REVIEWED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH

THE FOSCHINI GROUP LIMITED

2025

Salient features

Group revenue up

+4,1%

to a record R62,6 billion

Operating profit up

+4,4%

to a record R6,2 billion

Group online sales now contributing

12,0%

(FY2024: 9,9%) to total sales

TFG Africa operating profit up

+12,3%

Gross profit up

+6,7%

to a record R28,8 billion

Basic earnings per share (EPS) up

+4,9%

and headline earnings per share (HEPS) up 4,6%

Gross margin up

+150bps

to 49,4%

Final dividend declared of

230,0 cents

per share (March 2024: 200,0 cents per share), up 15,0%

These results were prepared by the TFG finance department acting under supervision of Ralph Buddle CA(SA), Chief Financial Officer (CFO) of The Foschini Group Limited.

Commentary

GROUP FINANCIAL PERFORMANCE

An improved trading performance in the second half of the year by TFG Africa, supported by store expansions and the acquisition of White Stuff in the UK, saw Group sales grow 3,6%. Improved gross margins, and a continued focus on cost management by all business segments produced a 4,4% increase in operating profit, to a record R6,2 billion.

Sales growth (in ZAR) in each business segment:

Business Segment	H1'2025 vs H1'2024	H2'2025 vs H2'2024	FY2025 vs FY2024	FY2025 contribution to Group sales
TFG Africa	**(0,1%)**	**7,0%**	**3,7%**	**69,7%**
TFG London*	**(8,7%)**	**38,2%**	**15,3%**	**15,1%**
TFG Australia	**(4,1%)**	**(7,7%)**	**(6,0%)**	**15,2%**
Group*	**(2,0%)**	**8,7%**	**3,6%**	

* *Excluding the acquisition of White Stuff (effective 25 October 2024), Group comparable sales grew by 0,3% and TFG London sales declined by 9,5% for the full year^.*

181 stores were opened during the year, with a further 169 stores added through the acquisition of White Stuff. 193 stores were closed. The Group now trades out of 4 923 stores across 23 countries.

Stores	TFG Africa	TFG London	TFG Australia	Group
Opening balance at 1 April 2024	**3 621**	**547**	**598**	**4 766**
Acquisitions	**–**	**169**	**–**	**169**
New stores	**82**	**67**	**32**	**181**
Closed stores	**(89)**	**(84)**	**(20)**	**(193)**
Closing balance at 31 March 2025	**3 614**	**699**	**610**	**4 923**

SEGMENTAL PERFORMANCE UPDATE

TFG AFRICA

TFG Africa grew sales by 7,0% (and by 5,6% on a like-for-like basis) in the second half of the year as the base normalised from the prior year first half's clearance activity with all brands and categories showing improvement, generating full-year growth of 3,7% (like-for-like: 3,2%). Particular strong growth ahead of the market has come from womenswear, beauty and jewellery, as well as our more recently acquired businesses, Jet and Tapestry, where our Group platform has provided credit, online, and distribution capabilities to further accelerate sales and profit growth.

Online sales grew by 43,5% and now contribute 5,8% (FY2024: 4,2%) to total TFG Africa sales, driven by the continued strong performance of our Bash platform, which has moved into profitability two years ahead of expectation.

TFG Africa's sales growth (in ZAR) per merchandise category:

Merchandise category	H1'2025 vs H1'2024	H2'2025 vs H2'2024	FY2025 vs FY2024	FY2025 contribution to TFG Africa sales
Clothing	**(1,0%)**	**6,7%**	**3,1%**	**72,0%**
Homeware	**6,1%**	**9,5%**	**7,9%**	**14,2%**
Beauty	**11,6%**	**21,5%**	**17,0%**	**3,0%**
Jewellery	**1,1%**	**8,1%**	**5,0%**	**3,8%**
Cellular	**(7,1%)**	**(1,2%)**	**(4,1%)**	**7,0%**
Total TFG Africa	**(0,1%)**	**7,0%**	**3,7%**	

Gross margin recovered fully from the prior year's first half clearance activity increasing 150 basis points to 42,6% to record gross profit of R17,3 billion, an increase of 7,6% on the prior year.

Credit sales grew 5,6% and now contribute 25,9% (FY2024: 25,4%) of total TFG Africa sales with the debtors book growing by 7,3% to R8,9 billion. Acceptance rates for new accounts increased by 2,4% to 20,1% (FY2024: 17,7%) whilst improved payment behaviour saw an improvement in the total provision ratio to 17,9% (FY2024: 18,7%).

^ *Non-IFRS measures are in respect of Group and TFG London sales excluding White Stuff and TFG Australia EBIT excluding the brand impairment – refer to note 19 of the reviewed condensed consolidated financial statements for the year ended 31 March 2025.*

Commentary (continued)

TFG LONDON

Following the acquisition of White Stuff with effect from 25 October 2024, TFG London increased sales by 16,4% in GBP, and 8,6%^ lower on a comparable basis. White Stuff continues to perform well ahead of the UK apparel market, with full-year sales growth of 20,3%^. While the other brands within the UK segment were more impacted by the continued weak UK economy, Hobbs and Whistles are now experiencing positive sales growth into Spring/Summer.

Improved inventory management with a focus on clearance and the direct-to-consumer channel, as well as a significant decrease in the Red Sea disruption experienced in the prior year saw gross margin increase by 3,4% to 65,5%, which, together with cost and overhead reduction strategies, protected profit from the lower sales activity.

The addition of White Stuff to the portfolio saw store sales increase 11,8% and online sales grow 22,5%. Online sales now contribute 44,8% (FY2024: 42,7%) of total TFG London sales. The UK portfolio has consistently returned mid-single digit EBIT margins through the post-Covid period with White Stuff now bringing added platform and scale benefits to the segment.

TFG AUSTRALIA

TFG Australia continued to face difficult trading conditions with consumers under sustained cost-of-living pressure. Sales were 2,6% lower in AUD, with a mixed performance throughout the second half in a highly promotional market, impacted also by cyclone Alfred in the fourth quarter.

Gross margin was protected by deliberate inventory management and trading strategies, ending 80 basis points lower at 64,3%. With half the A$18 million contraction in gross profit protected by savings in costs and overheads, the segment still returned an impressive EBIT (before brand impairment charge) of A$81 million, equating to 10,9% of sales^.

The brand impairment charge of A$5 million relates to the carrying value of the Tarocash brand, which was trimmed by 11,4% because of the transfer of its “big and tall” business to specialty brand Johnny Bigg. The brand equity generated by Johnny Bigg is not recognised as an asset under IFRS but is more than reflected in profit.

While store sales declined 3,4%, online sales grew by 7,3% and now contribute 8,1% (FY2024: 7,3%) to total TFG Australia sales.

OUTLOOK

The South African economy is starting to show signs of improvement with positive inflation, interest rate, fuel cost and other indicators, although low consumer confidence, as well as the possibility of further loadshedding, remains a concern.

For the eight weeks ended 24 May 2025 TFG Africa’s sales have increased by 9,9%.

We expect to open over 100 new stores during the 2026 financial year, while continuing to optimise our store portfolio. The Riverfields distribution centre is now close to fully operational, and this, together with our other growth and efficiency strategies are expected to continue to improve operating margins and capital returns in 2026 and beyond.

While the UK economy remains under pressure, we are encouraged both by the continued strong performance of White Stuff, and the recent improvement in Spring/Summer sales in other brands within the UK portfolio. Sales growth was 10,8% (in GBP) for the eight weeks ended 24 May 2025. Excluding White Stuff, which is non-comparable for the period, sales declined by 1,7%.

In Australia, sales have contracted by 3,4% (in AUD) in the eight weeks ended 24 May 2025. Although trading conditions remain challenging, the economy appears to be stabilising with two quarter-percent interest rate reductions in recent months. After a weaker April, sales in May grew by 2,3%.

Through our strong balance sheet and robust strategies, we are confident in our ability to deliver against our medium- and long-term targets, and we are well positioned to benefit from improved macroeconomic conditions and consumer recovery across all geographies to drive long-term shareholder value creation.

Any forecast financial information contained herein has not been reviewed or reported on by the Group's external auditors.

^ *Non-IFRS measures are in respect of Group and TFG London sales excluding White Stuff and TFG Australia EBIT excluding the brand impairment – refer to note 19 of the reviewed condensed consolidated financial statements for the year ended 31 March 2025.*

Commentary (continued)

FINAL ORDINARY CASH DIVIDEND DECLARATION

Notice is hereby given that the directors have declared a final gross cash dividend of 230,0 cents (184,0 cents net of dividend withholding tax) per ordinary share for the period ended 31 March 2025.

The dividend has been declared from income reserves.

A dividend withholding tax of 20% will be applicable to all shareholders who are not exempt. The issued share capital at the declaration date is 331 027 300 ordinary shares.

The salient dates for the dividend will be as follows:

Publication of declaration data	Friday, 6 June 2025
Last day of trade to receive a dividend	Tuesday, 15 July 2025
Shares commence trading "ex" dividend	Wednesday, 16 July 2025
Record date	Friday, 18 July 2025
Payment date	Monday, 21 July 2025

Share certificates may not be dematerialised or rematerialised between Wednesday, 16 July 2025 and Friday, 18 July 2025, both days inclusive.

PREFERENCE CASH DIVIDEND DECLARATION

Notice is hereby given that the directors have declared a gross preference dividend (no. 177) of 3,25% or 6,5 cents per share (5,20 cents net of dividend withholding tax) per preference share for the period ending 30 September 2025.

The dividend has been declared from income reserves.

A dividend withholding tax of 20% will be applicable to all shareholders who are not exempt.

The issued share capital at the declaration date is 200 000 preference shares.

The salient dates for the dividend will be as follows:

Publication of declaration data	Friday, 6 June 2025
Last day of trade to receive a dividend	Tuesday, 9 September 2025
Shares commence trading "ex" dividend	Wednesday, 10 September 2025
Record date	Friday, 12 September 2025
Payment date	Monday, 15 September 2025

Share certificates may not be dematerialised or rematerialised between Wednesday, 10 September 2025 and Friday, 12 September 2025, both days inclusive.

RESULTS PRESENTATION WEBCAST

A live webcast of the results presentation will be broadcast at 11:00 am (SAST) on Friday, 6 June 2025. A registration link for the webcast will be available on the Company's website at www.tfglimited.co.za. The slides for the annual results presentation will be made available on the Company's website prior to the commencement of the webcast. A delayed version of the webcast will be available later on the same day.

Signed on behalf of the Supervisory Board.

M Lewis
Chairman

A E Thunström
Chief Executive Officer

Cape Town
5 June 2025

Date of release on SENS: 6 June 2025

Condensed consolidated statement of financial position

As at 31 March

	Notes	2025 Reviewed Rm	2024 Audited Rm
Assets			
Non-current assets			
Property, plant and equipment		**6 524**	5 923
Goodwill and intangible assets		**10 940**	10 259
Right-of-use assets		**11 747**	10 811
Investments		**368**	138
Insurance contract assets		**301**	253
Deferred taxation assets		**1 468**	1 458
		31 348	28 842
Current assets			
Inventory	3	**14 293**	11 560
Trade receivables – retail		**8 936**	8 325
Other receivables and prepayments		**1 437**	1 388
Concession receivables		**419**	241
Taxation receivables		**3**	31
Cash and cash equivalents		**3 228**	3 775
		28 316	25 320
Total assets		**59 664**	54 162
Equity and liabilities			
Equity attributable to equity holders of The Foschini Group Limited		**25 609**	24 141
Liabilities			
Non-current liabilities			
Interest-bearing debt		**7 662**	5 953
Lease liabilities		**9 134**	8 303
Deferred taxation liabilities		**1 138**	1 115
Post-retirement defined benefit plan		**216**	202
		18 150	15 573
Current liabilities			
Interest-bearing debt		**2 372**	2 717
Trade and other payables		**8 718**	7 454
Contract liabilities		**382**	366
Lease liabilities		**4 229**	3 836
Taxation payables		**204**	75
		15 905	14 448
Total liabilities		**34 055**	30 021
Total equity and liabilities		**59 664**	54 162

Condensed consolidated statement of comprehensive income

For the year ended 31 March

	Notes	2025 Reviewed Rm	2024 Audited Rm
Revenue	4	**62 558**	60 122
Retail turnover		**58 271**	56 221
Cost of turnover		**(29 505)**	(29 266)
Gross profit		**28 766**	26 955
Interest income	5	**2 128**	2 075
Insurance revenue		**284**	247
Other income	6	**1 875**	1 579
Net bad debt		**(1 388)**	(1 394)
Insurance service expense		**(122)**	(111)
Trading expenses	7	**(25 209)**	(23 394)
Operating profit before acquisition costs, gain on bargain purchase and impairment of goodwill and intangible assets		**6 334**	5 957
Acquisition costs		**(63)**	–
Gain on bargain purchase		**–**	4
Impairment of goodwill and intangible assets		**(63)**	(16)
Operating profit before finance costs		**6 208**	5 945
Finance costs	8	**(1 884)**	(1 770)
Profit before tax		**4 324**	4 175
Income tax		**(1 135)**	(1 144)
Profit for the year		**3 189**	3 031
Attributable to:			
Equity holders of The Foschini Group Limited		**3 189**	3 031

	Notes	2025 Reviewed	2024 Audited
Earnings per ordinary share (cents)	10		
Basic		**980,6**	934,7
Diluted basic		**972,4**	928,7

Condensed consolidated statement of comprehensive income (continued)

For the year ended 31 March

	2025 Reviewed Rm	2024 Audited Rm
Profit for the year	**3 189**	3 031
Other comprehensive income (loss):		
Items that will never be reclassified to profit or loss		
Actuarial gain on post-retirement defined benefit plan	**–**	43
Deferred taxation thereon	**–**	(12)
Items that are or may be reclassified to profit or loss		
Movement in effective portion of changes in fair value of cash flow hedges	**53**	(145)
Foreign currency translation reserve movements	**(401)**	350
Deferred taxation thereon	**(15)**	43
Other comprehensive (loss) income for the year, net of tax	**(363)**	279
Total comprehensive income for the year	**2 826**	3 310
Attributable to:		
Equity holders of The Foschini Group Limited	**2 826**	3 310

Supplementary information

	2025 Reviewed	2024 Audited
Net number of ordinary shares in issue (millions)	**324**	325
Weighted average number of ordinary shares in issue (millions)	**325**	324

Condensed consolidated statement of changes in equity

For the year ended 31 March

	Attributable to equity holders of The Foschini Group Limited Rm
Equity as at 1 April 2023 – Audited	21 652
Total comprehensive income for the year	3 310
Profit for the year	3 031
Other comprehensive income	279
Contributions by and distributions to owners	
Share-based payments reserve movements	168
Dividends paid	(984)
Transfer put option to retained earnings	(1)
Delivery of shares by share incentive schemes	(4)
Equity as at 31 March 2024 – Audited	**24 141**
Total comprehensive income for the year	**2 826**
Profit for the year	**3 189**
Other comprehensive income	**(363)**
Contributions by and distributions to owners	
Share-based payments reserve movements	**150**
Dividends paid	**(1 183)**
Shares purchased and delivered in terms of share incentive schemes	**(325)**
Equity as at 31 March 2025 – Reviewed	**25 609**

Condensed consolidated statement of cash flows

For the year ended 31 March

	Notes	**2025 Reviewed Rm**	2024 Audited Rm
Cash flows from operating activities			
Operating profit before working capital changes	9	**12 405**	11 661
(Increase) decrease in working capital		**(2 761)**	878
Cash generated from operations		**9 644**	12 539
Interest income		**146**	143
Finance costs		**(1 886)**	(1 770)
Taxation paid		**(1 022)**	(1 271)
Dividends received		**52**	57
Dividends paid		**(1 183)**	(984)
Net cash inflows from operating activities		**5 751**	8 714
Cash flows from investing activities			
Purchase of property, plant and equipment and intangible assets		**(1 803)**	(2 005)
Proceeds from sale of property, plant and equipment and intangible assets		**12**	18
Business acquisitions during the year, net of cash acquired	15	**(1 044)**	(151)
Increase in insurance contracts and investments		**(41)**	(6)
Net cash outflows from investing activities		**(2 876)**	(2 144)
Cash flows from financing activities			
Shares purchased and delivered in terms of share incentive schemes		**(325)**	(4)
Net increase (decrease) in interest-bearing debt		**1 341**	(2 636)
Borrowings raised		**1 394**	1 147
Borrowings repaid		**(53)**	(3 783)
Lease liabilities capital payments		**(4 414)**	(4 370)
Net cash outflows from financing activities		**(3 398)**	(7 010)
Net decrease in cash and cash equivalents		**(523)**	(440)
Cash and cash equivalents at the beginning of the year		**3 775**	4 095
Effect of exchange rate fluctuations on cash held		**(24)**	120
Cash and cash equivalents at the end of the year		**3 228**	3 775

Condensed consolidated segmental analysis

Year ended 31 March 2025 – Reviewed	TFG Africa Retail Rm	TFG Africa Credit Rm	TFG London Rm	TFG Australia Rm	Total Rm
External revenue	**41 901**	**877**	**8 786**	**8 866**	**60 430**
External interest income	**133**	**1 982**	**–**	**13**	**2 128**
Total revenue[1]	**42 034**	**2 859**	**8 786**	**8 879**	**62 558**
Cost of turnover	**(23 313)**	**–**	**(3 035)**	**(3 157)**	**(29 505)**
Employee costs	**(6 122)**	**(241)**	**(1 704)**	**(2 524)**	**(10 591)**
Occupancy costs	**(4 046)**	**(17)**	**(865)**	**(1 523)**	**(6 451)**
Depreciation and amortisation	**(930)**	**(14)**	**(158)**	**(168)**	**(1 270)**
Depreciation of right-of-use assets	**(3 067)**	**–**	**(408)**	**(1 187)**	**(4 662)**
(Impairment) reversal of impairment of property, plant and equipment and intangible assets	**(15)**	**–**	**20**	**(61)**	**(56)**
Impairment of right-of-use assets	**(23)**	**–**	**(29)**	**–**	**(52)**
External finance costs	**(758)**	**–**	**(131)**	**(8)**	**(897)**
External finance costs on lease liabilities	**(792)**	**–**	**(71)**	**(124)**	**(987)**
Segmental profit before tax	**2 421**	**788**	**336**	**779**	**4 324**

Year ended 31 March 2024 – Audited	TFG Africa Retail Rm	TFG Africa Credit Rm	TFG London Rm	TFG Australia Rm	Total[2] Rm
External revenue	40 178	823	7 619	9 427	58 047
External interest income	137	1 932	–	6	2 075
Total revenue[1]	40 315	2 755	7 619	9 433	60 122
Cost of turnover[2]	(23 087)	–	(2 885)	(3 294)	(29 266)
Employee costs[2]	(5 670)	(208)	(1 496)	(2 634)	(10 008)
Occupancy costs[2]	(3 882)	–	(659)	(1 584)	(6 125)
Depreciation and amortisation	(928)	–	(116)	(157)	(1 201)
Depreciation of right-of-use assets	(3 035)	–	(230)	(1 167)	(4 432)
(Impairment) reversal of impairment of property, plant and equipment and intangible assets	(26)	–	28	(17)	(15)
(Impairment) reversal of impairment of right-of-use assets	(25)	–	2	(22)	(45)
Gain on bargain purchase	–	–	4	–	4
External finance costs	(914)	–	(64)	(7)	(985)
External finance costs on lease liabilities	(653)	–	(36)	(96)	(785)
Segmental profit before tax	2 013	718	433	1 011	4 175

[1] Comprises retail turnover, interest income, other income and insurance revenue.

[2] To enhance the segmental reporting disclosure, the Group has included cost of turnover, employee costs and occupancy costs.

Condensed consolidated segmental analysis (continued)

The merchandise category information per segment is presented in the table below:

Year ended 31 March 2025 – Reviewed	TFG Africa Rm	TFG London Rm	TFG Australia Rm	Total Rm
Clothing	**29 267**	**8 786**	**8 866**	**46 919**
Homeware	**5 762**	**–**	**–**	**5 762**
Beauty	**1 202**	**–**	**–**	**1 202**
Jewellery	**1 533**	**–**	**–**	**1 533**
Cellular	**2 855**	**–**	**–**	**2 855**
Total retail turnover	**40 619**	**8 786**	**8 866**	**58 271**

Year ended 31 March 2024 – Audited	TFG Africa Rm	TFG London Rm	TFG Australia Rm	Total Rm
Clothing	28 374	7 619	9 427	45 420
Homeware	5 338	–	–	5 338
Beauty	1 027	–	–	1 027
Jewellery	1 460	–	–	1 460
Cellular	2 976	–	–	2 976
Total retail turnover	39 175	7 619	9 427	56 221

The Group has identified that the Chief Executive Officer (CEO) in conjunction with the Operating Board fulfils the role of the Chief Operating Decision-Maker (CODM). The Operating Board is distinct from the Group's Supervisory Board and consists only of executive directors.

All operating segments' results are reviewed regularly by the CODM to assess performance and make decisions about allocation of resources to the segments.

Performance is measured based on segmental profit before tax, as included in the monthly management report reviewed by the CODM.

Segmental analysis (continued)

In presenting information on the basis of geographical segments, segment revenue is based on the location of the customers, while segment assets are based on the location of the asset.

The geographical information is presented in the table below:

Year ended 31 March 2025 – Reviewed	TFG Africa Retail Rm	TFG Africa Credit Rm	TFG London Rm	TFG Australia Rm	Total Rm
Segment revenue					
South Africa	**37 591**	**2 807**	**–**	**–**	**40 398**
Rest of Africa	**2 088**	**52**	**–**	**–**	**2 140**
United Kingdom and Ireland	**–**	**–**	**3 742**	**–**	**3 742**
Australia	**–**	**–**	**–**	**7 638**	**7 638**
Rest of the world	**–**	**–**	**1 101**	**530**	**1 631**
E-commerce[2]	**2 355**	**–**	**3 943**	**711**	**7 009**
Total segment revenue[1]	**42 034**	**2 859**	**8 786**	**8 879**	**62 558**
Segment non-current assets					
South Africa	**16 509**	**–**	**–**	**–**	**16 509**
Rest of Africa	**456**	**–**	**–**	**–**	**456**
United Kingdom and Ireland	**–**	**–**	**5 335**	**–**	**5 335**
Australia	**–**	**–**	**–**	**6 307**	**6 307**
Rest of the World	**–**	**–**	**400**	**204**	**604**
Total segment non-current assets[3]	**16 965**	**–**	**5 735**	**6 511**	**29 211**

Year ended 31 March 2024 – Audited	TFG Africa Retail Rm	TFG Africa Credit Rm	TFG London Rm	TFG Australia Rm	Total Rm
Segment revenue					
South Africa	36 735	2 698	–	–	39 433
Rest of Africa	1 938	57	–	–	1 995
United Kingdom and Ireland	–	–	3 298	–	3 298
Australia	–	–	–	8 210	8 210
Rest of the World	–	–	1 072	538	1 610
E-commerce[2]	1 641	–	3 249	686	5 576
Total segment revenue[1]	40 314	2 755	7 619	9 434	60 122
Segment non-current assets					
South Africa	16 362	–	–	–	16 362
Rest of Africa	484	–	–	–	484
United Kingdom and Ireland	–	–	3 497	–	3 497
Australia	–	–	–	6 447	6 447
Rest of the World	–	–	99	104	203
Total segment non-current assets[3]	16 846	–	3 596	6 551	26 993

[1] Comprises retail turnover, interest income, other income and insurance revenue.
[2] E-commerce revenue is sales earned throughout the world in which the segments operate.
[3] Non-current assets consist of property, plant and equipment, right-of-use assets, goodwill and intangible assets.

Notes to the condensed consolidated financial statements

For the year ended 31 March 2025

1. Basis of preparation

The reviewed condensed consolidated financial statements for the year ended 31 March 2025 are prepared in accordance with the JSE Limited Listings Requirements for condensed financial statements and the provisions of the South African Companies Act No. 71 of 2008. The JSE Limited Listings Requirements require condensed reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS® (IFRS Accounting Standards) as issued by the International Accounting Standards Board and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and to also as a minimum, contain the information required by IAS 34 – Interim Financial Reporting.

The accounting policies and methods of computation applied in the preparation of these reviewed condensed consolidated financial statements are prepared in terms of IFRS Accounting Standards and are consistent with those applied in the preparation of the Group Annual Financial Statements for the year ended 31 March 2024, except for the changes in accounting policies adopted, as detailed in note 2. The reviewed condensed consolidated results have been prepared on the going concern and historical cost bases, except where otherwise indicated. The presentation currency is the South African Rand, rounded to the nearest million, except where otherwise indicated.

These reviewed condensed consolidated financial statements incorporate the financial statements of the company, all its subsidiaries and all entities over which it has operational and financial control. These results were prepared by the TFG finance department under the supervision of Ralph Buddle, Chief Financial Officer (CFO) of The Foschini Group Limited and have been reviewed by the external auditor, Deloitte & Touche, with a copy of their unmodified review conclusion attached hereto.

2. Amendments to accounting standards adopted

The Group has adopted the below amendments to accounting standards that are effective in the current year:

- Amendments to IAS 1: Non-current Liabilities with Covenants
- Amendment to IFRS 16: Lease liability in a Sale and Leaseback

These standards had no material impact when adopted by the Group during the current year.

3. Inventory

	2025 Reviewed Rm	2024 Audited Rm
Inventory at year end	**14 293**	11 560
Inventory provision as a % of gross inventory	**8,6%**	11,3%
Inventory losses	**467**	466
Inventory losses as a % of gross inventory	**3,0%**	3,6%

4. Revenue

	2025 Reviewed Rm	2024 Audited Rm
Retail turnover	**58 271**	56 221
Interest income (note 5)	**2 128**	2 075
Insurance revenue	**284**	247
Other income (note 6)	**1 875**	1 579
	62 558	60 122
Retail turnover consists of:		
Cash sales	**47 745**	46 256
Credit sales	**10 526**	9 965
	58 271	56 221

All credit sales relate to the TFG Africa segment.

5. Interest income

	2025 Reviewed Rm	2024 Audited Rm
Trade receivables – retail	**1 982**	1 932
Sundry	**146**	143
	2 128	2 075

Sundry primarily relates to bank interest income earned.

6. Other income

	2025 Reviewed Rm	2024 Audited Rm
Value-added services	**949**	700
Collection cost recovery and service fees	**877**	823
Sundry income	**49**	56
	1 875	1 579

7. Trading expenses

	2025 Reviewed Rm	2024 Audited Rm
Net occupancy costs	**(1 050)**	(970)
Occupancy costs[1]	**(6 451)**	(6 125)
Occupancy costs lease reversal[2]	**5 401**	5 155
Depreciation of right-of-use assets	**(4 662)**	(4 432)
Depreciation and amortisation	**(1 270)**	(1 201)
Employee costs	**(10 591)**	(10 008)
Other operating costs	**(7 636)**	(6 783)
	(25 209)	(23 394)

[1] *Occupancy costs refers to the total costs associated with the rental of the property.*

[2] *Occupancy costs lease reversal refers to the rental costs associated with property leases that are accounted for under IFRS 16.*

Notes to the condensed consolidated financial statements

8. Finance costs

	2025 Reviewed Rm	2024 Audited Rm
Finance costs on lease liabilities	**(987)**	(785)
Finance costs on interest-bearing debt	**(897)**	(985)
	(1 884)	(1 770)

9. Operating profit before working capital changes

	2025 Reviewed Rm	2024 Audited Rm
Operating profit before finance costs	**6 208**	5 945
Adjustments for:		
Interest income – sundry	**(146)**	(143)
Dividends received	**(52)**	(57)
Non-cash items	**6 395**	5 916
Depreciation and amortisation[1]	**1 328**	1 241
Depreciation on right-of-use assets	**4 662**	4 432
Share-based payments	**150**	168
Post-retirement defined benefit medical aid movement	**14**	13
Employee-related movements	**72**	(11)
Foreign currency gains	**35**	(60)
Put option liability movement	**–**	(5)
Fair value adjustment	**(13)**	5
Loss on disposal of property, plant and equipment and intangible assets	**53**	104
Reversal of impairment of property, plant and equipment and intangible assets	**(7)**	(1)
Profit on disposal of property, plant and equipment and intangible assets	**(4)**	(1)
Impairment of right-of-use assets	**52**	45
Impairment of goodwill and brands	**63**	16
Profit on termination of leases	**(10)**	(26)
Gain on bargain purchase	**–**	(4)
	12 405	11 661

[1] *Depreciation and amortisation includes the portion of the expense allocated to cost of sales of R58m (2024: R40m).*

Notes to the condensed consolidated financial statements

10. Reconciliation of profit for the year to headline earnings

	2025 Reviewed Rm	2024 Audited Rm
Profit for the year attributable to equity holders of The Foschini Group Limited	**3 189**	3 031
Adjusted for:		
Loss on disposal of property, plant and equipment and intangible assets	**53**	104
Reversal of impairment of property, plant and equipment and intangible assets	**(7)**	(1)
Profit on disposal of property, plant and equipment and intangible assets	**(4)**	(1)
Impairment of right-of-use assets	**52**	45
Impairment of goodwill and brands	**63**	16
Gain on bargain purchase	**–**	(4)
Tax on Headline earnings adjustments	**(43)**	(41)
Headline earnings	**3 303**	3 149

	2025 Reviewed	2024 Audited
Earnings per ordinary share (cents)		
Basic	**980,6**	934,7
Headline	**1 015,6**	970,7
Diluted basic	**972,4**	928,7
Diluted headline	**1 007,1**	964,5

11. Related parties

During the year, the Group entered into related party transactions in the ordinary course of business, the substance of which are similar to those disclosed in the Group's annual financial statements for the year ended 31 March 2024.

12. Changes to directors

It was announced on SENS on 11 February 2025 that the composition of the social and ethics committee was updated. Ms B Makgabo-Fiskerstrand has been appointed as the chairperson of the committee and Mr M Lewis has been appointed as a member of the social and ethics committee, these appointments took effect from 12 February 2025.

13. Judgements and estimates

The preparation of these reviewed condensed consolidated financial statements for the Group requires management to make estimates that affect the amounts reported in these financial results and the accompanying notes. Management applies their judgement based on historical evidence, current events, and actions that may be undertaken in future. Actual results may ultimately differ from estimates.

Goodwill and intangibles

Indefinite life intangible assets and goodwill are tested at each reporting year end for impairment. Prior to the testing of the relevant cash generating units (CGU's) for impairment, the indefinite life brands are individually assessed for impairment. The Group is required to assess the recoverable amount in accordance with IAS 36 Impairment of assets. The key assumptions used by management in setting the financial budgets for the initial five-year year include forecasted sales growth rates, expected changes to gross margin and EBITDA margins. The key assumptions included in the impairment assessments are derived from the weighted average cost of capital (WACC) and applicable royalty rates. The group assessed the recoverable amount of its Tarocash brand in Austrailia to be impaired by R61 million and the Instinct brand in South Africa by R2 million. The recoverable amount of all other goodwill and brands exceeded its carrying value.

Notes to the condensed consolidated financial statements

14. Going concern and covenants

Going concern

The going concern assumption is evaluated based on information available up to the date on which the results are approved for issuance by the Supervisory Board. The going concern assumption was considered to be appropriate for the preparation of the Group's results for the year ended 31 March 2025 and management is not aware of material uncertainties related to events or circumstances that may cast significant doubt upon the Group's ability to do so. The Group continues to adapt the business as effectively as possible to deal with the dynamic environment within which we operate in managing its cash resources through various working capital initiatives and also continues to prioritise cost savings initiatives across all operations.

Management is confident that there is adequate short-term available funding to meet working capital requirements in the normal course of its operations. The Supervisory Board has assessed the solvency and liquidity of the Group and is satisfied with the Group's ability to continue as a going concern for the foreseeable future.

Debt service and covenant requirements

The Group has adequate external borrowing facilities in each of its three segments. The borrowing facilities attract different covenant requirements which are calculated on a pre-IFRS 16 basis. There have been no amendments to the covenant requirements reported as at 31 March 2024. There is active management of cash flows and covenant compliance is measured on a regular basis. As at 31 March 2025, all covenant ratios were complied with.

15. Acquisitions during the year

Saisha's Trading Close Corporation

Effective 1 June 2024, the Group, through its wholly-owned subsidiary Prestige Clothing Proprietary Limited acquired all of the design, manufacturing and assembly machinery, plant and equipment, employees and assumed employee related liabilities of Saisha's Trading Close Corporation for a total purchase price of R12 million (Deferred consideration of R6 million).

White Stuff (UK)

Effective 25 October 2024, the Group acquired through its UK subsidiary, TFG Brands (London) Limited ('TFG London'), 100% of the issued share capital and voting rights of White Stuff, a British fashion and lifestyle retailer. The transaction was funded from TFG's existing banking facilities. The transaction is unconditional in accordance with the terms of the agreements and was for a purchase price of R1,1 billion (a net purchase consideration of R1,0 billion) obtaining control as of the effective date.

White Stuff was founded in 1985 and specialises in unique, thoughtfully designed clothing and accessories for women, men and children. The business has the potential for strong, sustained growth, and the transaction represents a significant milestone in TFG London's medium-term strategy to add new brands to its existing portfolio, which includes Phase Eight, Whistles and Hobbs. The addition of White Stuff to TFG London diversifies and strengthens the existing womenswear portfolio, adding the first lifestyle brand while also bringing a well-established menswear offer.

15. Acquisitions during the year (continued)

Identifiable assets acquired and liabilities assumed

The Group measured the identifiable assets and liabilities of White Stuff at their acquisition-date fair values.

The provisional at-acquisition values are presented below:

	Rm
Non-Current Assets	**1 281**
Property, plant and equipment	**250**
Intangible assets	**518**
Right-of-use assets	**399**
Deferred taxation assets	**114**
Current Assets	**884**
Inventory	**567**
Other receivables and prepayments	**89**
Concession receivables	**139**
Cash and cash equivalents	**89**
Non-Current Liabilities	**525**
Lease liabilities	**407**
Deferred taxation liabilities	**118**
Current Liabilities	**895**
Trade and other payables	**871**
Taxation payables	**24**
Total identifiable net assets at fair value	**745**
Goodwill arising from acquisition	**434**
Purchase consideration	**1 179**
Less: Cash and cash equivalents acquired	**(89)**
Purchase consideration net of cash and cash equivalents acquired	**1 090**
Deferred consideration	**(52)**
Net cash outflow on acquisition	**1 038**

Goodwill of R434 million and the White Stuff brands of R518 million have been recognised as intangibles at acquisition. Goodwill represents the value paid in excess of the fair value of the identifiable net assets. This consists largely of the value assigned to the unique operating business model and future growth prospects. The goodwill recognised is not tax depreciable or otherwise recognised for tax purposes.

Retail turnover and profit for the five-month trading post acquisition amounted to R1 887 million and R105 million respectively. Once-off acquisition costs of R63 million related to the acquisition have been expensed in the current year.

If White Stuff was acquired on 1 April 2024, the retail turnover and earnings before interest and tax for the year is estimated to be R4 283 million and R185 million respectively.

16. Fair value hierarchy of financial assets and liabilities

The table below is an analysis of financial instruments carried at fair value by the valuation method. The different levels have been defined as follows:

Level 1 – Quoted prices (unadjusted) in an active market for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 – Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	2025 Reviewed Rm	2024 Audited Rm
Level 1		
Listed investments	**223**	–
Level 2		
Forward exchange contracts – asset	**61**	45
Forward exchange contracts – liability	**(8)**	(40)
Level 3		
Investments	**145**	138

Measurement of fair values:

The following valuation techniques were used for measuring level 1, 2 and level 3 fair values:

Listed investments

The fair value is based on the market value of publicly traded shares within an active market.

Forward exchange contracts

The fair values are based on authorised financial institution quotes. Similar contracts are traded in an active market and the quotes reflect the actual transactions in similar instruments.

Investments

The investment in the insurance arrangement has been valued at its net asset value at the reporting date and approximates fair value.

17. Subsequent events

Dividend declaration

The directors have declared a final gross cash dividend of 230,0 cents (184,0 cents net of dividend withholding tax) per ordinary share for the year ended 31 March 2025, payable 21 July 2025.

No further significant events took place between the year ended 31 March 2025 and date of issue of this report.

18. Commitments and contingent liabilities

	2025 Reviewed Rm	2024 Audited Rm
Capital expenditure		
Capital commitments	**386**	4

Capital commitments are for purchases of property, plant and equipment.

There are no contingent liabilities.

Notes to the condensed consolidated financial statements

19. Non-IFRS performance measures

Non-IFRS performance measures are measures that:

(i) are not defined by IFRS;

(ii) are not uniformly defined or used by all entities; and

(iii) may not be comparable with similar labelled measures and disclosures provided by other entities.

The directors are responsible for compiling the non-IFRS performance measures

Impact of White Stuff acquisition

Unaudited management account information for White Stuff has been used for illustrative purposes only and this is considered a non-IFRS measure.

Management considers it to be more reflective of the operating performance of the Group. The measure provides an indicative retail turnover growth for TFG Group and TFG London excluding the acquired White Stuff business. White Stuff retail turnover for the period since acquisition on 25 October 2024 to 31 March 2025 was removed as if the acquisition did not take place.

This financial information, because of its nature, may not be a fair reflection of the Group's results of operations, financial position, changes in equity or cash flows.

The management account retail turnover figures used were:

	2025 Rm	2024 Rm	Growth
Group retail turnover	**58 271**	56 221	
Less: White Stuff retail turnover	**(1 887)**	–	
Group retail turnover excluding White Stuff	**56 384**	56 221	0,3%
TFG London retail turnover	**8 786**	7 619	
Less: White Stuff retail turnover	**(1 887)**	–	
TFG London retail turnover excluding White Stuff	**6 899**	7 619	(9,5%)

	2025 £m	2024 £m	Growth
TFG London retail turnover	**377**	324	
Less: White Stuff retail turnover	**(81)**	–	
TFG London retail turnover excluding White Stuff	**296**	324	(8,6%)
White Stuff full year sales	**184**	153	20,3%

Impact of Tarocash Brand impairment

The unaudited TFG Austrailia operating profit before finance costs (EBIT) excluding the Tarocash brand impairment is presented for illustrative purposes only and constitutes a non-IFRS measure. EBIT excluding once-off brand impairment is more reflective of the operating performance of TFG Australia.

	2025 A$m	2024 A$m
TFG Australia retail turnover	**745**	765
EBIT	**76**	90
Add: Brand impairment	**5**	–
EBIT excluding brand impairment	**81**	90
EBIT Margin excluding brand impairment	**10,9%**	11,8%

Independent auditor's report

Deloitte.

Private Bag X6
Gallo Manor 2052
South Africa

Deloitte
5 Magwa Crescent
Waterfall City
Waterfall 2090
Johannesburg

Tel: +27 (0)11 806 5000
www.deloitte.com

INDEPENDENT AUDITOR'S REVIEW REPORT ON CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

To the Shareholders of The Foschini Group Limited

We have reviewed the condensed consolidated financial statements of The Foschini Group Limited included on pages 4 to 19, which comprise the condensed consolidated statement of financial position as at 31 March 2025 and condensed consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and selected explanatory notes.

Directors' Responsibility for the Condensed Consolidated Financial Statements

The directors are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for condensed financial statements, as set out in note 1 to the financial statements, 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 financial statements that are free from material misstatement, whether due to fraud or error.

The Listings Requirements require condensed consolidated financial statements to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS Accounting Standards as issued by the International Accounting Standards Board, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council and to also contain the information required by International Accounting Standard (IAS) 34, Interim Financial Reporting.

Auditor's Responsibility

Our responsibility is to express a conclusion on these financial statements. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2410, which applies to a review of historical information performed by the independent auditor of the entity. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the financial statements are not prepared in all material respects in accordance with the applicable financial reporting framework. This standard also requires us to comply with relevant ethical requirements.

A review of financial statements in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluate the evidence obtained.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these financial statements.

MAKING AN IMPACT THAT MATTERS *since 1845*

Independent auditor's report (continued)

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements of The Foschini Group Limited for the year ended 31 March 2025 are not prepared, in all material respects, in accordance with the requirements of the JSE Limited Listings Requirements for condensed financial statements, as set out in note 1 to the financial statements, and the requirements of the Companies Act of South Africa.

Deloitte & Touche
Registered Auditor

Per: JM Bierman
Partner
5 June 2025

Deloitte
5 Magwa Crescent
Waterfall City
Gauteng
2090

Company information

Executive directors:	A E Thunström, R R Buddle
Non-executive directors:	M Lewis (Chairman), C Coleman, G H Davin, D Friedland, B L M Makgabo-Fiskerstrand, A D Murray, E Oblowitz, J N Potgieter, N L Sowazi, R Stein
Company Secretary:	D van Rooyen
Registered office:	Stanley Lewis Centre, 340 Voortrekker Road, Parow East, 7500, South Africa
Registration number:	1937/009504/06
LEI number:	3789PTO7LG718IG59F97
Tax reference number:	9925/133/71/3P
JSE / A2X share code:	TFG
Ordinary share code:	TFG
ISIN:	ZAE000148466
Preference share code:	TFGP
ISIN:	ZAE000148516
Transfer secretaries:	Computershare Investor Services Proprietary Limited Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg, 2196, South Africa
Sponsor:	RAND MERCHANT BANK (A division of First Rand Bank Limited)
Auditors:	Deloitte & Touche.
Website:	www.tfglimited.co.za

@home

@homelivingspace

AMERICANSWISS

ARCHIVE

AXL+CO

bash

BEAUTY

CONNOR

CORICRAFT

Dial-a-Bed

EXACT

FABIANI

FIX

FOSCHINI

GALAXY+CO

GRANNYGOOSE

G-STAR RAW

hi

HOBBS LONDON

Inside Story

JD

Jet

Jet Home

Johnny

MARKHAM

Phase Eight

RELAY JEANS

RFO

ROCKWEAR

SNEAKER FACTORY

sportscene

STERNS

the bedstore

TAROCASH

TOTALSPORTS

VOLPES

WHISTLES

WHITE STUFF

yd.

www.tfglimited.co.za