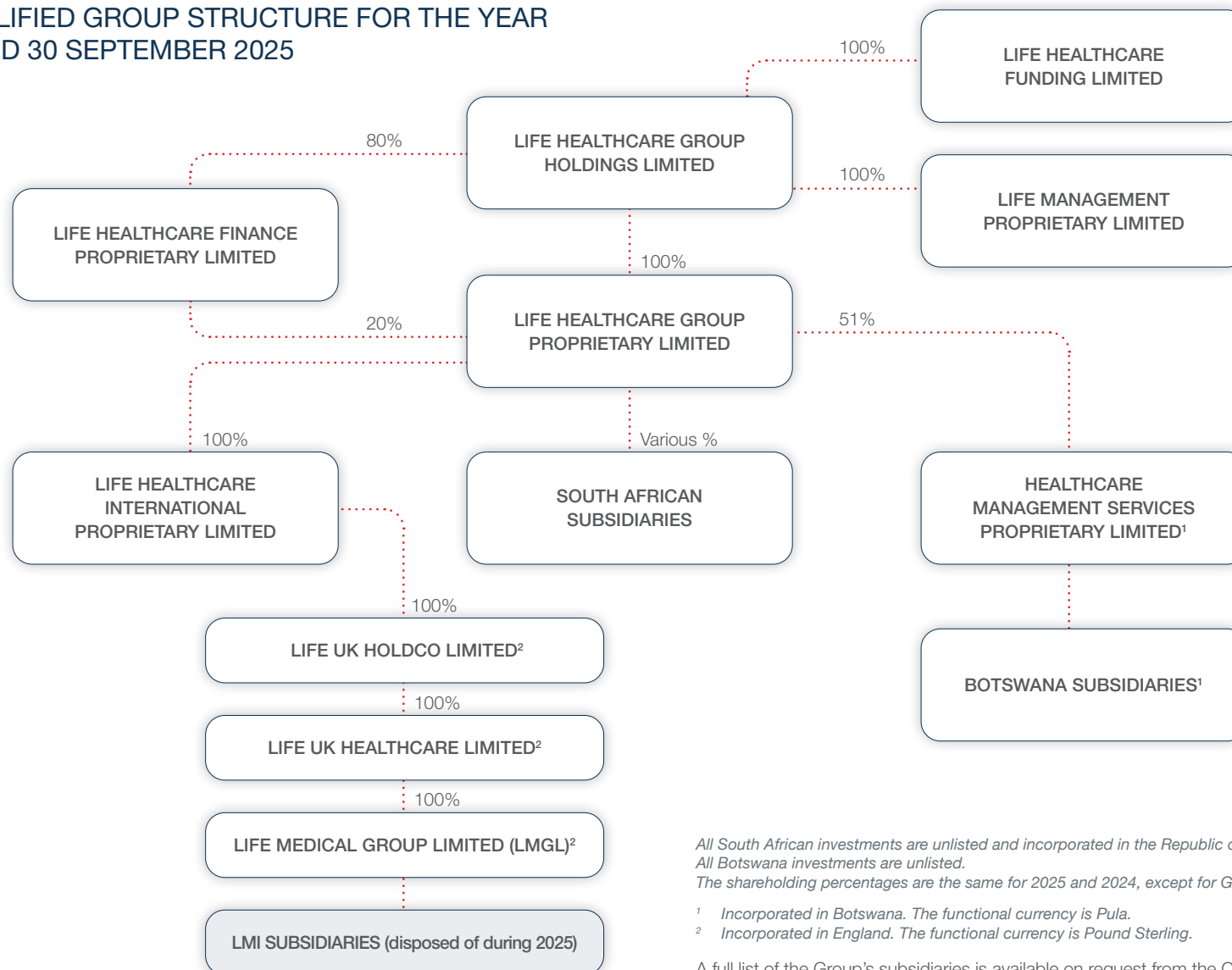
1.16 New accounting standards, amendments and IFRIC interpretations not yet effective and not early adopted

These standards, amendments to standards and interpretations are not expected to have a material impact on the Group's financial statements.

Standard	Effective date for annual periods beginning on or after
Amendment to IAS 21: <i>Lack of exchangeability</i>	1 January 2025
Amendments to IFRS 9 and IFRS 7: <i>Classification and measurement of financial instruments</i>	1 January 2026
Annual improvements to IFRS Accounting Standards – Volume 11. Amendments to:	1 January 2026
• IFRS 1 <i>First-time adoption of International Financial Reporting Standards: Hedge accounting by a first-time adopter</i>	
• IFRS 7 <i>Financial instruments: Disclosures</i>	
• IFRS 9 <i>Financial instruments: Transaction price and derecognition of lease liabilities</i>	
• IFRS 10 <i>Consolidated financial statements: Determination of a 'de facto agent'</i>	
• IAS 7 <i>Statement of cash flows: replacement of 'cost method' with 'at cost'</i>	
IFRS 18 <i>Presentation and disclosures in financial statements</i>	1 January 2027
IFRS 19 <i>Subsidiaries without public accountability: Disclosures</i>	1 January 2027

Annexure B

SIMPLIFIED GROUP STRUCTURE FOR THE YEAR ENDED 30 SEPTEMBER 2025



All South African investments are unlisted and incorporated in the Republic of South Africa.

All Botswana investments are unlisted.

The shareholding percentages are the same for 2025 and 2024, except for Group changes disclosed in note 27.

¹ Incorporated in Botswana. The functional currency is Pula.

² Incorporated in England. The functional currency is Pound Sterling.

A full list of the Group's subsidiaries is available on request from the Company's registered office.

Annexure C

ASSOCIATE UNDERTAKINGS FOR THE YEAR ENDED 30 SEPTEMBER 2025

Associates

Name of associate	Functional currency	Issued share capital		Interest in share capital		Book value of the shares	
		2025 Total	2024 Total	2025 %	2024 %	2025 R'm	2024 R'm
Unlisted investments							
Wilgers Onkologie Spreekkamer Trust ¹	R	10 000	10 000	25	25	–	–
Wilgers Onkologie Radiologiese Trust ¹	R	10 000	10 000	40	40	2	2
Wilgers Stralingsonkologie Trust ¹	R	10 000	10 000	25	25	–	–
						2	2

All the associates provide medical and surgical services through private hospitals and/or same-day surgical centres.

Joint ventures

Name of joint venture	Functional currency	Issued share capital		Interest in share capital		Book value of the shares		Amounts owing by joint ventures	
		2025 Total	2024 Total	2025 %	2024 %	2025 R'm	2024 R'm	2025 R'm	2024 R'm
Unlisted investments									
Brenthurst MRI ¹	R	–	–	70	70	1	1	–	–
Brenthurst Equipment Trust 1 ¹	R	–	–	50	50	–	–	–	–
Brenthurst Equipment Trust 2 ¹	R	–	–	70	70	–	–	–	–
Brenthurst Radiology Cat Scan ¹	R	–	–	50	50	–	–	–	–
Axim Life Isotopes South Africa Proprietary Limited ¹	R	–	–	50	50	–	–	43	100
						1	1	43	100

¹ Indirectly held through Life Healthcare Group Proprietary Limited.

Company statement of profit or loss and other comprehensive income

for the year ended 30 September 2025

	Notes	2025 R'm	2024 R'm
Revenue	1	4 847	9 479
Other income	1	1	7
Operating profit		4 848	9 486
Finance income		1	–
Profit before tax		4 849	9 486
Tax expense		–	–
Profit after tax		4 849	9 486
Other comprehensive income		–	–
Total comprehensive income for the year		4 849	9 486

Company statement of financial position

at 30 September 2025

	Notes	2025 R'm	2024 R'm
ASSETS			
Non-current assets			
Interest in subsidiaries	2	8 949	9 340
Current assets			
Cash and cash equivalents		17	11
Total assets		8 966	9 351
Equity and liabilities			
Capital and reserves		8 949	9 338
Stated capital	3	13 888	13 888
Accumulated loss		(4 939)	(4 550)
Non-current liabilities			
Financial liabilities	7	2	2
Current liabilities		15	11
Shareholders for dividend		15	11
Total equity and liabilities		8 966	9 351

Company statement of changes in equity

for the year ended 30 September 2025

	Stated capital R'm	Retained earnings R'm	Total R'm
Balance at 30 September 2024	13 888	(4 550)	9 338
Total comprehensive income for the year	–	4 849	4 849
Distribution to shareholders	–	(5 238)	(5 238)
Balance at 30 September 2025	13 888	(4 939)	8 949
Balance at 30 September 2023	13 888	(4 557)	9 331
Total comprehensive income for the year	–	9 486	9 486
Distribution to shareholders	–	(9 479)	(9 479)
Balance at 30 September 2024	13 888	(4 550)	9 338

Company statement of cash flows

for the year ended 30 September 2025

	2025 R'm	2024 R'm
Cash flows from operating activities		
Cash generated from operations	4 853	9 490
Net cash generated from operating activities	4 853	9 490
Cash flows from investing activities		
Receipt relating to loan with subsidiary	391	–
Net cash generated from investing activities	391	–
Cash flows from financing activities		
Dividends paid	(5 238)	(9 479)
Net cash utilised from financing activities	(5 238)	(9 479)
Net increase in cash and cash equivalents	6	11
Cash and cash equivalents – beginning of the year	11	–
Cash and cash equivalents at the end of the year	17	11

Notes to the Company annual financial statements

for the year ended 30 September 2025

1. REVENUE AND OTHER INCOME

	2025 R'm	2024 R'm
Revenue		
Revenue comprises dividends received from Life Healthcare Group Proprietary Limited	4 847	9 479
Other income		
Unclaimed dividends	1	7

2. INTEREST IN SUBSIDIARIES

	2025 R'm	2024 R'm
Unlisted investment in:		
Life Healthcare Group Proprietary Limited	8 897	8 897
Life Management Proprietary Limited	50	50
Life Healthcare Finance Proprietary Limited ¹	–	–
Life Healthcare Funding Limited ¹	–	–
Balance at 30 September	8 947	8 947
Financial guarantee contracts (refer to note 7)	2	2
Amounts owing by subsidiary		
Balance at 1 October	391	391
Repayment	(391)	–
Balance at 30 September	–	391
Total investment	8 949	9 340

¹ The Company's investments in Life Healthcare Finance Proprietary Limited and Life Healthcare Funding Limited are less than R1 million.

The loan was unsecured, had no fixed repayment terms and interest was determined by the directors. No interest was received during the current year or prior financial year.

3. STATED CAPITAL

	2025 R'm	2024 R'm
Stated capital comprises:		
Share capital	10 515	10 515
Share premium	3 373	3 373
	13 888	13 888

	2025 '000	2024 '000
Ordinary shares		
Authorised (Share capital of R0.000001 each)	4 149 980	4 149 980
Total value = R4 149 (2024: R4 149)		
Issued and fully paid:		
Balance at 30 September	1 467 349	1 467 349
Total value = R1 467 (2024: R1 467)		

4. CASH GENERATED FROM OPERATIONS

	2025 R'm	2024 R'm
Reconciliation of profit before tax to cash generated from operations		
Profit before tax	4 849	9 486
Adjusted for:		
Unclaimed dividends	4	4
Cash generated from operations	4 853	9 490

Notes to the Company annual financial statements continued

for the year ended 30 September 2025

5. ACCOUNTING POLICIES

The basis of preparation is the same for the Group and Company.

- Presentation of annual financial statements – refer to page 20.

The following accounting policies are applicable to the Company – refer to annexure A:

- Dividend income refer to section 1.1.2
- Group accounting refer to section 1.3 (only section regarding Company financial statements)
- Financial instruments (excluding section regarding derivatives) refer to section 1.11
- Capital and reserves refer to section 1.13
- New accounting standards and IFRIC interpretations refer to section 1.16

Accounting policy specifically relating to the Company:

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

The Company has elected to account for financial guarantee contracts under IFRS 9, which are initially measured at their fair values and are subsequently measured at the higher of:

- the ECL in accordance with IFRS 9; and
- the amount initially recognised less, where appropriate, cumulative amortisation recognised in accordance with IFRS 15.

The ECLs are a probability-weighted estimate of credit losses (the cash shortfalls) over the expected life of the guarantee. Accordingly, the cash shortfalls are the expected payments to reimburse the holder for a credit loss that it incurs less any amounts that the Company expects to receive from the holder, debtor or any other party.

Where guarantees in relation to loans to related parties are provided for no compensation, the fair values are accounted for as capital contributions and recognised as part of the cost of the investment.

6. EVENTS AFTER THE REPORTING PERIOD

No event which is material to the understanding of this report has occurred between year-end and the date of the annual financial statements, other than:

Cash dividend declaration

The Board of Directors approved a final gross cash dividend of 35.00 cents per ordinary share for the year ended 30 September 2025. The dividend has been declared from income reserves. A dividend withholding tax of 20% will be applicable to all shareholders not exempt therefrom, after deduction of which the net cash dividend is 28.00 cents per share.

7. FINANCIAL LIABILITIES

Financial guarantee contracts

The Company along with subsidiaries in the Group have guaranteed the term loans and senior unsecured floating rate notes as per note 20 of the Group financial statements.

Under the terms of the guarantee, the Company will make payments to reimburse lenders upon failure of the guaranteed entity to make payments when due.

The Group's credit rating as determined by Standard and Poor (S&P) has been used to assess whether there has been a significant increase in credit risk in relation to the financial guarantees issued over the term loans and senior unsecured floating rate notes. The Group's credit rating by S&P was raised from zaAA to zaAAA in January 2025. It was determined that use of lifetime ECL for these debt instruments was appropriate.

The following formula was used to determine the ECL: exposure at default x probability of default (PD) x loss given default (LGD) x discount rate. PDs have been determined with reference to S&P Global BB average cumulative default rates for corporates for emerging and frontier markets. The LGD specific to the Group was determined at 40% based on the Basel III framework. The original effective interest rate of the underlying borrowings is used as the discount rate.

	2025 R'm	2024 R'm
PD used:		
Life Healthcare DMTNs (senior unsecured floating rate notes) – weighted maturity of four years	3.55%	3.88%
Term loan – maturity of three years	2.55%	2.76%
At 30 September 2025, the financial guarantees over the debt instruments were measured at the carrying amount and no remeasurements have been recognised in profit or loss.		
The ECL in accordance with IFRS 9:		
Life Healthcare DMTNs (senior unsecured floating rate notes)	—*	—*
Term loans	2	2
Financial liability relating to financial guarantee contracts	2	2

* Rounds to less than R1 million.

8. COMMITMENTS AND CONTINGENCIES

No commitments.

Notes to the Company annual financial statements continued

for the year ended 30 September 2025

9. RELATED PARTIES

Relationships

Subsidiary company: Life Healthcare Group Proprietary Limited

Subsidiary company: Life Management Proprietary Limited

Subsidiary company: Life Healthcare Finance Proprietary Limited

Subsidiary company: Life Healthcare Funding Limited

Related-party balances

Refer to note 2 of the Company financial statements.

	2025 R'm	2024 R'm
Related-party transactions		
Dividend received		
Life Healthcare Group Proprietary Limited	4 847	9 479

Annexure D

SHAREHOLDER DISTRIBUTION

1. Analysis of registered shareholders and Company schemes

Registered shareholder spread

In accordance with the JSE Listings Requirements, the following table confirms the spread of registered shareholders as detailed in the annual report and accounts dated 26 September 2025 was:

Registered shareholder spread

Shareholder spread	Number of holders	% of total shareholders	Number of shares	% of issued capital
1 – 1 000 shares	12 859	69.64	1 745 589	0.12
1 001 – 10 000 shares	3 851	20.86	13 230 008	0.90
10 001 – 100 000 shares	1 166	6.31	38 600 390	2.63
100 001 – 1 000 000 shares	440	2.38	143 661 337	9.79
1 000 001 shares and above	149	0.81	1 270 111 838	86.56
Total	18 465	100.0	1 467 349 162	100.00

Public and non-public shareholdings

Shareholder type	Number of holders	% of total shareholders	Number of shares	% of issued capital
Non-public shareholders¹	10	0.05	40 521 863	2.76
Directors and associates	5	0.027	3 971 397	0.27
Life Healthcare employees share trust	1	0.005	17 578 882	1.20
Life Healthcare Provident Fund	1	0.005	1 475	–
Life Healthcare Deposit A/C	1	0.005	16 711	–
Life Healthcare Group Proprietary Limited	1	0.005	119 632	0.01
The Life Healthcare Share Matching and Performance Trust	1	0.005	18 833 766	1.28
Public Shareholders	18 455	99.95	1 426 827 299	97.24
Total	18 465	100.00	1 467 349 162	100.00

¹ Includes directors, pension/retirement funds and treasury shares.

2. Substantial investment management and beneficial interests

Substantial investment management and beneficial interests above 3%

Through regular analysis of STRATE registered holdings, and pursuant to the provisions of section 56 of the Companies Act, the following shareholders held directly and indirectly equal to or in excess of 3% of the issued share capital as at 26 September 2025:

Investment management shareholdings Investment manager	Total shareholding	%
Government Employees Pension Fund (PIC)	272 271 284	18.6
Lazard Asset Management LLC Group	202 719 589	13.8
Allan Gray Proprietary Limited	145 631 912	9.9
Industrial Development Corporation (IDC)	69 867 972	4.8
The Vanguard Group Inc.	58 461 368	4.0
Sanlam Investment Management	52 315 352	3.6
Total	801 267 477	54.7

Beneficial shareholdings	Total shareholding	%
PIC	338 488 546	23.1
IDC	69 867 972	4.8
Lazard Emerging Markets Equity Advantage Portfolio	52 068 440	3.5
Allan Gray Balanced Fund	44 453 161	3.0
Total	504 878 119	34.4

Previously disclosed holdings

Investment managers now holding below 3%

Investment manager	Total shareholding	Current %	Previous %
Ninety One SA Proprietary Limited	29 655 207	2.0	6.1

Beneficial owners now holding below 3%

	Total shareholding	Current %	Previous %
No holdings	–	–	–

Annexure D continued

SHAREHOLDER DISTRIBUTION continued

3. Geographic split of investment managers and Company-related holdings

Region	Total shareholding	% of issued capital
South Africa	982 868 904	67.0
United States of America and Canada	325 155 449	22.2
United Kingdom	107 658 051	7.3
Rest of Europe	23 326 026	1.6
Rest of World ¹	28 340 732	1.9
Total	1 467 349 162	100

Geographic split of beneficial shareholders

Region	Total shareholding	% of issued capital
South Africa	970 909 243	66.2
United States of America and Canada	299 458 711	20.4
United Kingdom	66 059 061	4.5
Rest of Europe	53 860 741	3.7
Rest of World ¹	77 061 406	5.2
Total	1 467 349 162	100

¹ Represents all shareholdings except those in the above regions.

4. Shareholder categories

An analysis of beneficial shareholdings, supported by the section 56 enquiry process, confirmed the following beneficial shareholder types:

Category	Number of shareholdings	Total shareholding	% of issued capital
Pension funds	190	495 400 758	33.8
Unit trusts	153	342 085 447	23.3
Mutual fund	82	223 626 601	15.2
Private investor	250	64 682 963	4.4
Trading position	22	59 547 058	4.1
Corporate holding	5	24 908 174	1.7
Insurance companies	15	24 247 842	1.7
American Depositary Receipts	1	23 741 106	1.6
Sovereign wealth	10	23 633 983	1.6
Exchange-traded fund	20	17 540 102	1.2
Investment trust	2	5 230 971	0.4
Medical aid scheme	11	4 386 201	0.3
University	9	3 689 577	0.3
Hedge fund	7	3 517 637	0.2
Custodians	10	3 193 089	0.2
Charity	5	1 166 675	0.1
Other managed funds	1	557 651	—*
Foreign government	1	143 972	—*
Stock Brokers	1	28 814	—*
Remainder	15 299	146 020 541	10.0
Total	16 094	1 467 349 162	100

* Rounded to less than 0.0%.

Annexure E

CONSOLIDATED STATEMENT OF FINANCIAL POSITION PER REGION AT 30 SEPTEMBER 2025

This information is presented for analysts. This information as presented below is not reviewed by the CODM.

		2025				2024			
	Notes	Group R'm	South Africa R'm	Botswana R'm	International ¹ R'm	Group R'm	South Africa R'm	Botswana R'm	LMI and International R'm
ASSETS									
Non-current assets		17 225	15 918	199	1 108	16 809	15 158	229	1 422
Property, plant and equipment	10	11 301	11 149	152	–	10 765	10 495	185	85
Intangible assets	11	2 333	2 333	–	–	3 570	2 584	–	986
Investment in associates and joint ventures	12	47	47	–	–	104	104	–	–
Employee benefit assets	13	430	430	–	–	349	349	–	–
Deferred tax assets	14	1 831	1 788	43	–	1 835	1 442	42	351
Contingent consideration receivable	23	1 108	–	–	1 108	–	–	–	–
Other assets	24	175	171	4	–	186	184	2	–
Current assets		8 465	4 990	346	3 129	7 292	5 745	384	1 163
Cash and cash equivalents	15	3 810	827	85	2 898	2 462	1 627	92	743
Trade and other receivables	16	3 614	3 448	166	–	4 157	3 502	250	405
Inventories	17	408	393	15	–	466	436	15	15
Income tax receivable		93	70	23	–	77	50	27	–
Contingent consideration receivable	23	396	165	–	231	–	–	–	–
Other assets	24	144	87	57	–	130	130	–	–
Assets held for sale		–	–	–	–	243	243	–	–
Total assets		25 690	20 908	545	4 237	24 344	21 146	613	2 585
Total equity		12 142	11 026	269	847	13 514	11 675	338	1 501

¹ International comprises of the subsidiary in the United Kingdom that held the investment in LMI.

Annexure E continued

CONSOLIDATED STATEMENT OF FINANCIAL POSITION PER REGION AT 30 SEPTEMBER 2025 continued

		2025				2024			
	Notes	Group R'm	South Africa R'm	Botswana R'm	International¹ R'm	Group R'm	South Africa R'm	Botswana R'm	LMI and International R'm
LIABILITIES									
Non-current liabilities		6 502	5 615	150	737	5 560	4 802	187	571
Interest-bearing borrowings	20	3 764	3 639	125	–	3 394	3 229	165	–
Deferred tax liabilities	14	1 937	1 912	25	–	1 492	1 470	22	–
Trade and other payables	21	–	–	–	–	49	12	–	37
Provisions	22	10	10	–	–	6	6	–	–
Financial liabilities at fair value	23	791	54	–	737	599	65	–	534
Other liabilities		–	–	–	–	20	20	–	–
Current liabilities		7 046	4 267	126	2 653	5 255	4 654	88	513
Trade and other payables	21	3 811	3 706	104	1	3 910	3 336	88	486
Interest-bearing borrowings	20	187	165	22	–	1 027	1 027	–	–
Provisions	22	129	129	–	–	143	143	–	–
Financial liabilities at fair value	23	2 832	180	–	2 652	34	34	–	–
Income tax payable		20	20	–	–	98	71	–	27
Other liabilities		67	67	–	–	43	43	–	–
Liabilities directly associated with assets classified as held for sale		–	–	–	–	15	15	–	–
Total liabilities		13 548	9 882	276	3 390	10 830	9 471	275	1 084
Total equity and liabilities		25 690	20 908	545	4 237	24 344	21 146	613	2 585

¹ International comprises of the subsidiary in the United Kingdom that held the investment in LMI.

Annexure F: Independent auditor's report on pro forma financial information

To the shareholders of Life Healthcare Group Holdings Limited

REPORT ON THE ASSURANCE ENGAGEMENT ON THE COMPILATION OF PRO FORMA FINANCIAL INFORMATION INCLUDED IN THE LIFE HEALTHCARE GROUP HOLDINGS CONSOLIDATED ANNUAL FINANCIAL STATEMENTS ENDED 30 SEPTEMBER 2025

We have completed our assurance engagement to report on the compilation of pro forma financial information of Life Healthcare Group Holdings Limited ("Group") by the directors. The pro forma financial information, as set out on pages 32 and 37 of the Group's consolidated annual financial statements for the year ended 30 September 2025, dated 26 November 2025, consists of a pro forma summarised consolidated statement of profit and loss, results from continuing operations, and related adjusted earnings per share amounts. The pro forma financial information has been compiled on the basis of the applicable criteria specified in the JSE Limited (JSE) Listings Requirements and basis of preparation detailed on page 20.

The pro forma financial information has been compiled by the directors to illustrate the impact of the disposal transactions related to the Life Molecular Imaging business ("LMI") as described on page 32 and the impact on continuing operations on a "like-for-like" basis for the disposal and acquisition transactions respectively, of Life St Mary's private hospital and the renal dialysis units in South Africa and Namibia from Fresenius Medical Care, as detailed on page 37 of the Group's annual financial statements. As part of this proforma presentation, information about the Group's financial performance has been extracted by the directors from the Group's consolidated financial statements for the year ended 30 September 2025.

Directors' Responsibility for the Pro Forma Financial Information

The directors are responsible for compiling the pro forma financial information on the basis of the applicable criteria specified in the JSE Listings Requirements and detailed on pages 20, 32 and 37 of the Group's consolidated financial statement for the year ended 30 September 2025.

Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the Code of Professional Conduct for Registered Auditors issued by the Independent Regulatory Board for Auditors (IRBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour. 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).

The firm applies the International Standard on Quality Management 1, Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements, which requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's Responsibility

Our responsibility is to express an opinion about whether the pro forma financial information has been compiled, in all material respects, by the directors on the basis specified in the JSE Listings Requirements based on our procedures performed.

We conducted our engagement in accordance with the International Standard on Assurance Engagements (ISAE) 3420, "Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus". This standard requires that we comply with ethical requirements and plan and perform our procedures to obtain reasonable assurance about whether the pro forma financial information has been compiled, in all material respects, on the basis specified in the JSE Listings Requirements.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the pro forma financial information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the pro forma financial information.

The purpose of pro forma financial information included in the group's year-end result is solely to illustrate the impact of a significant corporate action or event on unadjusted financial information of the entity as if the corporate action or event had occurred or had been undertaken at an earlier date selected for purposes of the illustration, and as such we do not provide any assurance that the actual outcome of the event or transaction at 30 September 2025 would have been as presented.

Annexure F: Independent auditor's report on pro forma financial information continued

A reasonable assurance engagement to report on whether the pro forma financial information has been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used in the compilation of the pro forma financial information provides a reasonable basis for presenting the significant effects directly attributable to the corporate action or event, and to obtain sufficient appropriate evidence about whether:

- The related pro forma adjustments give appropriate effect to those criteria; and
- The pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information.

Our procedures selected depend on our judgment, having regard to our understanding of the nature of the group, the corporate action or event in respect of which the pro forma financial information has been compiled, and other relevant engagement circumstances.

Our engagement also involves evaluating the overall presentation of the pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

OPINION

In our opinion, the pro forma financial information has been compiled, in all material respects, on the basis of the applicable criteria specified by the JSE Listings Requirements and detailed on pages 20, 32 and page 37 of the Group's consolidated annual financial statement for the year ended 30 September 2025.

Signed by:

F6185D3EF8A946E...
Registered Auditor

Per: JAR Welch
Partner
26 November 2025

5 Magwa Crescent
Waterfall City, Waterfall
Gauteng
2090



Head Office

Oxford Parks 203
Oxford Road
Cnr Eastwood and Oxford Roads
Dunkeld 2196

www.lifehealthcare.co.za