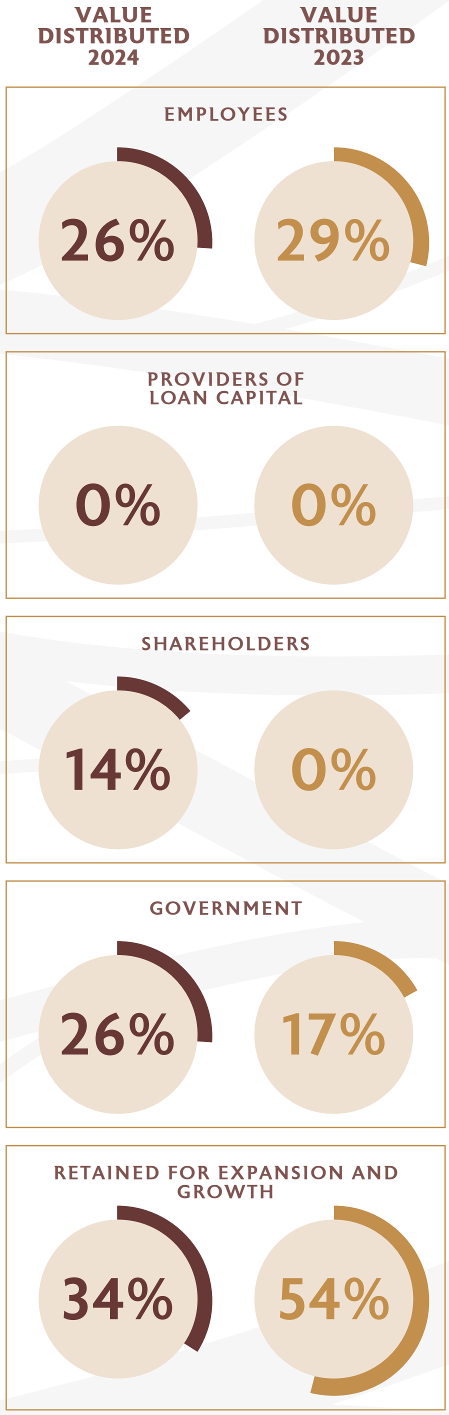
HOLDINGS LIMITED

CHOBE HOLDINGS LIMITED

INTEGRATED REPORT 2024

VALUE DISTRIBUTION STATEMENT

	2024 P '000s	2023 P '000s
VALUE ADDED		
Revenue	543,135	410,917
Other income	28,112	17,070
Finance income	730	923
Share of associate loss	-	(935)
Other expenditure	(185,481)	(133,756)
Value created	**386,496**	**294,219**
VALUE DISTRIBUTED		
To employees		
Net salaries, wages and other benefits	101,348	84,479
	101,348	84,479
To providers of loan capital		
Finance cost	463	1,041
	463	1,041
To shareholders		
Dividends paid	53,664	-
	53,664	-
To government		
Taxation	52,829	11,711
PAYE	14,680	11,137
Resource royalties, lease rentals, licenses & other fees	34,059	28,421
	101,568	51,269
Retained for expansion and growth		
Depreciation and amortisation	33,684	33,510
Deferred tax	1,313	19,334
Profit for the year	148,120	104,586
Dividends paid	(53,664)	-
	129,453	157,430
Value distributed	**386,496**	**294,219**
Summary		
Employees	26%	29%
Providers of loan capital	0%	0%
Shareholders	14%	0%
Government	26%	17%
Retained for expansion and growth	34%	54%
	100%	**100%**



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CORPORATE INFORMATION

NATURE OF BUSINESS

Chobe Holdings Limited ("Chobe") owns and operates, through its wholly owned subsidiaries, fourteen eco-tourism lodges and camps on leased land in northern Botswana and the Zambezi Region of Namibia with a combined capacity of 333 beds under the brands of Desert & Delta Safaris, Chobe Game Lodge and Ker & Downey Botswana. Sedia Riverside Hotel, a 39-room hotel owned by the group operates in close proximity to Central Maun. Safari Air, a wholly owned air charter operator provides air transport services mainly to the group's camps and lodges. North West Air Proprietary Limited, a wholly owned air maintenance operation provides maintenance services to the group's aircrafts as well as third parties.

Incorporated and domiciled in Botswana:
Company number: BW00001487283
Date of incorporation: 31 May 1983

Company Secretary:
Itumeleng Dipholo
Unit 4, Lot 11471,
Wenela Ward, Maun

Transfer Secretaries:
DPS Consulting Services
Proprietary Limited
Plot 28892, Twin Towers, West Wing,
First Floor, Fairgrounds, Gaborone
Itumeleng@dpsconsultancy.com

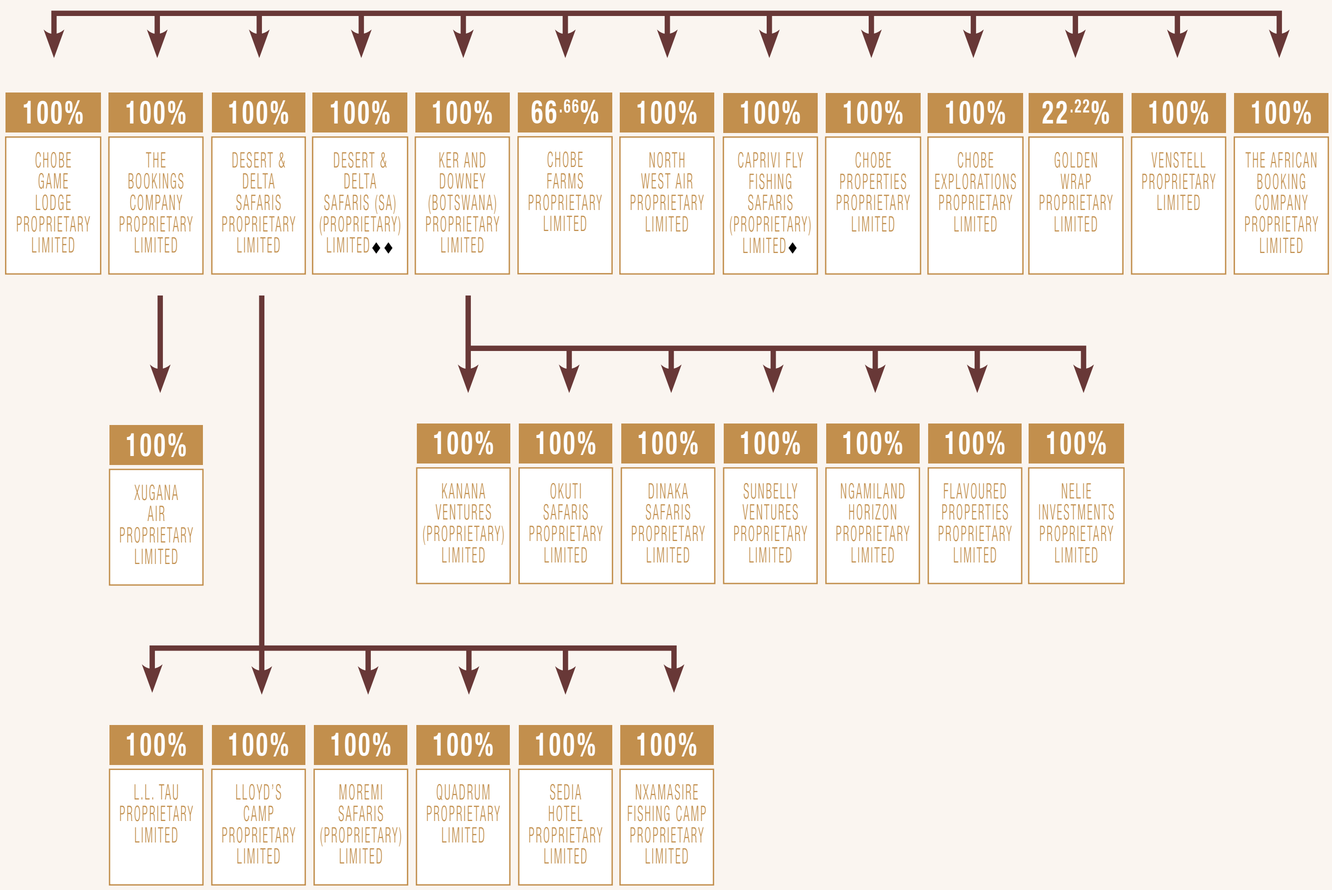
Registered Office:
Plot 28892, Twin Towers, West Wing,
First Floor, Fairgrounds, Gaborone

Independent Auditors:
Ernst & Young, 2nd Floor, Plot 22,
Khama Crescent, Gaborone

Bankers:
Bank Gaborone Limited
First National Bank of Botswana Limited
First National Bank of Namibia Limited
First Rand Bank Limited – South Africa

GROUP STRUCTURE

CHOBE HOLDINGS LIMITED



♦ Incorporated in Namibia
♦♦ Incorporated in South Africa
All other companies incorporated in Botswana

Dormant subsidiaries

- Kanana Ventures (Proprietary) Limited – 100% held by Ker And Downey (Botswana) Proprietary Limited
- Moremi Safaris (Proprietary) Limited – 100% held by Desert & Delta Safaris Proprietary Limited

OUR VISION MISSION STRATEGY

OUR VISION

To be Botswana's most admired tourism company.

OUR MISSION

Chobe will provide outstanding wildlife and hospitality experiences, by investing in people, wildlife and Botswana.

STRATEGIC INTENT

To deliver long-term returns in line with our shareholders' investment horizons. We will do this through returning consistent dividend growth to shareholders through sustainably investing in the short-, medium- and long-term value creation process.

DIVIDEND POLICY

The dividend policy as a guide will be to pay a dividend that is at least twice covered by attributable fully taxed earnings subject to the prudent ongoing requirements of the Group. Advanced Travel Receipts should be segmented and not paid as dividends.

MAPPING THE VALUE CHAIN

SUPPLIERS - INDIRECT ECONOMIC IMPACTS

- GOODS AND SERVICES RELATING TO PROMOTION OF DESTINATION
- PROMOTIONAL ACTIVITIES, ICT, BANKING AND INSURANCE
- COMMUNICATIONS AND PR, PRESS AND MEDIA

SUPPORTING INSTITUTIONS: E.G. MINISTRIES OF TOURISM, TRADE, COMMERCE, INFRASTRUCTURE, ENVIRONMENT, CLIMATE CHANGE, CULTURE, ETC.

TRADE PROMOTION ORGANIZATIONS: E.G. CHAMBERS OF COMMERCE, BANKS, INVESTMENT AGENCIES, LICENSING AND STANDARDS BODIES

ENERGY	WATER	NATURAL ENVIRONMENT

INFRASTRUCTURE SUPPORT FOR THE TOURISM SECTOR

CUSTOMS OFFICE	CONSTRUCTION AND REAL ESTATE	
PORT AUTHORITY	GOODS & SERVICES SUPPLIERS: ICT, FOOD, TEXTILES, FURNITURE, ETC.	
MINISTRY OF TRANSPORT	CONSUMABLES	FOOD & DRINK PRODUCTION
IMMIGRATION DEPT	MAINTENANCE	STORAGE & DISTRIBUTION
CARS, BIKES, BUSES, BOATS	BACK-OFFICE ICT	FOOD & DRINK SUPPLIERS

DIRECT ECONOMIC IMPACTS

TRAVEL ORGANISATION AND BOOKING

IN ORIGIN AND IN TRANSIT TO AND FROM THE FINAL DESTINATION(S)

- INTERNET
- TRAVEL AGENTS
- CALL CENTRES
- AIRLINES
- TOUR OPERATORS & WHOLESALERS

TRANSPORTATION	ACCOMMODATION	FOOD & BEVERAGE
CAR, BIKE, BOAT RENTAL COMPANIES	HOTELS	BARS & RESTAURANTS
BUS, TRAIN & TRAM COMPANIES	APARTMENTS	NIGHT CLUBS
TAXI COMPANIES	GUEST HOUSES	FAST/STREET FOOD
FERRY COMPANIES	YOUTH HOSTELS	ARTISAN FOODS
INFORMAL TRANSPORTATION	FAMILY STAYS	FOOD KIOSKS & CAFES
HORSE-RIDING		FOOD SOUVENIRS

FROM COUNTRY OF ORIGIN TO DESTINATION

KEY: SUPPORTING INSTITUTIONS & TOURISM ASSETS | TOURISM INDUSTRY | TOURISM VALUE CHAIN BUSINESSES | ENVIRONMENTAL IMPACTS

SUPPORTING INSTITUTIONS: E.G. MINISTRIES OF TOURISM, TRADE, COMMERCE, INFRASTRUCTURE, ENVIRONMENT, CLIMATE CHANGE, CULTURE, ETC.

TRADE PROMOTION ORGANIZATIONS: E.G. CHAMBERS OF COMMERCE, BANKS, INVESTMENT AGENCIES, LICENSING AND STANDARDS BODIES

FOOD & BEVERAGES	OTHER MATERIALS	CULTURAL ASSETS

INFRASTRUCTURE SUPPORT FOR THE TOURISM SECTOR

CONSTRUCTION AND REAL ESTATE			TRADE COMPANIES
	SITE SIGNAGE	WELLNESS EQUIPMENT	WHOLESALERS
MANUFACTURERS & COTTAGE INDUSTRIES	SITE RESTORATION	WELLNESS SERVICES	TECHNOLOGY SHOPS & IMPORTS
STORAGE & DISTRIBUTION	SITE MANAGEMENT	GOODS & SERVICES FOR GUIDES	MANUFACTURERS
HANDICRAFTS, ARTS, ETC. SUPPLIERS	SITE MAINTENANCE	BROCHURE PRODUCTION	FUEL/ENERGY SUPPLIERS

CREATIVE INDUSTRIES	TOURISM ASSETS	LEISURE, TOURS & EXCURSIONS	SUPPORT SERVICES
HANDICRAFT & ART SHOPS	CULTURAL ASSETS: ARCHAEOLOGY, MUSIC, MUSEUMS, FESTIVALS, ETC.	SHOWS & EVENTS	INFORMATION CENTRES
MUSIC & DANCE		TOURISM PACKAGES	GROCERY SHOPS & RETAIL OUTLETS
THEATRE, ARTISTS, PERFORMERS, ETC.	NATURAL ASSETS: LAKES, RIVERS, REEFS, MOUNTAINS, PLANTS, WILDLIFE, ETC.	GUIDED TOURS	LAUNDRY & CLEANING SERVICES
ARTISAN FOODS		VISITOR ATTRACTIONS	SECURITY & BANKING SERVICES
PHOTOGRAPHY & VIDEO STUDIOS	BUILT ASSETS: ARCHITECTURE, INFRASTRUCTURE, UTILITIES, ETC.	DAY TRIPS & SHORT STAYS	INTERNET CAFES
		WELLNESS & SPAS	MAINTENANCE SERVICES

DIRECT EMISSIONS / OUTPUTS

- GHG EMISSIONS (TCO^2E)
- AIR POLLUTION (SOX/NOX)
- WASTE WATER ($LITRES/M^3$)
- FOOD WASTE (TONNES)
- PACKAGING WASTE (T)
- OTHER SOLID WASTE (T)
- CHEMICAL WASTES (T/L)
- LAND USE (HECTARES)
- BIODIVERSITY LOSS
- NOISE & ODOUR NUISANCE

ENVIRONMENTAL IMPACTS

VALUE CREATION MODEL

TOURISM DEFINITIONS

Tourism
Tourism is a social, cultural and economic phenomenon which entails the movement of people to countries or places outside their usual environment for personal or business/professional purposes. These people are called visitors (which may be either tourists or excursionists; residents or non-residents) and tourism has to do with their activities, some of which involve tourism expenditure.[1]

Ecotourism
Ecotourism is a type of nature-based tourism activity in which the visitor's essential motivation is to observe, learn, discover, experience and appreciate biological and cultural diversity with a responsible attitude to protect the integrity of the ecosystem and enhance the well-being of the local community.

Ecotourism increases awareness towards the conservation of biodiversity, natural environment and cultural assets both among locals and the visitors and requires special management processes to minimize the negative impact on the ecosystem.

Tourism Value Chain
The tourism value chain is the sequence of primary and support activities which are strategically fundamental for the performance of the tourism sector. Linked processes such as policy making and integrated planning, product development and packaging, promotion and marketing, distribution and sales and destination operations and services are the key primary activities of the tourism value chain.[1]

Support activities involve transport and infrastructure, human resource development, technology and systems development and other complementary goods and services which may not be related to core tourism businesses but have a high impact on the value of tourism.

Tourist (or overnight visitor)
A visitor (domestic, inbound or outbound) is classified as a tourist (or overnight visitor), if his/her trip includes an overnight stay, or as a same-day visitor (or excursionist) otherwise.[1]

Travel Agent
A person or company that arranges tickets, hotel rooms, etc. for people going on holiday or making a journey.[2]

Tour Operator
A company that makes arrangements for travel and places to stay, often selling these together as package holidays.[2]

1. *United Nations World Tourism Organization. (2023). Glossary of Tourism Terms. Webpage https://www.unwto.org/glossary-tourism-terms*

2. *Cambridge University Press & Assessment. (2023). Cambridge English Dictionary. Webpage https://dictionary.cambridge.org/dictionary/english/*

CHOBE

Chobe's primarily business is providing Ecotourism services through its safari brands Desert & Delta Safaris and Ker & Downey Botswana. In addition to these Chobe operates throughout the Tourism Value Chain with Safari Air providing air transportation services, North West Air aircraft maintenance services, Sedia Hotel accommodation services, and Think Africa Travel a Maun based Tour Operator.

The Group is active throughout the Tourism Value Chain providing transportation, accommodation, food and beverage, leisure, tours and excursions and support services.

Desert & Delta Safaris – Ecotourism Accommodation Services, Reservation Services, Tour Operating Services, Guided Tours
Established in 1982, Desert & Delta Safaris owns and/or operates a circuit of eight four-star safari properties within northern Botswana and one in the Zambezi Region of Namibia. In addition, the company provides marketing and reservation services to Chobe Game Lodge. More information is available at www.desertdelta.com.

Ker & Downey Botswana – Ecotourism Accommodation Services, Reservation Services, Tour Operating Services, Guided Tours
With a lineage stretching back to one of Africa's original safari outfitters, Ker & Downey Botswana owns and operates five five-star safari properties in northern Botswana. More information is available at www.kerdowneybotswana.com.

Chobe Game Lodge – Ecotourism Accommodation Services, Guided Tours, Wellness and Spa
Built in 1972, Chobe Game Lodge was Botswana's first Ecotourism focused hotel. The lodge provides five-star accommodation. More information is available at www.chobegamelodge.com.

Sedia Hotel – Accommodation Services
The Sedia Hotel provides two-star accommodation in Maun and was acquired through Desert & Delta Safaris in 2019. Since then the hotel has been extensively refurbished to provide accommodation which is clean, comfortable with character. More information is available at www.sediahotel.com.

Safari Air – Transportation Services
Safari Air is an Air Charter Operator operating from its base at Maun International Airport and provides air charter services to both Desert & Delta Safaris and Ker & Downey Botswana as well as third-parties utilizing both Cessna Caravans and Gipps Aero GA8 Airvans.

North West Air – Air Maintenance Services
North West Air is an Air Maintenance Organization based at Maun International Airport which provides air maintenance services to both Safari Air and third-party aircraft operators. The facility is certified to maintain Cessna 100 and 200 series, Quest Kodiak 100, Robinson 22, 44 and 66, Gipps Aero GA8, Britten-Norman 2, Bell 206, PAC 750, Piper 28, 32, 34 and 35.

OUR JOURNEY

1982
Entered into negotiations with Southern Sun to buy Chobe Game Lodge.

JUL 1983
Finalized agreements for purchase by Investco (Proprietary) Limited of 80% of Chobe Game Lodge (Proprietary) Limited and 100% of Chobe Properties (Proprietary) Limited. Botswana Development Corporation ("BDC") hold remaining 20% of Chobe Game Lodge.

MAR 1984
The President Dr Sir Q K J Masire officially reopens Chobe Game Lodge.

1985
Investco sells a 50% of their stake in Chobe Game Lodge and Chobe Properties to Sun International Limited.

NOV 1989
Leisure Botswana purchases Sun International's stake in Chobe Game Lodge and Chobe Properties.

JUL 1998
Desert & Delta Safaris purchases Lloyd's Camp (Proprietary) Limited and initiates the construction of Savute Safari Lodge. Opened in March 1999.

1999
Investco acquires a 50% interest in tour operator The Bookings Company (Proprietary) Limited and aircraft operator, Xugana Air (Proprietary) Limited to later be rebranded as Safari Air.

JUL 1999
Investco acquires 50% of Caprivi Fly Fishing Safaris (Proprietary) Limited on the Caprivi, Namibia, and initiates the construction Chobe Savanna Lodge.

SEP 1999
Investco is renamed Chobe Holdings Limited and lists on the Botswana Stock Exchange. Leisure Botswana shareholders receive Chobe paper in return.

MAR 2000
Chobe acquires a third holding in Venstell (Proprietary) Limited the owner of Xugana and Tsaro Lodge, which are then branded with the other Desert & Delta Safaris properties.

MAY 2008
Chobe acquires by offer of paper Ker And Downey (Botswana) Proprietary Limited, owner of Shinde, Kanana and Okuti as well as Tribal Lot 1365 Maun and two Cessna 206 aircraft. Simultaneously Chobe acquires the remaining half share in The Bookings Company and Xugana Air by the same means.

AUG 2013
Desert & Delta Safaris acquires Moremi Safaris (Proprietary) Limited owners of Xakanaxa Camp, to be renamed Camp Xakanaxa.

2016
Chobe disposes of its shares in Lianshulu Lodge.

2016
North West Air (Proprietary) Limited, a dormant Chobe subsidiary, acquires the entire hangar and aircraft maintenance facility in Maun previously owned by Kalahari Air Services.

APR 2017
Chobe acquires an interest in Golden Wrap (Proprietary) Limited, the aquaculture and general farming operator situated on Chobe Farms.

SEP 1990
Investco acquires a third interest in Lianshulu Lodge in the Madumu National Park, East Caprivi, Namibia.

1990
Investco acquires a third interest in Desert & Delta Safaris (Proprietary) Limited, owner of Camp Okavango and Camp Moremi.

FEB 1993
Investco acquires BDC's 20% holding in Chobe Game Lodge.

JUL 1995
Investco acquires a two thirds interest in Chobe Farms.

MAY 1998
Desert & Delta Safaris purchases Tribal Lot 851 Maun which becomes the operating base for Desert & Delta Safaris.

SEP 2000
Chobe acquires $^{1}/_{3}$ shareholding of Desert & Delta Safaris from Conservation Corporation Africa.

NOV 2001
Tsaro Lodge is abandoned as the lease could not be renewed.

MAR 2004
Chobe offers paper to all minorities in all Botswana companies within the group, only the third holding of Karen Gibson in Chobe Farms is excluded. All accept the offer.

2004
Chobe paper is also offered to the other holders of the shares in Caprivi Fly Fishing Safaris, the offer is duly accepted, this company to become a wholly owned subsidiary.

SEP 2007
Desert and Delta Safaris acquires L. L. Tau (Proprietary) Limited and rebuilds Leroo La Tau Lodge.

SEP 2017
Ker And Downey (Botswana) acquires Dinaka Safaris (Proprietary) Limited and associate companies, the holders of three contiguous leases in the Hainaveld. Dinaka Lodge is rebuilt.

MAR 2019
A further two Hainaveld farms contiguous to the Dinaka Safaris properties are acquired.

AUG 2019
Desert & Delta Safaris acquires Sedia Hotel (Proprietary) Limited, the owners of the Sedia Hotel property and Quadrum (Proprietary) Limited, the operating company of the Sedia Hotel.

2021
Desert & Delta Safaris takes over the management of Nxamaseri Lodge with the intention of concluding an agreement to purchase the owning company.

2023
Desert & Delta Safaris acquired 100% shareholding of Nxamasire Fishing Camp Proprietary Limited, operating company of Nxamaseri Island Lodge.

BOARD OF DIRECTORS

JOHN A BESCOBY
Independent non-executive director, Chairman of Audit and Risk Committee and member of Human Resources and Remuneration Committee

First Appointed 2012,
Re-elected 2022

Mr. Bescoby is a certified banker by profession who gained vast experience in the tourism industry through various positions he held from 1977 including Managing Director of Magnum Airlines (1977-1984), Managing Director of Afro Ventures (1985-2000) and CFO of Australian outbound tour wholesaler, Adventure World Group (2001- 2008).

He is currently a shareholder in two tourism entities, "Beach Lodge", a boutique hotel in Swakopmund in Namibia and "The Travel Directors" an Australian based Company specializing in escorted tours to unique destinations around the World.

ADAMS CHILISA DAMBE
Non-executive director and member of Human Resources and Remuneration Committee

First Appointed 1999, Re-elected 2020,
Retired in August 2023

Mr. Dambe is the Chief Executive Director of Gradam Holdings, a tourism Company in Botswana. Mr. Dambe has a Bachelor of Science degree and a Master of Arts in Business Administration (MBA) from Kensington University in California, USA.

He also has a diploma in Hotel Management from Kenya Utalli College in Nairobi and an advanced Diploma in Labour Relations from UNISA Business School of Leadership. He has also completed the Industrial Relations Development Programme at Stellenbosch University, South Africa; and an Anglo-American Management Programme at UNISA School of Business.

SIRIMEWAN DENAWAKAGE SHALIN FERNANDO
Executive Director, (Finance)

First Appointed 2020, Re-elected 2023

Mr. Fernando holds a Master of Business Administration, specialising in Finance and a Bachelor of Science Accounting (special) (1st class) degree. He is a fellow member of the Botswana Institute of Chartered Accountants and an associate member of Institute of Chartered Accountants of Sri Lanka.

After his internship with PricewaterhouseCoopers Sri Lanka, Mr. Fernando started his post qualifying carrier with Hutchison Telecommunications Lanka (Pty) Ltd, as an accountant and was later promoted to a senior accountant. He joined PricewaterhouseCoopers Botswana in November 2012 as an assistant manager and joined the Chobe Holdings Group as a Finance Manager in November 2015. He was later appointed as Group Chief Financial Officer in May 2019.

BARRY DERRICK FLATT
Independent Non-executive director and member of Nomination Committee

First Appointed 2003, Re-elected 2021. Retiring in August 2024 in accordance with the Constitution and not offering himself for re-election.

A pilot by profession, Mr. Flatt was educated in Kenya. He worked in the hunting business in Botswana in the 1980s before starting an air charter company, Safari Air, in 1989. Mr. Flatt joined the Chobe group in 2002 when Chobe acquired a 50% interest in Safari Air which saw him become Managing Director of Desert & Delta Safaris, a 100% subsidiary of Chobe Holdings Limited, and subsequently appointed to the Chobe board as an Executive Director and Deputy CEO until he retired in December 2018.

Mr. Flatt also served as Chairman of Hospitality and Tourism Association of Botswana from 1999 to 2001. He was also a board member of the Civil Aviation Authority of Botswana from 2011 to 2013.

JOHN KNOX GIBSON
Executive Director, (CEO)

First Appointed 2020, Re-elected 2023

Mr. Gibson joined Chobe Holdings Limited on 1st February 2018 as the Senior Group Executive. Immediately prior to joining Chobe Holdings Limited he had established a specialised online tour operator focused on Botswana.

He holds a Bachelor of Business Science (Honours) degree in Finance, from the University of Cape Town in South Africa.

JONATHAN MOORE GIBSON
Executive Director, Deputy Board Chairman

First Appointed 1999, Re-elected 2021

Articled to Spencer Shaw Hood and Company in South Africa, he qualified as a chartered accountant, thereafter Mr. Gibson worked in the property development business in Johannesburg before moving to Botswana in 1983 having acquired an interest in the long-abandoned Chobe Game Lodge. Following the extended refurbishment and reestablishment of the Game Lodge as a leader in wildlife-based tourism, he, through investment vehicle Chobe Holdings Limited, of which he was CEO, brought various tourism entities, mostly previously under foreign control, under one locally owned corporate. In 2000, Mr. Jonathan Gibson listed the company on the Botswana Stock Exchange, the expansion drive thereafter continued which saw Chobe grow to become one of the most reputed tourism entities in Botswana and the only publicly owned corporate in the wildlife tourism industry in Botswana.

He has served as Chairman of the Chobe National Park Management Committee and a Board Member of Botswana Tourism Organisation in addition to serving as an executive member of Hospitality and Tourism Association of Botswana.

DALE S TER HAAR
Independent non-executive director, Chairman of the Human Resources and Remuneration Committee and member of Audit and Risk Committee

First Appointed 2012, Re-elected 2022

A holder of a Bachelor of Science in Business Administration from Cardiff University, Mr. Ter Haar is self-employed and has held a number of directorships including as an independent non-executive director of Stanbic Bank Botswana where he chaired the Board Risk Management Committee. He served in the British Army from 1997 to 2006 when he joined CIC Energy Botswana as Managing Director, a position he held until 2012. He has since been self-employed, first running a mining and energy consultancy and then owning a sport and wellness company.

Mr. Ter Haar is a Trustee of the Lady Khama Charitable Trust.

KELOITSANG LEDIMO
Independent non-executive director and member of Audit and Risk Committee

First Appointed 2006, Re-elected 2023

Mr. Ledimo owns and operates an Engen Filling Station in Maun and two commercial cattle ranches in the Hainaveld.

He is a shareholder and director in Thamalakane River Lodge Proprietary Limited, a company that owns and operates a 20-bed lodge on the banks of the Thamalakane River in Maun. He was the General Manager of Ngami Toyota from 1986 to 1998. He holds a Certificate in Library Studies obtained from the University of Botswana.

JOHANNA NGANUNU-MACHARIA
Non-executive director, Chairperson of the Nomination Committee and former Board Chairperson

First Appointed 2014, Re-elected 2023

Mrs. Nganunu-Macharia is a Chartered Architect, registered with the Architects Registration Board (ARB) and the Royal Institute of British Architects (RIBA) in the United Kingdom, as well as the Architects' Registration Council (Botswana) (ARC) and the Architects Association of Botswana (AAB). She has been running her own practice, Nganunu Macharia Design Proprietary Limited, whose core business is architecture, interior design, urban design and project management, for the past nineteen years. In total, she has twenty-five years' experience in the architecture and construction industry, both in the United Kingdom and in Botswana.

LEMPHEDITSE ODUMETSE
Executive Director, (Managing)

First Appointed 2021

Mr. Odumetse joined the Group in 1999 as a waiter at Desert & Delta Safaris' Camp Moremi in the Okavango Delta. On qualifying as a Professional Guide in 2000 he was transferred to Xugana Island Lodge, and has since managed Xugana Island Lodge, Camp Moremi and Savute Safari Lodge.

In 2005, Mr. Odumetse was selected for Disney World's year-long International Cultural Exchange Program where he was employed as a savanna guide. Mr. Odumetse was promoted to Group Assistant General Manager in 2013 and in 2014 was transferred to Ker & Downey Botswana, the Group's five-star camp operator, initially as General Manager before joining their board as Operations Director in 2017.

MYRA SEKGOROROANE
Independent non-executive director, Board Chairperson and member of Nomination Committee

First Appointed 2021

Ms. Sekgororoane's professional background is in the hospitality and tourism industry. She is an experienced executive with extensive operational, strategic planning and business leadership experience of over thirty years gained in various executive positions in the hospitality and tourism industry both locally and internationally.

The founder Chief Executive Officer of the Botswana Tourism Organisation from 2006 to 2013, Ms. Sekgororoane re-joined the organisation in 2019 again as CEO retiring in 2021. She currently Chairs the First National Bank of Botswana Foundation.

She has served as a Non-Executive Director of a number of companies in Botswana such as First National Bank of Botswana, Fairground Holdings Proprietary Limited, Kgalagadi Breweries Proprietary Limited, Lion Park Amusement Centre Proprietary Limited, Sechaba Brewery Holdings Limited, Coca-Cola Beverages Botswana Proprietary Limited, Botswana Telecommunications Authority and Botswana Export Development and Investment Authority.

ALEXANDER M WHITEHOUSE
Non-executive director

First Appointed 2004, Re-elected 2021. Retiring in August 2024 in accordance with the Constitution and not offering himself for re-election.

Mr. Whitehouse was born in Queensland, Australia into a family that had interests in the hospitality industry as owners and managers of public houses. In becoming involved at an early age he carried on the family's ties with the industry and today he is a much respected and successful businessman with involvement in a number of establishments in and around Sydney, New South Wales. He is also a 50% shareholder and builder in award winning Sossusvlei Mountain Lodge in Namibia. In addition to his interests in the hospitality industry he is also a successful breeder of Angus cattle which are located on his farms in the Hunter Valley and a keen participant in the thoroughbred breeding and racing industry.

Mr. Whitehouse first visited Southern Africa in the 1980s and, through his family company, has been a shareholder of Chobe Holdings since its inception. His experience in the hospitality industry over 50 years made him a valuable member of the Board.

CORPORATE GOVERNANCE

Corporate governance is the process by which companies are directed, controlled and risk managed. Directors of the Board are responsible for the governance of the Group whereas the shareholders' role is to appoint the directors and the external auditors.

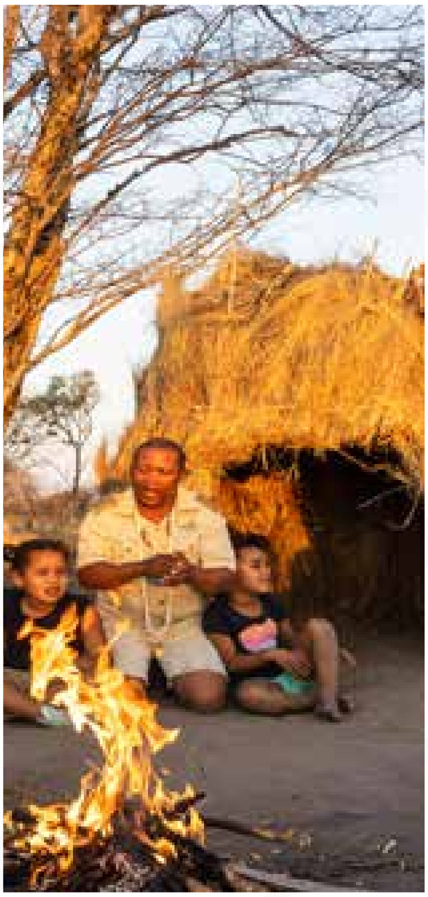
The concept of corporate governance has grown internationally in recent years by the adoption of principles outlined in reports, such as the King III and King IV Report in South Africa and the Cadbury Report and Turnbull Report in the United Kingdom. These reports have as a common goal the promotion of highest standards of corporate governance by providing recommendations and principles in line with best practice. The Botswana Accountancy Oversight Authority (BAOA) has selected the King III Report as most suitable for Botswana. Chobe strives to implement good corporate governance, adopting relevant aspects of the above reports where practical.

THE BOARD OF DIRECTORS

The Board is responsible for overseeing the activities of the Group. The Board recognizes the need to conduct the business of the Group with integrity and in accordance with generally accepted corporate practices and endorses the internationally developing principles of corporate governance.

The Board comprises of executive and non-executive directors. The chairperson of the Board is a non-executive independent director. The role of non-executive directors is to bring independent judgement to board deliberations and decisions. The directors are appointed for specified terms and their re-appointment is not automatic. Directors have extensive business experience enabling them to apply their knowledge to the functions required.





Board's role and responsibilities as per approved Board Charter are to:

i. act as the focal point for, and custodian of, corporate governance by managing its relationship with management, shareholders and other stakeholders of the Company along sound corporate governance principles.
ii. appreciate that strategy, risk, performance and sustainability are inseparable and to give effect to this by:
   - contributing to and improving the Company's strategy.
   - satisfying itself that the strategy and business plans do not give rise to risks that have not been thoroughly assessed by management.
   - identifying key performance and risk areas.
   - ensuring that the strategy will result in sustainable outcomes.
   - considering sustainability as a business opportunity that guides strategy formulation.
iii. provide effective leadership on an ethical foundation.
iv. ensure that the Company is and is seen to be a responsible corporate citizen by having regard to not only the financial aspects of the business of the Company but also the impact that business operations have on the environment and the communities within which it operates.
v. ensure that the Company's ethics are managed effectively.
vi. ensure that the Company has an effective and independent audit committee.
vii. be responsible for the governance of risk.
viii. be responsible for information technology (IT) governance.
ix. ensure that the Company complies with all applicable laws and considers adherence to non-binding rules and standards.
x. appreciate that stakeholders' perceptions affect the Company's reputation.
xi. ensure the integrity of the Company's integrated report.
xii. act in the best interests of the Company by ensuring that individual directors:
   - adhere to legal standards of conduct.
   - are permitted to take independent advice at the Company's expense in connection with their duties following an agreed procedure.
   - disclose real or perceived conflicts to the board and deal with them accordingly.
   - trade in the Company's securities only in accordance with the policy adopted by the board.

xiii. commence business rescue proceedings as soon as the Company is financially distressed.
xiv. elect a Chairperson of the Board that is an independent non-executive Director.
xv. appoint and evaluate the performance of the Chief Executive Officer.

The board meets regularly throughout the year. It has a formal schedule of matters referred to it for decision. The board otherwise delegates specific responsibilities to directors and Board Committees. However, it remains responsible for the overall activities of the group, including the implementation of corporate strategy.

The Board met five times during the year. The remuneration of the board members for their services as non-executive directors, part of which was paid in proportion to directors' attendance in Board Meetings, was as follows:

	2024 BWP	2023 BWP
John Bescoby	264,610	128,700
Barry Derrick Flatt	175,295	122,650
Keloitsang Ledimo	200,295	122,650
Johanna Nganunu-Macharia	218,075	128,700
Myra Sekgororoane	232,000	140,250
Dale Ter Haar	262,795	128,700
Alexander Whitehouse	112,545	91,988
Adams Chilisa Dambe	104,458	128,700
	1,570,073	**992,338**

Non-executive directors' attendance in Board meetings were as follows:

Meeting Month	May 2023	June 2023	Aug 2023	Nov 2023	Feb 2024
John Bescoby	✔	✔	✔	✔	✔
Barry Derrick Flatt	✔	✔	✔	✔	✔
Keloitsang Ledimo	✔	✔	✔	✔	✔
Johanna Nganunu-Macharia	✔	✔	✔	✔	✔
Myra Sekgororoane	✔	✔	✔	✔	✔
Dale Ter Haar	✔	✔	✔	✔	✔
Alexander Whitehouse	✔	✔	✖	✖	✔
*Adams Chilisa Dambe	✔	✔	✔	✖	✖

** Retired in August 2023*

Remuneration for management services of executive directors is set out in note 25 of the financial statements.

FINANCIAL CONTROL

The directors ensure that adequate systems of internal financial control are developed so that the Group can give reasonable assurance with regard to:

- the completeness and accuracy of the accounting records;
- the integrity and reliability of the published financial statements;
- the ability of the company and the Group to continue as a going concern;
- the safeguarding of assets.

AUDIT AND RISK COMMITTEE

The Board Audit and Risk Committee comprises of three independent non-executive directors. The Committee is chaired by an independent non-executive director and elected by the Board.

Committee has following responsibilities per approved committee Terms of reference:

Integrated reporting

The Committee oversees integrated reporting, and in particular the Committee must:

i. Have regard to all factors and risks that may impact on the integrity of the integrated report, including factors that may predispose management to present a misleading picture, significant judgements and reporting decisions made, monitoring or enforcement actions by a regulatory body, any evidence that brings into question previously published information, forward-looking statements or information;
ii. Review the annual financial statements, interim reports, preliminary or provisional result announcements, summarised integrated information, any other intended release of price-sensitive information and prospectuses, trading statements and similar documents;
iii. Comment in the annual financial statements on the financial statements, the accounting practices and the effectiveness of the internal financial controls;
iv. Review the disclosure of sustainability issues in the integrated report to ensure that it is reliable and does not conflict with the financial information;
v. Recommend to the board the engagement of an external assurance provider on material sustainability issues;
vi. Recommend the integrated report for approval by the board;
vii. Consider the frequency for issuing interim results;
viii. Consider whether the external auditor should perform assurance procedures on the interim results
ix. Review the content of the summarised information for whether it provides a balanced view; and
x. Engage the external auditors to provide assurance on the summarised financial information.

The directors ensure that adequate systems of internal financial control are developed

Combined assurance

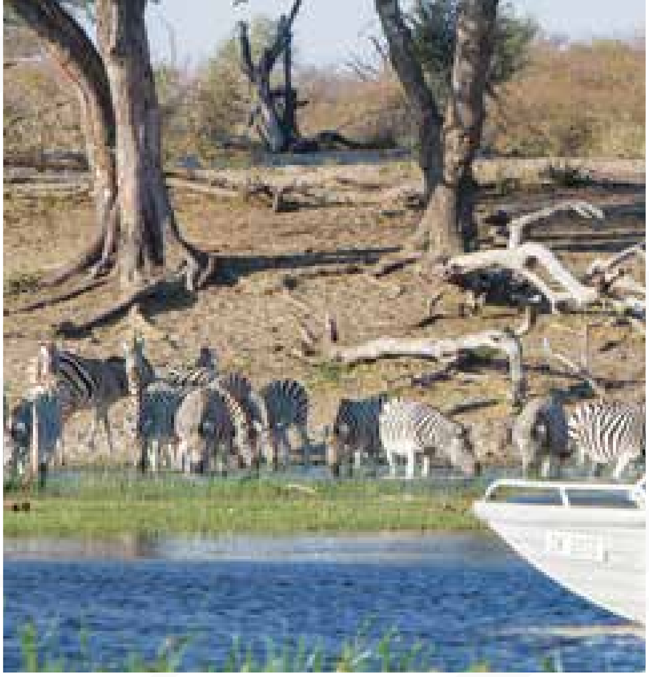
The Committee will ensure that a combined assurance model is applied to provide a coordinated approach to all assurance activities, and in particular the Committee should:

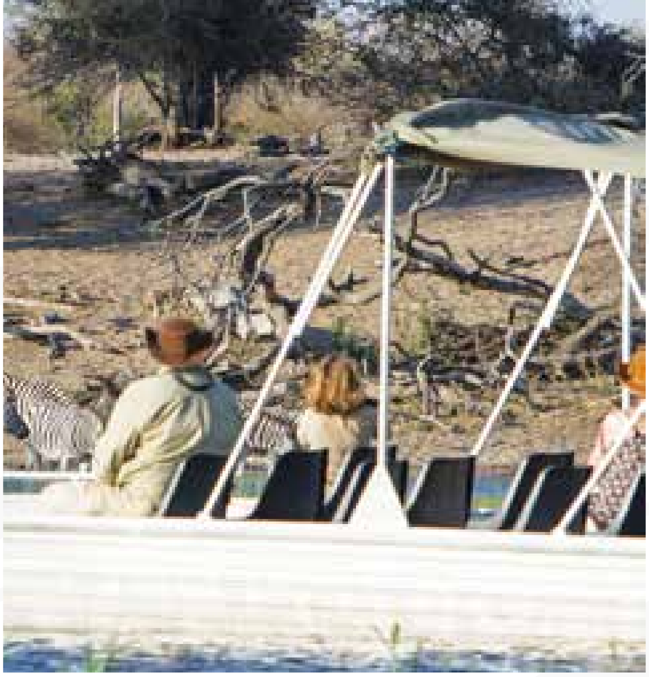
i. ensure that the combined assurance received is appropriate to address all the significant risks facing the company; and
ii. monitor the relationship between the external assurance providers and the company.

Finance Function and Financial Director

The Committee reviews the expertise, resources and experience of the company's finance function, and discloses the results of the review in the integrated report.

The Committee also considers and satisfies itself of the suitability of the expertise and experience of the financial director every year.





Internal Audit
The Committee is responsible for overseeing of internal audit, and in particular the Committee must:

i. Be responsible for the appointment, performance assessment and/or dismissal of the Chief Audit Executive;
ii. Approve the internal audit plan; and
iii. Ensure that the internal audit function is subject to an independent quality review, as and when the Committee determines it appropriate.

Risk Management
The Committee is an integral component of the risk management process and specifically the Committee must oversee:

i. financial reporting risks;
ii. internal financial controls;
iii. fraud risks as it relates to financial reporting; and
iv. IT risks as it relates to financial reporting.

External Audit
The Committee is responsible for recommending the appointment of the external auditor and to oversee the external audit process and in this regard the Committee must:

i. Nominate the external auditor for appointment by the shareholders;
ii. Approve the terms of engagement and remuneration for the external audit engagement;
iii. Monitor and report on the independence of the external auditor in the annual financial statements;
iv. Define a policy for non-audit services provided by the external auditor;
v. Pre-approve the contracts for non-audit services to be rendered by the external auditor;
vi. Ensure that there is a process for the audit committee to be informed of any Reportable Irregularities (as identified in the Auditing Profession Act, 2005) identified and reported by the external auditor;
vii. Review the quality and effectiveness of the external audit process; and
viii. Consider whether the audit firm and, where appropriate, the individual auditor that will be responsible for performing the functions of auditor, are accredited as such on the BSE list of Auditors and their advisors as required by the BSE Limited Listings Requirements.

The Committee meets with management, including the company secretary, and the external auditors. The committee reviews the financial statements and shareholders' reports, monitors the appropriateness of accounting policies and the effectiveness of internal control systems. The Committee also considers the findings of the internal and external auditors. Please refer to page 28 for report of Audit and Risk Committee.

The following directors were members of the Audit and Risk Committee during the year:

*John Bescoby (Chairman)
*Dale Ter Haar
*Keloitsang Ledimo
non-executive

The committee met four times during the year and members attendance was as follows:

Meeting Date	May 2023	Aug 2023	Nov 2023	Feb 2024
John Bescoby	✔	✔	✔	✔
Dale Ter Haar	✔	✔	✔	✔
Keloitsang Ledimo	✔	✔	✔	✔

HUMAN RESOURCES AND REMUNERATION COMMITTEE

The Human Resources and Remuneration Committee comprises of three non-executive directors, majority of whom are independent non-executive directors. Committee members and chairman are nominated by the Board.

The Committee has an independent role, operating as an overseer and a maker of recommendations to the board for its consideration and final approval. The role of the Committee is to assist the board to ensure that the Company remunerates directors and executives fairly and responsibly and the disclosure of director and remuneration is accurate, complete and transparent.

Committee has following responsibilities per approved Committee Terms of reference:

Remuneration

The Committee must perform all the functions necessary to fulfil its role as stated above and including the following:

i. Oversee the setting and administering of remuneration at all levels in the company;
ii. Oversee the establishment of a remuneration policy that will promote the achievement of strategic objectives and encourage individual performance;
iii. Ensure that the remuneration policy is put to a non-binding advisory vote at the general meeting of shareholders once every year;
iv. Review the outcomes of the implementation of the remuneration policy for whether the set objectives are being achieved;
v. Ensure that the mix of fixed and variable pay, in cash, shares and other elements, meets the company's needs and strategic objectives;
vi. Satisfy itself as to the accuracy of recorded performance measures that govern the vesting of incentives.
vii. Ensure that all benefits, including retirement benefits and other financial arrangements, are justified and correctly valued;
viii. Consider the results of the evaluation of the performance of the CEO and other executive directors, both as directors and as executives in determining remuneration;
ix. Select an appropriate comparative group when comparing remuneration levels;
x. Regularly review incentive schemes to ensure continued contribution to shareholder value and that these are administered in terms of the rules;
xi. Consider the appropriateness of early vesting of share-based schemes at the end of employment;
xii. Advise on the remuneration of non-executive directors;
xiii. Oversee the preparation and recommending to the board the remuneration report, to be included in the integrated report, for whether it: -
    a. Is accurate, complete and transparent;
    b. Provides a clear explanation of how the remuneration policy has been implemented;

Human Resources Strategy

The Committee shall review and recommend for Board approval the Human Resources strategy including key HR objectives, plans and workforce requirements, and monitor the implementation of same.

Succession Planning for Critical and Key Positions

The Committee shall review, comment and report annually to the Board on the Company's succession plan for all critical and key positions and review development plans, talent retention and career development for potential successors, in particular:

a. Recommend which of the top positions below the CEO are critical with respect to succession planning for the senior officers;
b. Formulate and recommend the succession plan and contingency planning for the CEO; and
c. Request the input of the Board Audit and Risk Committee with respect to succession planning.

Employee Relations and Ethics

In relation to personnel, the Committee shall:

a. Regularly review, recommend and monitor Chobe's policies which provide for the sound management of the Company's personnel, in compliance with applicable legislation;
b. Monitor and make all necessary recommendations to the Board regarding the Company's ethical standards and ensure that management has identified a process to ensure compliance; and
c. Assess the 'tone at the top' established by the CEO and Senior Management in terms of the example that is set with respect to integrity and ethics.

Risk Assessment

The Committee shall assess the risks to which the Human Resource function is exposed, and provide its input to the Board Audit and Risk Committee, including:

a. employee attraction and retention;
b. employee engagement and performance;
c. succession planning and talent management; and
d. any other risk related to Human Capital that may arise from time to time.

The following directors were members of the Human Resources and Remuneration Committee during the year:

*Dale Ter Haar	(Chairman)
*John Bescoby	
*Adams Chilisa Dambe	(retired in August 2023)

**non-executive*

The committee met three times during the year and members attendance was as follows:

Meeting Date	May 2023	Nov 2023	Feb 2024
John Bescoby	✔	✔	✔
Dale Ter Haar	✔	✔	✔
Adams Chilisa Dambe	✔	✖	✖

NOMINATION COMMITTEE

The Nomination Committee has an independent role, operating as an overseer and a maker of recommendations to the Board for its consideration and final approval.

The role of the Committee is to assist the board to ensure that the board has the appropriate composition for it to execute its duties effectively; directors are appointed through a formal process; induction and ongoing training and development of directors take place; and formal succession plans for the board are in place.

The Committee has following responsibilities per the approved Committee Terms of reference:

i. Ensure the establishment of a formal process for the appointment of directors, including:
   - identification of suitable members of the board;
   - performance of reference and background checks of candidates prior to nomination;
   - formalising the appointment of directors through an agreement between the company and the director;
ii. Oversee the development of a formal induction programme for new directors.
iii. Ensure that inexperienced directors are developed through a mentorship programme.
iv. Oversee the development and implementation of continuing professional development programmes for directors.
v. Ensure that directors receive regular briefings on changes in risks, laws and the environment in which the Company operates.
vi. Consider the performance of directors and take steps to remove directors who do not make an appropriate contribution.
vii. Find and recommend to the board a replacement for the chief executive officer when that becomes necessary.
viii. Ensure that formal succession plans for the board, chief executive officer and senior management appointments are developed and implemented.

The following directors were members of the Nomination Committee during the year:

*Johanna Nganunu-Macharia	(Chairperson)
*Keloitsang Ledimo	(Resigned in August 2023)
*Myra Sekgororoane	
*Barry Derrick Flatt	(Appointed in August 2023)

**non-executive*

The Committee met three times during the year and members' attendance was as follows:

Meeting Date	May 2023	Nov 2023	Feb 2024
Johanna Nganunu-Macharia	✔	✔	✔
Keloitsang Ledimo (resigned from subcommittee in August 2023)	✔	✖	✖
Myra Sekgororoane	✔	✔	✔
Barry Derrick Flatt (appointed to subcommittee in August 2023)	✖	✔	✔

BALANCE OF POWER

A Balance of Power policy ensures that Chobe complies with the King III recommendation that the board should comprise a balance of power, with a majority of non-executive directors. The majority of non-executive directors should be independent.

Role	Number	Percent
Number of Directors	11	100 percent
Number of Non-Executive Directors	7	63.6 percent
Number of Executive Directors	4	36.4 percent
Number of Independent Non-Executive Directors	5	71.4 percent

FINANCIAL STATEMENTS AND INTEGRATED REPORT

The responsibility for the preparation of the financial statements is that of the Company's directors. The financial statements are prepared in accordance with generally accepted accounting practices, consistently applied, and in accordance with the requirements of the Botswana Companies Act and International Financial Reporting Standards. Reasonable judgement and estimates support the information contained in the financial statements.

The Board is responsible for the integrity, objectivity, and reliability of the Integrated report. The directors believe that the financial statements fairly represent the financial position of the Company and the Group as at the end of the financial year and the result of their operations, changes in equity and cash flow information for the year then ended.

COMPANY SECRETARY AND PROFESSIONAL ADVICE

All directors have unlimited access to the services of the company secretary, who is responsible to the Board for ensuring proper procedures are followed.

All directors are entitled to seek independent professional advice concerning the affairs of the company and the Group, at the company's expense.

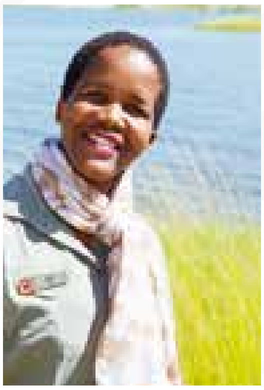
EXTERNAL AUDITORS

The external Auditors are responsible for the independent review and the expression of an opinion on the reasonableness of the financial statements based on their audit.

Myra Sekgororoane
Chairperson

John Knox Gibson
Chief Executive Officer

HUMAN RESOURCES AND REMUNERATION STRATEGY & POLICY




REFERENCES

A. Institute of Directors Southern Africa – The King Report on Governance for South Africa 2009
B. King III Remuneration Practice Notes – Remuneration dated 2 Oct 12

OBJECTIVES

Chobe Holdings Limited's ("Chobe") Human Resources strategy and policy seeks to:

1. To provide an integrated approach for remuneration management that effectively attracts, motivates, engages and retains the talent required to achieve the desired business results.
2. To align remuneration practices with business strategy through a process of analysis and thereby ensure that the remuneration practices serve the business objectives. It provides guidelines and direction for the remuneration choices that will be made because it interprets the remuneration strategy and practices in terms of the business needs.
3. To adhere to legal, ethical and best practice standards and to reflect corporate governance and citizenship by complying with the customary norms and industry and statutory minimum standards.

Chobe strives to develop and implement its remuneration Policy as a fair, consistent and competitive programme of financial compensation for all employees of the Group to be balanced with the responsibilities that have been undertaken.

ANALYSIS

The Human Resources and Remuneration Committee ("HRRC") will analyse the business environment guided by the Executive and considering economic and legislative factors, among others, that could influence the reward positioning of the Group. Specific analysis that should be performed includes the following:

A thorough understanding of the Group, its business drivers and the internal culture to ensure that the reward strategy supports business objectives and aligns with the desired culture.

Identifying key stakeholders involved in the Group and conducting a needs analysis to understand their priorities, preferences and needs. Understanding the quantitative and qualitative skill requirements of the company to fulfil its business objectives and the demand and supply factors that play a role in attracting and retaining these skills.

The results of this analysis will inform the shape of the Business as expressed in the Group Establishment.

REMUNERATION STRATEGY

In line with its Human Resources Strategy, Chobe seeks to exceed guest expectations as the leading tourism company in Botswana. Chobe will motivate, develop and empower our people in order that they achieve their full potential. We will do this by attracting, developing and retaining talent creating a work environment where excellence is nurtured, supported and expected.

REMUNERATION PRINCIPLES

Group remuneration is based on the following five principles that guide the Employee Value Proposition.

1. Fairness and consistency with the responsibilities assigned and capabilities demonstrated.
2. Alignment with the company strategies and objectives.
3. Competitiveness with regards to practices and market trends.
4. Enhancement of merit and performance in terms of results, behaviour and values acted.
5. Clear governance and compliance with the regulatory framework.

REMUNERATION

Chobe's Employee Value Proposition consists of fixed remuneration, a base salary which must provide the means to support the employee and variable remuneration, performance-based bonuses and other benefits designed to attract, retain and motivate employees. There must be an appropriate balance between variable and fixed remuneration and a proper connection with the remuneration of individual performance and the Business Unit and through that the Group.

Fixed Remuneration:

All salaries are reviewed by the Executive Committee in January of each year. Salaries, when taken with employment benefits, should be set at a level which attract and retain talent. Salaries are to be reviewed by the HRRC at the first meeting following the January adjustment.

Terminal Benefits:

Employment law mandates the payment of terminal benefits. Chobe encourages membership of the Group Pension Scheme and all employees should be members of the scheme if they qualify. Employees on fixed-term contracts are disqualified and will either receive a severance or gratuity payment.

Pension:

Employees are automatically enrolled after one year of service.

Gratuity or Severance:

Employees on fixed-term contracts are to be contracted on either severance or gratuity basis. The absolute cost of these provisions are to be considered when making a salary offer.

Variable Remuneration:

A system of variable remuneration linked to performance encourage commitment both to Chobe's financial performance and Values and Standards.

Annual Bonus:

An annual bonus, linked to an employee's annual performance, is split between an employee's December and January salary. Annual bonuses are paid according to an individual's assessment grade in their Performance Evaluation. Calculated at 100 percent for A grades, 75 percent for B grades, 50 percent for C grades and not paid to D grades.

Phantom Share Scheme:

All employees are enrolled in Chobe's phantom share scheme which allows Chobe's employees to participate in the dividend distributions of the Company. The scheme allows all qualifying staff to share equally in a bonus which is calculated to be equal to the value of dividends attaching to three million shares in the Company. This bonus is usually payable in August.

Other Variable Bonuses:

Heads of Business Units may implement other performance related bonuses with the prior written approval of the HRRC.

Group Executive Bonuses:

Group Executive Bonus schemes may be approved by the HRRC. Such bonuses must balance financial performance against overall long-term value creation and must be designed in such a way that they do not encourage risky or unethical behaviour.

BENEFITS

A wide range of benefits are available to employees. The benefits differ slightly between Business Units and a list of applicable benefits are available from the applicable Business Units Human Resource practitioners.

WORK-LIFE BALANCE

It is vital that an appropriate work-life balance is maintained at all levels. Electronic communications are only to be required to be monitored during the work hours unless the employee in question is formally on duty. In the event of an emergency communication will be established by phone.

PERFORMANCE AND RECOGNITION

Annual awards are to be made in December to employees who have excelled during the previous reporting period. These will be presented at an annual function.

DEVELOPMENT AND CAREER DEVELOPMENT

Chobe seeks to ensure that talent is developed and nurtured. To this end each Business Unit will develop Career Progression Tables for each Career Stream and underpin these with an appropriate Training Plan.

COMMUNICATION PLAN

Chobe's Employee Value Proposition will be articulated in each Business Unit's Human Resources Policy which will be shared with staff in both physical and electronic form. Total executive remuneration is contained in the Annual Reports and Group Financial Statements in the form prescribed by applicable regulatory and accounting standards.

KING CODE OF CORPORATE GOVERNANCE

The following abridged checklist has been prepared in terms of the King Report on Governance (King III). This table includes Chobe's application of the King III principles highlighting areas of compliance, partial compliance, compliance in progress and non-compliance. Where compliance is not fulfilled entirely explanatory notes are included.

The following key is applicable to the checklist:

☑ = Compliance
▲ = Partial compliance
◄ = In progress
✖ = Non-compliance
N/A = Not applicable

Ethical leadership and corporate citizenship		
Effective leadership based on an ethical foundation	☑	
Company is and is seen to be a responsible corporate citizen	☑	
Effective management of company's ethics	☑	
Assurance statement on ethics in integrated report	◄	Note 1
Board and directors		
The board is the focal point for and the custodian of corporate governance	☑	
The board appreciates that strategy, risk, performance, and sustainability are inseparable	☑	
The board and its directors act in the best interests of the company	☑	
The board considers business rescue proceedings or other turnaround mechanisms as soon as the company is financially distressed as defined in the Act	☑	
The chairman of the board is an independent non-executive director	☑	
CEO has been appointed	☑	
Framework for the delegation of authority has been established	☑	
The board comprises a balance of power, with a majority of non-executive directors, the majority of whom are independent	☑	
Directors are appointed through a formal process	☑	
Formal induction and ongoing training of directors is conducted	☑	
The board is assisted by a competent, suitable qualified and experienced company secretary	☑	
Regular performance evaluation of the board, its committees and the individual directors	☑	
A governance framework has been agreed between the Group and the subsidiary boards	◄	Note 2
Risk, remuneration and nomination committees appointed as standing committees	☑	
Appointment of well-structured committees and an oversight of key functions	☑	
Directors and executives are remunerated fairly and responsibly	☑	
Remuneration of directors and certain senior executives is disclosed	☑	
The company's remuneration policy is approved by its shareholders	☑	
Audit and Risk Committee		
Guided by terms of reference approved by the Board	☑	
Members are suitably skilled and experienced independent, non-executive directors	☑	
Chaired by an independent non-executive director	☑	
Oversees integrated reporting	☑	
Ensure a combined assurance model is applied to provide a coordinated approach to all assurance activities	☑	
Satisfies itself of the expertise, resources, and experience of the company's finance function	☑	
Oversees internal audit	☑	
Integral to the risk management process	☑	
Recommends the appointment of the external auditor and oversees the external audit process	☑	
Reports to the board and shareholders on how it has discharged its duties	☑	

Governance of risk		
The board is responsible for the governance of risk and setting levels of risk tolerance	☑	
Audit and Risk Committee assists the board in carrying out its risk responsibilities	☑	
The board delegates to management the responsibility to design, implement and monitor the risk management plan	☑	
The board ensures that risk assessments and monitoring is performed on a continual basis	☑	
Frameworks and methodologies are implemented to increase the probability of anticipating unpredictable risks	☑	
Ensure Management considers & implements appropriate risk responses	☑	
Ensure continual risk monitoring by Management	☑	
The board receives assurance on the effectiveness of the risk management process	☑	
Ensure that there are processes in place enabling complete, timely, relevant, accurate and accessible risk disclosure to stakeholders	☑	
Governance of information technology ("IT")		
The board is responsible for IT governance	☑	
IT is aligned with the performance and sustainability objectives of the company	☑	
Delegates to management the responsibility for the implementation of an IT governance framework	☑	
The board monitors and evaluates significant IT investments and expenditure	☑	
IT is an integral part of the company's risk management	☑	
Ensure that information assets are managed effectively	☑	
The Audit and Risk Committee assists the board in carrying out its IT responsibilities	☑	
Compliance with laws, codes, rules and standards		
The board ensures that the company complies with applicable laws and considers adherence to non-binding rules, codes and standards	☑	
The board and each individual director have a working understanding of the effect of the applicable laws, rules, codes and standards on the company and its business	☑	
Compliance risk forms an integral part of the company's risk management process	☑	
The board has delegated to management the implementation of an effective compliance framework and processes	☑	
Internal audit		
Ensure effective risk based internal audit	☑	
Internal audit follows a risk-based approach to its plan	☑	
Internal audit is to provide a written assessment of the effectiveness of the company's system of internal control and risk management	☑	
The audit committee is responsible for overseeing internal audit	☑	
Internal audit has been strategically positioned to achieve its objectives	☑	
Governing stakeholder relationships		
Appreciate that stakeholders' perceptions affect a company's reputation	☑	
Delegate Management to proactively deal with stakeholder relationships	☑	
Strive to achieve the appropriate balance between its various stakeholder groupings, in the best interests of the company	☑	
Ensure equitable treatment of shareholders	☑	
Transparent and effective communication with stakeholders is essential for building and maintaining their trust and confidence	☑	
Ensure that disputes are resolved as effectively, efficiently and expeditiously as possible	☑	
Integrated reporting and disclosure		
The board is to ensure the integrity of the company's integrated report	☑	
Sustainability reporting and disclosure is integrated with the company's Financial Reporting	☑	
Sustainability reporting and disclosure are independently assured	×	Note 3

NOTES:

Note 1: Internal auditor is working closely with Board on advising best practices in ethics, governance and internal controls in his quarterly reports to Board. Internal auditor will provide assurance statement in FY 2024/25.

Note 2: Shareholders agreements with subsidiary companies are being drafted by Group legal department. To be signed off and become effective in FY 2024/25.

Note 3: Group is evaluating the options available for independent assurance on Sustainability reporting.

CHIEF EXECUTIVE OFFICER'S REPORT

These extremely strong results, both revenue and profit for the year, have built upon the improvements of the previous year and have significantly surpassed those reported prior to the COVID-19 pandemic as a result in strong demand from source markets as well as effective marketing growing our agent base, improving yield and Revenue per Available Room ("RevPAR") as well as occupancies.

These improvements have been felt across the business with the performance of our hospitality brands Desert & Delta Safaris and Ker & Downey Botswana being particularly strong.

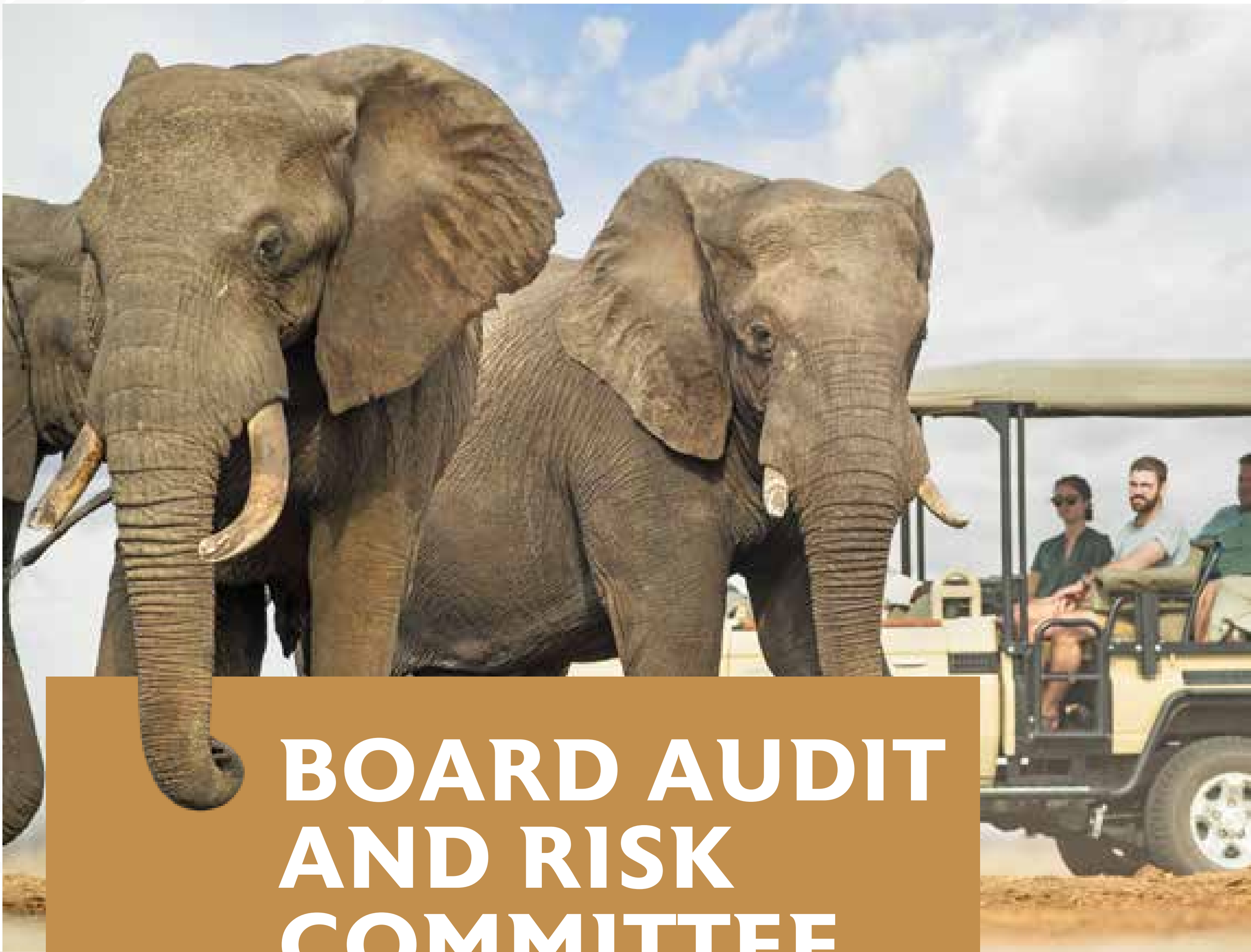
Chobe continues to harness talent at all levels, developing a highly capable team to aggressively leverage our strong balance sheet to drive growth in line with our shareholders' investment horizons.

We continue to invest in our marketing effort, exploring new opportunities within our historic markets as well as wider opportunities globally. Several new products will be launched in the coming year. Additionally, Chobe is proactively looking at investment opportunities across the region and has completed negotiations to market and operate a premier lodge in Zambia.

Conflict in Europe and the Middle East has not had a discernible impact on forward reservations, and thus forecast revenue, however the inflationary effect of uncertainty and pressure on the supplies of fuel, imported material and essential foodstuff has increased our costs. Chobe's operations have faced further challenges from the significant delays and uncertainties in international supply chains. Wider conflict remains a risk.

Chobe, as the only ecotourism company listed on the Botswana Stock Exchange, continues to provide an important mechanism for citizens to invest in and derive benefit from Botswana's tourism sector.

John K Gibson
Chief Executive Officer



BOARD AUDIT AND RISK COMMITTEE REPORT

The Committee is pleased to present its report for the period under review which has been compiled within the terms of reference as set out in its charter and which follows the guidelines and recommendations of King III.

RISK

As provided for in Principle 4.3 of King III the Board have assigned the responsibility of Risk to the Audit Committee who have adopted an operational based risk management system operating across the Group.

The ongoing monitoring of the risk aspect of the individual business units that make up the Group is an important function of the committee and each unit is required, on an annual basis, to make a presentation updating this aspect of their business which includes, amongst others, new areas of risk that have been identified and how they are to be mitigated.

As was reported last year the implementation of a Group Risk Register continues to improve controls in this critical area of the business.

AUDIT ROTATION

The appointment of E&Y (Ernst & Young) as the Groups Auditors was confirmed by the Shareholders at the AGM which was held in August last year.

A rotation of Auditors will always bring its challenges for both, the incoming audit team as well as the Group's financial team, but it is pleasing to report that, despite the additional internal work load that was encountered as the auditors familiarized themselves with the systems and controls of the business, both the interim and final audit were completed on time.

AUDIT

During the financial year under review the following functions were carried out by the committee:

- Met with the Group's Auditors E&Y to review their Audit Plan, terms of engagement and fee structure.

- Reviewed the close out report presented by E&Y which confirmed that, in line with the audit plan, the significant areas of focus had included the following,
  - Valuation of investments in subsidiaries and related goodwill,
  - Risk of fraud in revenue recognition,
  - Management override of controls,
  - Valuation of property, plant and equipment,
  - Right-of-use assets and lease liabilities,

On completion of the audit E&Y reported to the committee in their close out report that,

- There were no significant audit differences which would have a material impact on the Group's financial statements,
- Based on Group's and Company assessments of the non-financial assets as well as the underlying operations of the respective subsidiaries, no impairment provisions were required to be raised,
- Based on enquiries and audit procedures there were no instances of fraud or illegal acts,
- No conditions or events were identified either individually or in aggregate, that indicated there could cast a doubt about the Group's ability to continue as a going concern,
- No disagreements with Management were identified,
- There were no material instances of non-compliance with laws and regulations,

- There were no matters in relation to the Group's related parties and related disclosures in the financial statements considered significant to be considered by the Audit Committee members or management,
- An unmodified opinion on the Group's financial statements was issued.

- Reviewed the interim financial statements prepared by Management together with the commentary prior to main board approval and subsequent publication in terms of BSE requirements.

- Recommended to the board that a net dividend of 80 thebe per share be declared.

- Confirmed that the Chief Financial Officer was appropriately qualified and experienced to carry out his role.

COMPOSITION OF THE COMMITTEE

During the period under review the committee consisted of three non-executive directors making it compliant in terms of King III guidelines.

The committee for the period under review comprised of the following independent non-executive directors,

- J A Bescoby CAIB (SA)
- D Ter Haar BSc (UK)
- K Ledimo

FULFILMENT OF DUTIES AND OBLIGATIONS

The committee is satisfied that it has fulfilled its responsibilities for the financial year under review in respect of its duties and obligations, which were within its control, as set out by King III.

INTERNAL AUDIT FUNCTION

The internal audit function, which is a governance requirement of King III has been in operation now for three years and is continuing to provide valuable direction and support to the Group in terms of Risk Management, External Governance and Internal Policies and Procedures.

During the last twelve months the following progress has been achieved in each of these crucial areas of the business.

Risk Management

- Group risk assessment remains based on an operational risk management system, well established by each business unit. Individual presentations to the Board Audit Sub Committee by each operational head continue.
- A group risk register continues to provide for those areas that need to be monitored at a Group level.

External Governance

- Compliance with the requirements of King III, the listing rules of the BSE (Botswana Stock Exchange) and applicable Local Legislation and Regulations are well covered by way of check lists which are adequately reported in this integrated report,
- Last year we reported that a Botswana Code of Corporate Governance (PULA Code) had been produced by BAOA (Botswana Accounting Oversight Authority) which could have potential overlaps with King III. Whilst contact was made to determine how this could impact our business there have been no further developments.

Internal Policies and Procedures

- Standard operating procedures as identified continue to be adhered, but work is still required to document all applicable operating procedures. It has been agreed that this document will provide a clear methodology for work to be completed in a uniform and approved manner across the Group. These will also provide standards against which staff compliance can be measured and the adequacy of internal controls established.
- Information Technology procedures and controls are the next area of focus and will be guided by implementation of a new Sage ERP platform. Formal drafting of IT polices and procedures will be prepared once a trial run for the new system has been completed.

The Audit committee once again extends its thanks to the internal auditor, Graham Clark, for the work he has carried out during the last financial year.

His re-appointment for a further twelve (12) months has been confirmed.

ANNUAL FINANCIAL STATEMENTS

Having reviewed the annual financial statements for the period to 29th February 2024 the committee have satisfied themselves that they comply, in all material aspects with the requirements of both the Companies Act and the relevant International Financial Reporting Standards (IFRS).

The Committee has recommended adoption of the annual financial statements by the Board which has subsequently been approved and will be open for discussion at the forthcoming annual general meeting.

CONCLUSION

Following last year's return to profitability the Group have delivered an excellent set of results for its shareholders and with the outlook for the 2025 financial year looking positive it is fitting to thank all those responsible for their expertise and commitment during the last financial year.

John Bescoby
Chairman

ENVIRONMENTAL REPORT

INTRODUCTION

Chobe Holdings Limited (Chobe) operates ecotourism lodges in protected areas with rich and diverse biodiversity in northern Botswana. Collectively Chobe owns and operates fourteen eco-tourism lodges and camps on leased land in northern Botswana and the Zambezi Region of Caprivi Strip in Namibia. Botswana lodges and camps are situated in the renowned Moremi Game Reserve (MGR), Chobe National Park, (CNP), Okavango Delta, (OD) Hainaveld and Khumaga regions. In addition, Chobe also owns and operates a hotel in Maun serving business travellers, tourists and the local Maun community.

It is important that Chobe enhances the protection of the protected areas it operates in to ensure sustainable management. By implementing practical management systems, Chobe will facilitate its long-term viability and sustainability.

SCOPE

As a best practice, Chobe has committed to measuring, understanding and reporting on its environmental footprint, through the annual Integrated Report.

The scope of the report covers Chobe's operations including its brands/subsidiaries, Desert & Delta Safaris, Ker & Downey Botswana, Chobe Game Lodge and Safari Air. The environmental records presented in the report have been derived from Chobe's internal records for the 2023 and 2024 financial years. The scope of this report excludes Sedia Hotel, Chobe Savanna Lodge as well as Maun support offices.

REPORTING FRAMEWORKS

Chobe follows reporting practices from globally recognised reporting frameworks. The carbon footprint is calculated in accordance with the GHG Protocol Corporate Standard, with emission data calculated in line with Scope 1: Direct GHG emissions from sources. Additionally, the scope of CO_2 emissions in this report includes emissions from all uses of fossil fuels for power generation and energy consumption purposes in Chobe lodges and an air charter company.

Carbon emissions from purchased electricity as well as all other indirect emissions that occur in the value chain are not included in the report. However, this report makes mention of electricity consumption purchased from the national power grid, sourced from a hydropower station. Whilst there are carbon emissions associated with the production of hydropower stations, hydropower is considered clean energy. Therefore, carbon emissions associated with hydropower energy are excluded from this report.

Carbon Neutrality

A plan to reduce CO_2 is essential and Chobe's environmental goal has been to offset and neutralise CO_2 emissions, achieving a CO_2 emissions equal to or less than zero in its operation over time. An essential aspect of achieving carbon neutrality for Chobe has involved gradual transitioning from the fossil fuel energy consumption in favour of renewable sources, through investing and adopting solar power technologies, sustainable practices and energy efficiencies in its lodges.

Chobe adopted new technologies to generate clean energy and established a system to manage its energy use and the resulting carbon emissions, waste production and management in its facilities.

ENVIRONMENTAL KEY PERFORMANCE INDICATORS

The following Key Performance Indicators (KPIs) have been considered to manage direct negative impacts across Chobe lodge operations.

Energy Consumption

Operating ecotourism lodges in isolated and remote lodges of the Okavango Delta and northern Botswana comes with a significant risk of transporting and storing fossil fuels in bulks in this fragile eco system. To minimise this risk, fuel transportation is outsourced to an experienced service provider and fuel storage facilities are constructed in a manner meeting Botswana Environmental Agency's standards. No incidents of fuel spillage were recorded during the years under consideration. In Chobe, generators and vehicles as well as aviation gas in aircrafts are utilising large amounts of fossil fuels.

Chobe strives to reduce the environmental risk and minimise the negative impacts resulting from its operation. It has implemented sustainable measures and management systems to continually reduce negative environmental impact whilst improving operational efficiencies in the business.

In an endeavour to minimise the risk, the negative impact and the associated carbon emissions of transporting and running diesel generators in the isolated lodges, Chobe has considered solar power to generate power.

In the 2023 financial year, the three camps situated in Moremi Game Reserve were the biggest consumers of diesel and accounted for 41% of generator diesel consumption, whilst the other nine lodges accounted for 59% generator diesel. These proximate lodges, Camp Moremi (CM), Camp Xakanaxa (CX) and Okuti were converted to solar power to provide sustainable energy as well as minimising the negative impact in the Moremi Game Reserve. The lodges were installed with state of the art off grid photovoltaic solar array, with the full conversion costing P11.5 million.

Carbon Emission Reduction

The installation of solar technologies at Okuti, CM and CX has resulted in significant reduction in truck movement and the associated carbon emissions from operating diesel generators, with Chobe reducing generator diesel consumption at these lodges by 125,139 litres by February 2024.

Construction of an off the grid solar system for Leroo La Tau Lodge was at an advanced stage as of February 2024. Currently a total of nine lodges are operating on 100% solar, producing up to 724 kW of power. This equates to 82% of Chobe lodges operating on solar power. These lodges are connected to back-up generators available on site, should there be a need.

Moreover, a total of 313 solar panels producing, up to 100kW of power are installed to supply approximately 20% of Chobe Game Lodge's daily power requirements, whilst the remainder is supplied through hydroelectric power.

To fully convert all the nine lodges into solar technologies and the installation of solar panels in Chobe Game Lodge, Chobe made total investment of nearly P31.3 million towards reducing fossil fuels consumption over the years. Since 2014, Chobe has been pioneering the most advanced technology for electric powered boats and vehicles, showcasing Chobe's commitment to decarbonising its operation.

Chobe invested significantly in highly efficient hot water heating systems including Stiebel and Sunray hot water systems. There are about 150 solar geysers, producing up to 25,000 litres of hot water for both guests and staff in the lodges. Not only these systems use renewable energy sources but are insulated to achieve excellent energy efficiencies, which accounts for 70% power consumption reduction.

Generator Diesel Consumption - Lodges

The below graph compares generator diesel consumption for 13 Chobe lodges during the 2023 and 2024 financial years.

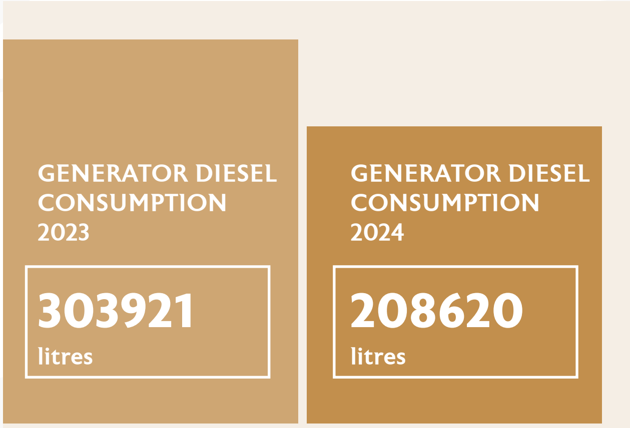


Figure 1: 2023 and 2024 comparisons of 13 lodges generator diesel consumption

Overall generator diesel consumption decreased by 95,301 litres by February 2024. This reduction in generator diesel consumption equates to 30% reduction and 2554 (tonnes CO_2e) emission reduction.

Lodges require the use of different types of energy to operate, that is, generating power to run the lodges, offering game viewing and boating activities as well as fuel used for cooking. The following graph represents the fuel types (%) of energy used in the 13 lodges during the 2024 financial year.

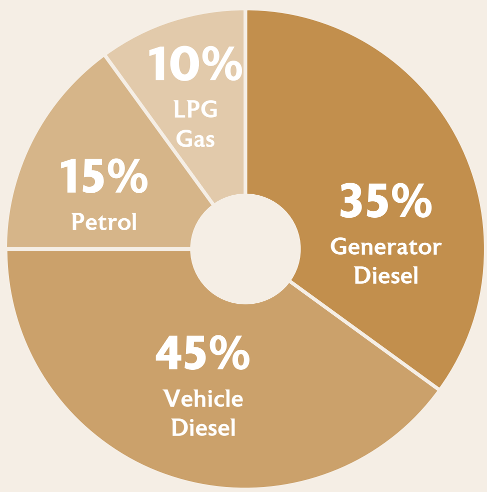


Figure 2: Lodges' energy consumption by fuel type (%)

As a subsidiary of Chobe, Chobe Game Lodge is connected to the national grid power generated from a hydropower station. There is a backup generator available on site to provide power should there be no municipal power. Generator diesel consumption for Chobe Game Lodge is included in carbon emission report, whilst municipality power consumption is excluded. Hydropower is considered clean energy as it relies on the water cycle that is driven by the sun, making it a renewable source of energy. By February 2024, Chobe Game Lodge had consumed a total of 1,167,660 kWh from the national grid.

The uptake of solar power technologies to generate power has resulted in significant reduction in generator diesel consumption, with generator diesel consumption accounting for 35% of energy consumption in 13 lodges in 2024 compared to 46% in 2023.

Total carbon emissions generated from the consumption of diesel, petrol, and LP gas in 13 lodges is illustrated below.

TOTAL CARBON EMISSIONS FOR 13 LODGES (tonnes CO_2e) 2023

1720 (all lodges CO_2e)

TOTAL CARBON EMISSIONS FOR 13 LODGES (tonnes CO_2e) 2024

1494 (all lodges CO_2e)

Figure 3: Total carbon emissions for 13 lodges (excluding municipality hydropower consumption in CGL)[1]

Total carbon footprint associated with the operation of the lodges decreased by 226 tonnes CO_2e by February 2024. Chobe's Group environmental strategy of prioritising solar power conversions contributed significantly in the carbon emission reductions during the 2024 financial year. Additionally, the reduction in fossil fuel associated with the running of generators resulted in decreased carbon emissions per guest bednight. Chobe lodges minimised guest bednight carbon emissions by 20% from 0.030 to 0.024 tonnes CO_2e during the 2023 and 2024 reporting periods.

Safari Air Fuel Consumption

Safari Air operation provides scheduled air charter service allowing guests to connect between the camps and the arrival/departure hubs of Maun and Kasane. It also provides private charter services on request, for clients requiring flexibility on their flight times and routings.

The air charter company arranges flight departures from camps and the airport hubs of Maun and Kasane as well as several movements required between camps. Due to the number of movements operated by Safari Air, guests may make up to three stops when transferring between camps. Safari Air may also book direct routing, private charter flights on request.

Aircraft are excluded from the uptake of solar power as there are currently no viable alternatives. Safari air utilises Avgas as well as JetA-1 fuel to operate all its aircrafts to facilitate guest and staff movement between the lodges, Maun and Kasane. By February 2024, Safari Air had flown a total of 31,970 passengers, operating 11 aircrafts. By February 2024, the flight operation had used 725,565 litres of both Avgas and JetA-1 compared to 677,210 litres in the previous reporting year. This equates to 7.14% increase on aircraft fuel consumption during the 2024 financial year.

Safari Air's carbon emissions produced during the 2023 and 2024 financial years are illustrated in the following graphs.

[1]CGL municipality hydropower consumption is excluded from Group carbon emission analysis.

SAFARI AIR CARBON EMISSIONS (tonnes CO_2e) 2023

1480 (tonnes CO_2e)

SAFARI AIR CARBON EMISSIONS (tonnes CO_2e) 2024

1585 (tonnes CO_2e

Figure 4: Safari carbon emission (tonnes) during the 2023 and 2024 financial years

Safari Air carbon emissions increased by 7.1% whilst the total number of passengers also increased by 4% during the 2024 financial year.

SAFARI AIR CARBON EMISSIONS PER PASSENGER (tonnes CO_2e) 2023

0.0483 (tonnes CO_2e per passenger)

SAFARI AIR CARBON EMISSIONS PER PASSENGER (tonnes CO_2e) 2024

0.0496 (tonnes CO_2e per passenger)

Figure 5: Safari Air carbon emissions per passenger (tonnes) during the 2023 and 2024 financial years

Safari Air operation achieved a 2.7% increase in reported carbon emissions per passenger in 2024, with the total number of passengers flown increasing by 4%.

Future Solar Power Conversions and Carbon Emission Reduction

Chobe will in future complement the current baseline with forward looking plans to continuously improve and decarbonise its operation. The group has planned infrastructural changes to drive future carbon reduction as well as expanding emission measurements to include offices and hotels in the following financial years. The two lodges, Dinaka and Xugana Island Lodge will be installed with solar power during the 2025 financial year.

Water Consumption

Chobe operates lodges in remote and protected areas where water quality can be very challenging. Water is sourced from boreholes and nearby rivers to supply the lodges. Potable water is purified using sand filters to remove sediments, whilst drinking water is filtered using Reverse Osmosis systems established in the lodges. Potable water may be suitable for con-

sumption, nonetheless, it can contain high levels of calcium and saline which clogs up water meters. This makes water consumption measuring difficult, therefore direct water consumption is not included in the 2024 reporting period. Chobe continues to explore viable water meter alternatives, which are saline or calcium resistant to facilitate efficient water measuring across the operation.

Water consumption remains an important performance indicator that Chobe will continue to monitor closely to ensure its conservation. Chobe manages water consumption in its facilities through the utilisation of low-pressure systems to reduce direct water consumption.

Waste Management

Inorganic waste is separated from source and stored temporarily in the waste storage cages prior to removal from the sites using monthly trucks. Scheduled monthly truck movements are carefully coordinated to minimise multiple movements resulting in potential road damage and carbon emissions. There are currently very limited recycling opportunities available, however Chobe facilitates the recycling of inorganic waste where possible.

Production, transport and disposal of plastic waste is one of the greatest environmental challenges globally. To address this, Chobe has for many years promoted responsible consumption by reducing single-use plastic in its operation. Reverse osmosis purification systems are established in all lodges to produce drinking water in the lodges. Chobe lodges use refillable bottles, which has reduced the amount of plastic water bottles in the lodges.

Organic waste is processed on site utilising compost pits. This is considered a practical solution as it minimises the need for additional truck movement into the lodges, thereby reducing fossil fuel consumption.

About 85% of Chobe lodges utilise above-ground sewage treatment systems to process liquid waste emanating from the kitchens, laundry areas as well as guest and staff accommodation. Above-ground sewage treatment systems are necessary as many of Chobe lodges are located within areas with high-water table and near natural water bodies or rivers.

Motor used oil is removed from the lodges for appropriate disposal and recycling.

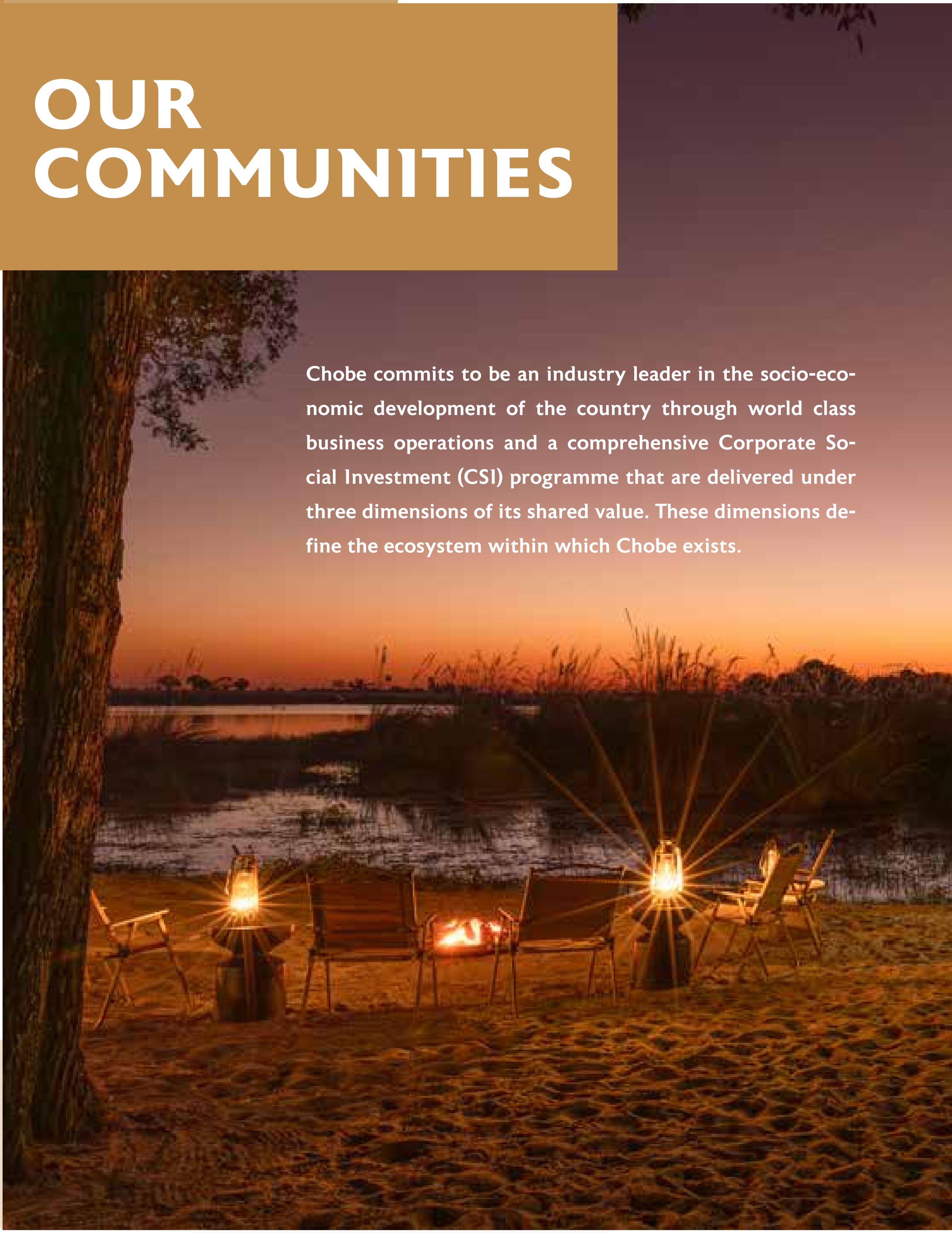
Biodiversity Management

Chobe business sustainability depends on the integrity of the ecosystems it operates in. If careful measures are not implemented in these areas, the environmental and conservation integrity of the areas will be negatively impacted, which will also affect Chobe's long-term business viability. It is necessary that Chobe implements conservation strategies aimed to reduce the direct impacts from its operations as well as supporting conservation research projects outside its geographic areas.

Through its commitment of protecting, restoring and managing wildlife areas/species and contributing to the better management of ecosystems, Chobe continues to support research projects aimed to address conservation challenges in northern Botswana.

OUR COMMUNITIES

Chobe commits to be an industry leader in the socio-economic development of the country through world class business operations and a comprehensive Corporate Social Investment (CSI) programme that are delivered under three dimensions of its shared value. These dimensions define the ecosystem within which Chobe exists.



The Corporate Social Investment (CSI) programme is primarily focused in and around the communities in the North-West, Chobe and Central Districts. These are regions where Chobe has business operations and are some of the least socio economically developed districts with very high vulnerability to human wildlife conflicts.

OUR SHARED VALUE

Investing in wildlife, investing in people, investing in Botswana is our highly upheld shared values that guides us in creating strong a bond with our communities, our guests, our partners and stakeholders in our endeavour to contribute to the sustainable development of the country.

OUR APPROACH

We believe in building long lasting working partnerships with our communities to bring about meaningful sustainable development that will improve their livelihoods.

This strategy enables us to work with and empower our communities to cultivate the spirit of self-reliance which all are critical ingredients for sustainable development. In the same light, it also enables us to identify the abundant local knowledge, skills and opportunities that can be explored to address developmental challenges faced by our communities. Currently we are working with communities in Ngamiland, Okavango, Boteti, and Chobe regions.

OUR PILLARS

OUR WORK is carried under three interrelated themes;

- Education;
- Community Empowerment;
- Research and Conservation;

derived from our shared value; each with specific objectives and programmes, all contributing towards ONE overarching goal of IMPROVING COMMUNITIES Livelihoods.

This report summarizes some of the major milestones achieved by Chobe Holding CSI programmes during the 2023/2024 financial year.

1. INVESTMENT IN WILDLIFE

Research and Conservation

Being a major player in the tourism industry, Chobe has an innate responsibility to protect, preserve and invest in the sustainable use of our natural resources. Through its research and conservation, Chobe is able to play a pivotal role in the contribution towards sustainable use of natural resources. This role is carried out under the following objectives and programmes.

Objective 1: Promote & Support preservation of indigenous knowledge, arts, culture and heritage

The Peter Smith University of Botswana Herbarium (PSUB)

Chobe through its subsidiary Desert & Delta Safaris has been offering financial support to PSUB since 2016 to carry out studies of wetlands and adjacent drylands. This financial year PSUB received P 70,000 in funding for mobilisation and digitalisation of data on wetland plant species and traditional medicinal plants that was collected by the herbarium. The purpose of this exercise is to preserve this data as well as make accessible to the public on various platforms.

Support to the Nhabe Museum

Nhabe Museum is an independent community institution situated in the heart of Maun cosmopolitan area. The sole purpose of this institution is to preserve historical sites, indigenous knowledge and information as well promote culture and heritage of the Nhabe region. Chobe recognises this institution as an asset that has the potential to add value to the tourism industry value chain. Thus, in the current financial year Chobe committed P 500,000 for the refurbishment of the museum. Chobe believes and hopes that this initiative will inspire other industry players to see the value of this institution and ultimately contribute towards its visions and mission.

Objective 2: Support initiatives aimed at promoting sustainable use of natural resources

Monitoring and Maintenance of The Makgadikgadi National Park Wildlife Fence

Chobe recognises and appreciates the impact of human wildlife conflicts experienced by our communities and wildlife that co-exist with communities. Chobe acknowledges the magnitude of this challenge and the amount of concerted mitigation efforts it requires from all the affected parties and players. In an endeavour to contribute towards mitigation efforts of this challenge, Chobe partnered with WILDCRU, a wildlife conservation oriented international organization operating in the Boteti area, to monitor and maintain the Makgadikgadi National Park fence. Chobe provides WILDCRU with funds to fix the damaged fence as well to collect data on the incidents of human wildlife conflict and share information with farmers and conduct conservation awareness activities in the neighbouring communities. Chobe has committed an annual funding of P 82,000 towards this initiative.

WILDCRU team working on the fence. Cumulatively, approximately 6716 metres of the damaged fence area was fixed. The most damage was caused by elephants, hippos, zebras and kudus.

Environmental and Conservation Education Awareness Programme

Chobe is working in partnership with The Junior Rangers to deliver conservation and awareness education in four schools in Maun. The programme aims to equip young children with necessary knowledge to promote conservation and sustainable use of natural resources. Through these clubs, children learn about caring for the environment, leadership skills, sustainable use of the of natural resources and reuse of resources. This programme is being implemented at Sedie, Tsodilo Junior secondary schools, Mathiba and Letsholathebe Primary schools in Maun.

Junior Rangers Club members engaging in some of their clubs' activities.

Chobe continues to support environment education clubs in other schools at Kumaga, Nxamasere and Chobe region.

INVESTMENT IN PEOPLE

Investing in human capital is Chobe's demonstration of the value it places on people as valuable asset that is critical for its existence and development of the country. This shared value proposition extends further beyond just Chobe's staff and partners to include communities it coexists with. Chobe understands that to truly influence attainment of sustainable development goals, it is critical to ensure a wholistic and meaningful community participation and involvement in all development plans that are aimed at improving community livelihoods. To assert its commitment to the above ethos, two themes were developed to drive this commitment.

1. Community Empowerment

One of the fundamentals of the Corporate Social Investment (CSI) programme strategy is to create meaningful partnerships with communities in order to bring sustainable developments that positively improve the lives of the people. This strategy allows Chobe to gain a better understating of these communities needs and aspirations, thus providing better opportunities to collectively come up with sustainable solutions.

Empower communities with resource to promote self-reliance

Nxamasere Potable Water Supply

At least over 750 house holds in Nxamasere are able to access this potable water source.

Chobe supplies Nxamasere community with an average of 173,000 cubic litres of potable water from one of its properties monthly. This water source is accessible to over 750 households from the community. The water is only used for domestic purposes. What makes this initiative stand out is the level of commitment that was demonstrated by the community. During implementation, community members dug the trench, about 200 metres from the borehole to the standpipe and built the perimeter boundary using local materials to protect it.

The Women's Glass Project

This is a small enterprise started by a group of women with intent to economically sustain themselves and their families. These women recycle used glass to make decor products and accessories and sell them to the tourism industry. Chobe supports this project by way of providing operating space at Sedia Hotel. Additionally funding amounting to P 60,000 from the current financial year has been set aside to support this project.

The Women's Glass Project; operating from Sedia Hotel. The vision of the project is to grow into a viable enterprise that will be able to supply to the tourism sector

Support communities' access to quality health and wellness services

Access to quality health care is one of the fundamental human rights and an important indictor of human development index. However, unfortunately some communities within our society still experiences some challenges with access to quality health facilities. Chobe has found it fit to support communities that experience these challenges.

Polokong Elderly Care Centre

This centre takes care of the elderly population in Maun and surrounding areas. Their typical day activities include cleaning elderly clients' homes, feeding, transportation to health care services and psychosocial services. Chobe has been supporting this centre by contributing a total of P 102,000 annually, towards their operational costs of the centre.

The centre also received pre used bedding and linen valued over P 10,000.

Chobe has also been supporting Ngami and Okavango District Health Management Teams with resources to deliver their services.

Chobe Holdings staff members contributing their time to support Polokong Elderly Care Centre.

Golden Years Age Group

This is an initiative to support the elderly in the community. Chobe supports these initiatives through an annual financial contribution of P 1,500 towards its activities.

2. Education

Education is one of the cornerstones of the country's economy. It does not only contribute to the literacy rates it encompasses skills development much needed across industries. As a major player in the tourism industry, Chobe has seen the need to contribute towards development of relevant skills to create a skilled labour force, hence the commitment to invest in the education sector.

The Adopt a School Programme

During the year, Chobe adopted four schools; Mathiba Primary School, Letsholathebe Primary School, Sedie JSS and Tsodilo JSS in Maun. These schools received and continue to receive material support to improve learning and academic performance. Kumaga primary school, Kumaga Playgroup, Nxamasere playgroup also received both financial and material support. Chobe invested approximately P 150,000 in all the aforementioned schools with the bulk of expenses spent on learning resources, tutorials and excellence awards. These schools will continue to receive support for the next 3 years.

Adopt a school MoU signing ceremony- Chobe adopted 4 schools in Maun for a period of 3 years.

Transforming Ngamiland Innovation Space Project

In partnership with Innovation Kgotla, a Maun based information and technology organisation, Chobe delivered a Science Technology and Math (STEM) programme to the four adopted schools. This programme allowed learners to learn basic computer skills, coding and robotic skills. The main aim of this programme is to accelerate students' interest and adaptation to the science field. Chobe invested P 695,000 in this project towards the purchase of equipment and student training sessions.

Students showcasing skills they acquired through this initiative.

Bana Ba Letsatsi

Bana Ba Letsatsi is an Orphan and Vulnerable Care Centre that offers rehabilitation, psychosocial support and life skills programmes to vulnerable children. Ker & Downey Botswana has been supporting this organisation with operational cost for the past 13 years. During the year a total of P 1,625,788 was invested in Bana Ba Letsatsi, largely towards construction of the Sunshine hall and operational costs.

Ker & Downey Botswana offers added value to Bana Ba Letsatsi children in the form of offering tourism experiences to the children with all costs covered by Ker & Downey Botswana. This is a once in a lifetime experience and a chance for the children and staff to unwind and enjoy the beauty of the Okavango Delta. Additionally, Ker & Downey Botswana has provided employment to some of the beneficiaries of Bana Ba Letsatsi when they have graduated from the Centre.

The Sunshine Hall and Kitchen has been wholly funded by Ker & Downey Botswana.

Leaders For the Future Programme

The programme started in 2016 in partnership with Botswana Accountancy College with the aim to empower young Batswana into management positions in the camps. The programme supports one student per year with the scholarship covering 3½ years of schooling amounting to P 210,000 per student followed by 2 years of employment. During the programme the candidates are given an opportunity of internship at the camps to give them industry experience during their school breaks. The programme has successfully produced two graduates and will see two more candidates graduating in 2025.

The Vocational Scholarship Programme

In 2023, Chobe got into a partnership with Palms for Life, a local non-governmental organisation, to identify and sponsor ten young people from three settlements in the Okavango District to a vocational training in the hospitality field. All ten scholarship recipients successfully completed the 9 month proramme and six of them have since been employed across Chobe's properties. A total of P 144,800 was invested in this programme.

Shepard Xhao, from Tsodilo settlement is one of the graduates of the vocational scholarship programme. He is currently employed as a sculler at Leroo-La Tau Lodge.

INVESTING IN BOTSWANA

Listed on the Botswana Stock Exchange, Chobe encourages broad-based participation in both Botswana's tourism and financial markets. We are dedicated to our corporate citizenship activities, responsible business practices and shared value proposition. We are committed to ensuring that all revenues are remitted to, and income taxed in Botswana.

During the financial year, the group has spent P 3,579,687 on various Corporate Social Investment activities.

DIRECTORS' REPORT

The Board of Directors has pleasure in submitting its report to the shareholders together with the audited financial statements for the year ended 29 February 2024.

NATURE OF BUSINESS

The Group's principal business is the ownership and operation of photographic safari operations and associated support businesses.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS AND ANNUAL REPORT

In preparing the accompanying financial statements, International Financial Reporting Standards have been used and applied consistently, and reasonable and prudent judgements and estimates have been made. The Board approves any changes in accounting policies and the effects thereof are fully explained in the annual financial statements. The financial statements incorporate full and responsible disclosures in line with the stated accounting philosophy of the Group.

The directors have reviewed the group's budget and cash flow forecast for the year to 28 February 2025. Based on this review, and in light of the current financial position, the directors are satisfied that Chobe Holdings Limited is a going concern and have continued to adopt the going concern basis in preparing the financial statements. The group's external auditors, Ernst & Young, have audited the financial statements and their report appears on pages 47 to 50.

STATED CAPITAL

Stated capital consists of 89 439 642 (2023: 89 439 642) ordinary shares of no-par value.

DIRECTORS

The directorate for the year to 29 February 2024 was:

MT Sekgororoane*	(Chairperson)
JA Bescoby*^	
AC Dambe*	(Retired in August 2023)
BD Flatt*	
JM Gibson	(Deputy Chairman)
K Ledimo*	
JM Nganunu-Macharia*	
DS Ter Haar*	
AM Whitehouse* ^^	
JK Gibson^	(Chief Executive Officer)
SDS Fernando ^^^	(Finance)
L Odumetse	(Managing)

*- non-executive, ^- British, ^^- Australian, ^^^- Sri Lankan

DIVIDENDS

In keeping with the Company's dividend distribution policy and the solvency requirements of the Companies Act, 2003, the Directors have declared a net dividend of 80 thebe per share (2023: 60 thebe), payable to shareholders registered at the close of business on 13th June 2024 for payment on 25th June 2024.

The directors wish to bring to the notice of shareholders that there are certain amounts of unclaimed dividends in the company's records. Shareholders are reminded to contact the Transfer Secretaries to claim their outstanding dividends.

APPROVAL OF FINANCIAL STATEMENTS

The annual financial statements of the Company and the Group, which appear on pages 51 to 107 were approved by the Board of Directors on 21 May 2024 and are signed on its behalf by:

MT Sekgororoane
Chairperson

J K Gibson
Chief Executive Officer

CHOBE HOLDINGS LIMITED

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 29 FEBRUARY 2024

Building a better
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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF CHOBE HOLDINGS LIMITED

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated and separate financial statements of Chobe Holdings Limited ("the Company") and its subsidiaries ("the Group") set out on pages 51 to 107, which comprise the consolidated and separate statements of financial position as at 29 February 2024, and the consolidated and separate statements of 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 the notes to the consolidated and separate financial statements, including a summary of material accounting information.

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of the Group and Company as at 29 February 2024, and of its consolidated and separate financial performance and of its 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 (CAP 42:01).

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 International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated and separate financial statements in Botswana. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated and separate financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated and separate financial statements.

The Key Audit Matter applies to the audit of the consolidated and separate financial statements.

Key Audit Matter	How the matter was addressed in the audit
Impairment assessment of investments in subsidiaries (separate financial statements) and related goodwill (consolidated financial statements) The Group recognised goodwill of P 67,963 thousand (2023: P 67,963 thousand) at the reporting date, comprising 10% (2023: 12%) of the Group's total assets. The Company recognised investments in subsidiaries of P103,058 thousand (2023: P101,627 thousand) at the reporting date, comprising 89% (2023: 93%) of the Company's total assets. The impairment assessments are inherently uncertain and are subject to significant estimates, assumptions, and judgements by the Group and Company. Furthermore, the models used by the Group and Company to determine impairments are complex, and certain inputs used in these models are not fully observable. The investments in subsidiaries and related goodwill arose mostly from the acquisition of operating camps and related lease holding/concessionaire companies. These operating camps and related lease holding/concessionaire companies are considered the Cash Generating Units (CGUs) which generate independent separately identifiable cash-flows, and which forms the basis of identifying any impairment indictors related to the investment in the subsidiaries and the related goodwill. The Group and Company use discounted cash flow valuation models to calculate the value in use of the operating camps and related lease holding/concessionaire companies CGUs for both goodwill and investments in subsidiaries. These discounted cash flow models include the following significant estimates from which future cashflows are generated: • Expected revenue growth rates • Expected operating expenditure, including allocation of central Group costs • Expected capital expenditure • Expected occupancy rates • Forecasted period linked to the underlying lease agreements • Discount rates In addition, the investments in subsidiaries also include the acquisition of an aviation company. This is also considered a CGU which generates independent separately identifiable cash-flows. The Group and Company use a fair value less costs to sell valuation model to calculate the value in use of its aviation CGU. The fair values of the aircraft, derived from values for similar aircrafts, form the basis of this model. Based on the Group and Company's assessment of the goodwill as well as the underlying operations of the respective subsidiaries, no impairment indicators were identified, and no impairments were required to be recognised for the investment in the subsidiaries or for	Our procedures included, with the involvement of our valuation specialists, the following: ▸ We evaluated the appropriateness of management's valuation models used to determine the fair value of each cash generating unit (CGU) by comparing these to the nature of the CGU's operations and our own knowledge of the valuation models and models applied by similar organisations operating in the same economic sector and geographical area. ▸ We tested the mathematical accuracy of the valuation models used and compared the values calculated from the models to the amounts included and disclosed in the financial statements. ▸ We performed a sensitivity analysis on the key assumptions and estimates used in the valuation models to determine the impact on the valuation headroom for likely changes in these assumptions and estimates. ▸ The carrying value of the investments in subsidiaries were compared to the carrying value of the operating camps and related lease holding/concessionaire companies CGUs to identify impairment indicators. ▸ We assessed the reliability of management's estimation of future cash flows from the operating camps and related lease holding/concessionaire companies CGUs where we compared these against past projections vs actual results, approved budgets for the Group and Company and we tested the reasonability of the underlying assumptions in determining the growth and discount rates against published rates and rates used by similar organisations operating in the same economic sector and geographical area. ▸ We assessed the reasonableness of the significant estimates used in the discounted cash flow model related to occupancy base levels and rates, revenue growth rates and expected capital expenditure where we compared these with actual performance achieved in prior years and after the reporting date as well as performance achieved by similar camps in the Group. ▸ For the significant estimates used in the discounted cash flow model related to central group costs, we reviewed the reconciliation at Group level of the central Group costs to ascertain the accuracy and completeness of the recharge of costs incurred at head office level and the allocation thereof to the respective camps. ▸ We assessed the reasonableness of the forecasted period used in the discounted cash flow models by comparing these to the remaining land lease periods on which the CGUs operate. ▸ We calculated an independent range of the weighted average cost of capital rate used as the discount rate in the discounted cash flow models where we obtained independently sourced data such as risk-free rates in the market, country risk premium, cost of debt, market risk premium, beta of

Key Audit Matter	How the matter was addressed in the audit
the goodwill. The impairment assessments of the goodwill and investments in subsidiaries was considered to be a key audit matter due to the level of judgement and assumptions applied in calculating the fair value of the cash generating units. Disclosures with respect to goodwill and investments in subsidiaries are disclosed in: • Note 1.2(e) – Investments in subsidiaries accounting policy • Note 1.6(a) – Goodwill accounting policy • Note 2.2 – Critical accounting estimates and assumptions - Impairment of assets • Note 12 - Goodwill • Note 15 - Investments in subsidiaries	comparable companies and capital structure of the industry's comparable companies and other macro-economic inputs. We compared our independently calculated discount rate to the discount rate used by management and performed a sensitivity analysis for likely changes in these rates to determine the impact on the valuation headroom per CGU. ▶ For the aviation CGU, we compared the Group's estimated market values of the aircraft to the estimated selling prices obtained from external sources. ▶ We assessed the adequacy of the disclosures of the assumptions and judgments applied in assessing the impairment of investment in subsidiaries and goodwill for compliance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Other Matter

The consolidated and separate financial statements of Chobe Holdings Limited for the year ended 28 February 2023, were audited by another auditor who expressed an unmodified opinion on those financial statements on 30 May 2023.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the 81-page document titled "Chobe Holdings Limited Consolidated and Separate Financial Statements for the year ended 29 February 2024", which includes the Corporate Information, the Group Structure and the Directors' Report including the Approval of Financial Statements as required by the Companies Act (CAP 42:01) obtained prior to the date of this report and the Chobe Holdings Limited's Integrated Report which is expected to be made available to us after that date. The other information does not include the financial statements and the 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 on the other information obtained prior to the date of this auditor's report, 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 (CAP 42:01) and for such internal control as the directors determine is necessary to enable the preparation of the 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

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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 and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and/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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and separate financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

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

Ernst + Young

Ernst & Young
Practicing member: Francois J Roos
Membership number: CAP 0013 2024
Certified Auditor
Gaborone

30 May 2024

CONSOLIDATED AND SEPARATE STATEMENTS OF COMPREHENSIVE INCOME

for the year ended 29 February 2024

		GROUP		COMPANY	
	Notes	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
Revenue	1	543,135	410,917	-	-
Other operating income	2	28,112	17,070	68,001	17
Cost of inventories consumed / sold	3	(67,860)	(54,901)	-	-
Employee benefit expenses	6	(100,618)	(84,508)	-	-
Depreciation and amortisation	11,13,26	(37,964)	(38,063)	-	-
Impairment of investment in associate		-	-	-	(477)
Reversal of impairment of investment in subsidiary		-	-	1,431	1,026
Other operating expenses	4	(159,882)	(110,634)	(3,634)	(2,403)
Operating profit /(loss)		204,923	139,881	65,798	(1,837)
Finance income calculated using effective interest method	5	730	923	447	431
Finance cost	5	(3,391)	(4,238)	(566)	(472)
Share of net loss of associates accounted for using the equity method		-	(935)	-	-
Profit / (loss) before income tax		202,262	135,631	65,679	(1,878)
Income tax	7	(54,142)	(31,045)	(6,800)	-
Profit / (loss) for the year		**148,120**	**104,586**	**58,879**	**(1,878)**
Other comprehensive income					
Items that may be reclassified to profit or loss					
Exchange differences on translation of foreign operations		(33)	(335)	-	-
Other comprehensive loss for the year, net of tax		**(33)**	**(335)**	**-**	**-**
Total comprehensive income /(loss) for the year		**148,087**	**104,251**	**58,879**	**(1,878)**
Profit attributable to:					
Equity holders of the parent		148,147	104,613		
Non-controlling interests		(27)	(27)		
		148,120	104,586		
Total comprehensive income attributable to:					
Equity holders of the parent		148,114	104,278		
Non-controlling interests		(27)	(27)		
		148,087	104,251		
Basic and diluted earnings per share (thebe)	8	**165.64**	**116.96**		

CONSOLIDATED AND SEPARATE STATEMENTS OF FINANCIAL POSITION

as at 29 February 2024

		GROUP		COMPANY	
	Notes	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
ASSETS					
Non-current assets					
Property, plant and equipment	11	319,094	216,573	-	-
Right-of-use assets	26	24,266	28,087	-	-
Goodwill	12	67,963	67,963	-	-
Intangible assets	13	57,180	60,710	-	-
Investments in subsidiaries	15	-	-	103,058	101,627
Amounts due from subsidiaries	15	-	-	8,532	6,773
Deferred tax assets	20	10,126	8,228	-	-
		478,629	**381,561**	**111,590**	**108,400**
Current assets					
Inventories	16	16,420	12,168	-	-
Trade and other receivables	17	36,866	23,276	-	-
Current tax receivable		3,301	2,747	470	426
Cash and cash equivalents	18	141,084	131,009	3,485	171
		197,671	**169,200**	**3,955**	**597**
Total assets		**676,300**	**550,761**	**115,545**	**108,997**
EQUITY					
Stated capital	19	102,899	102,899	102,899	102,899
Foreign currency translation reserve		(1,474)	(1,441)	-	-
Other reserves	10	8,064	7,295	-	-
Retained earnings / (accumulated loss)		352,758	259,044	889	(4,326)
		462,247	367,797	103,788	98,573
Non-controlling interest		707	734	-	-
Total equity		**462,954**	**368,531**	**103,788**	**98,573**
LIABILITIES					
Non-current liabilities					
Deferred tax liabilities	20	21,360	18,147	-	-
Lease liabilities	27	37,182	42,060	-	-
Amounts due to subsidiaries	15	-	-	8,791	7,905
		58,542	**60,207**	**8,791**	**7,905**
Current liabilities					
Current tax liabilities		8,548	9,340	-	-
Borrowings		100	190	-	-
Customer advances received	21	79,523	57,813	-	-
Lease liabilities	27	5,547	4,461	-	-
Trade and other payables	22	61,086	50,219	2,966	2,519
		154,804	**122,023**	**2,966**	**2,519**
Total liabilities		**213,346**	**182,230**	**11,757**	**10,424**
Total equity and liabilities		**676,300**	**550,761**	**115,545**	**108,997**

CONSOLIDATED AND SEPARATE STATEMENTS OF CHANGES IN EQUITY

for the year ended 29 February 2024

	Attributable to equity holders of the company				Non-controlling interest	Total
GROUP	**Stated Capital**	**Retained earnings**	**Other reserves***	**Foreign currency translation reserve**		
	P '000s	**P '000s**	**P '000s**	**P '000s**	**P '000s**	**P '000s**
Year ended 28 February 2023						
Balance at 1 March 2022	**102,899**	**156,240**	**5,486**	**(1,106)**	**761**	**264,280**
Profit for the year	-	104,613	-	-	(27)	104,586
Transfers from retained earnings (Note 10)	-	(1,809)	1,809	-	-	-
Other comprehensive income						
Exchange differences on translation of foreign operations, net of tax	-	-	-	(335)	-	(335)
Total comprehensive income for the year	**-**	**102,804**	**1,809**	**(335)**	**(27)**	**104,251**
Balance at 28 February 2023	**102,899**	**259,044**	**7,295**	**(1,441)**	**734**	**368,531**

** Refer note 10 for details of other reserves.*

Year ended 29 February 2024						
Balance at 1 March 2023	**102,899**	**259,044**	**7,295**	**(1,441)**	**734**	**368,531**
Profit for the year	-	148,147	-	-	(27)	148,120
Transfers from retained earnings	-	(769)	769	-	-	-
Other comprehensive income						
Exchange differences on translation of foreign operations, net of tax	-	-	-	(33)	-	(33)
Total comprehensive income for the year	**-**	**147,378**	**769**	**(33)**	**(27)**	**148,087**
Transactions with owners in their capacity as owners						
Dividends paid (note 9)	-	(53,664)	-	-	-	(53,664)
Balance at 29 February 2024	**102,899**	**352,758**	**8,064**	**(1,474)**	**707**	**462,954**

** Refer note 10 for details of other reserves.*

CONSOLIDATED AND SEPARATE STATEMENTS OF CHANGES IN EQUITY

for the year ended 29 February 2024

COMPANY	Stated Capital	Retained earnings / (accumulated losses)	Total
	P '000s	P '000s	P '000s
Year ended 28 February 2023			
Balance at 1 March 2022	**102,899**	**(2,448)**	**100,451**
Loss for the year	-	(1,878)	(1,878)
Total comprehensive loss for the year	**-**	**(1,878)**	**(1,878)**
Balance at 28 February 2023	**102,899**	**(4,326)**	**98,573**
Year ended 29 February 2024			
Balance at 1 March 2023	**102,899**	**(4,326)**	**98,573**
Profit for the year	-	58,879	58,879
Total comprehensive income for the year	**-**	**58,879**	**58,879**
Transactions with owners in their capacity as owners			
Dividends paid (note 9)	-	(53,664)	(53,664)
Balance at 29 February 2024	**102,899**	**889**	**103,788**

CONSOLIDATED AND SEPARATE STATEMENTS OF CASH FLOWS

for the year ended 29 February 2024

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
Operating activities:				
Cash generated from / (used in) operations (note 23)	253,449	179,898	(3,849)	(1,935)
Interest paid (note 5)	(463)	(1,041)	(566)	(472)
Dividends received from subsidiaries (note 2)	-	-	68,000	-
Dividends paid (note 8)	(53,001)	-	(53,001)	-
Income tax (paid) / refunds received	(54,042)	(2,020)	(6,844)	43
Net cash generated from / (used in) operating activities	145,943	176,837	3,740	(2,364)
Investing activities:				
Acquisition of property, plant and equipment (note 11)	(132,740)	(28,179)	-	-
Payment for acquisition of subsidiary	-	(17,770)	-	-
Proceeds from sale of property, plant and equipment	110	1,434	-	-
Interest received (note 5)	730	923	447	431
Amounts paid to subsidiary companies	-	-	(5,585)	(6,462)
Amounts received from subsidiary companies	-	-	4,712	8,310
Net cash (used in)/generated from investing activities	(131,900)	(43,592)	(426)	2,279
Financing activities:				
Proceeds from borrowings	-	20,000	-	-
Repayment of borrowings	(90)	(19,810)	-	-
Lease rentals paid - interest portion (note 27)	(2,928)	(3,197)	-	-
Lease rentals paid - capital portion (note 27)	(4,502)	(4,245)	-	-
Net cash used in financing activities	(7,520)	(7,252)	-	-
Net increase / (decrease) in cash and cash equivalents	6,523	125,993	3,314	(85)
Movement in cash and cash equivalents				
At beginning of year	131,009	5,016	171	256
Increase / (decrease) in the year	6,523	125,993	3,314	(85)
Net foreign exchange difference	3,552	-	-	-
At end of year	141,084	131,009	3,485	171
Represented by:				
Cash and cash equivalents (note 18)	141,084	131,009	3,485	171

1. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of consolidated financial statements of Chobe Holdings Limited and its subsidiaries (collectively, the Group) and separate financial statements for Chobe Holdings Limited (the Company) are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The financial statements were authorised for issue by the Board of Directors on 21 May 2024.

1.1 Basis of preparation

The annual financial statements have been prepared in accordance with, and in compliance with, IFRS Accounting Standards as issued by the International Accounting Standards Board issued and effective at the time of preparing these financial statements and the Companies Act of Botswana. The financial statements have been prepared under the historical cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below. Amounts are presented in Botswana Pula, rounded to the nearest thousand, unless otherwise stated.

The financial statements have been prepared on the going concern basis.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the group financial statements are disclosed in a separate section of the financial statements.

(a) International Financial Reporting Standards and amendments effective for the first time for 29 February 2024 year-end

IFRS 17, 'Insurance contracts' (Effective for annual periods beginning on or after 1 January 2023).

In May 2017, the IASB issued IFRS 17 Insurance Contracts, a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. IFRS 17 replaces IFRS 4 Insurance Contracts. In June 2020, the IASB issued amendments to IFRS 17. These amendments included changing the effective date to 2023.

In contrast to the requirements in IFRS 4, which were largely based on grandfathering previous local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach).
- A simplified approach (the premium allocation approach) mainly for short-duration contracts.

The main features of the new accounting model for insurance contracts are as follows:

- The measurement of the present value of future cash flows, incorporating an explicit risk adjustment, remeasured every reporting period (the fulfilment cash flows).
- A Contractual Service Margin (CSM) that is equal and opposite to any day one gain in the fulfilment cash flows of a group of contracts, representing the unearned profit of the insurance contracts to be recognised in profit or loss based on insurance contract services provided over the coverage period.
- Certain changes in the expected present value of future cash flows are adjusted against the CSM and thereby recognised in profit or loss over the remaining coverage period.
- The effect of changes in discount rates will be reported in either profit or loss or other comprehensive income, determined by an accounting policy choice.
- The presentation of insurance revenue and insurance service expenses in the statement of comprehensive income based on the concept of services provided during the period.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.1 Basis of preparation (continued)

- Amounts that are paid to a policyholder in all circumstances, regardless of whether an insured event occurs (non-distinct investment components) are not presented in the income statement but are recognised directly on the balance sheet.
- Insurance services results (earned revenue less incurred claims) are presented separately from the insurance finance income or expense.
- A loss-recovery component of the asset for the remaining coverage of a group of reinsurance contracts held is determined and recorded in profit or loss when an entity recognises a recovery of a loss on initial recognition of an onerous group of underlying issued contracts as well as for subsequent measurement of the recovery of those losses.
- Entities should present separately in the statement of financial position, the carrying amounts of portfolios of insurance contracts issued that are assets and those that are liabilities, with the same requirement applying to portfolios of reinsurance contracts held.
- Extensive disclosures to provide information on the recognised amounts from insurance contracts and the nature and extent of risks arising from these contracts.

The Amendment does not impact the Group or Company financial statements because the Group does not issue insurance contracts.

Amendments to IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates (Effective for annual periods beginning on or after 1 January 2023).

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amended standard clarifies that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

The previous definition of a change in accounting estimate specified that changes in accounting estimates may result from new information or new developments. Therefore, such changes are not corrections of errors. This aspect of the definition was retained by the Board.

The impact of the amendment is not material.

Amendments to IAS 12, Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Effective for annual periods beginning on or after 1 January 2023).

The amendments clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognised in the financial statements (and interest expense) or to the related asset component (and interest expense). This judgement is important in determining whether any temporary differences exist on initial recognition of the asset and liability.

Under the amendments, the initial recognition exception does not apply to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. It only applies if the recognition of a lease asset and lease liability (or decommissioning liability and decommissioning asset component) give rise to taxable and deductible temporary differences that are not equal.

Nevertheless, it is possible that the resulting deferred tax assets and liabilities are not equal (e.g., if the entity is unable to benefit from the tax deductions or if different tax rates apply to the taxable and deductible temporary differences). In such cases, which the Board expects to occur infrequently, an entity would need to account for the difference between the deferred tax asset and liability in profit or loss.

The impact of the amendment is not material.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.1 Basis of preparation (continued)

b) International Financial Reporting Standards, amendments and interpretations issued but not effective for 29 February 2024 year-end

Amendments to IAS 1, Presentation of Financial Statements: Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants (Effective for annual periods beginning on or after 1 January 2024).

In January 2020 and October 2022, the Board issued amendments to IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement.
- That a right to defer settlement must exist at the end of the reporting period.
- That classification is unaffected by the likelihood that an entity will exercise its deferral right.
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

Amendments to IFRS 16, Leases: Lease Liability in a Sale and Leaseback (Effective for annual periods beginning on or after 1 January 2024).

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

Amendments to IAS 7, Statement of Cash Flows and IFRS 7, Financial Instruments - Disclosures: Disclosures – Supplier Finance Arrangements (Effective for annual periods beginning on or after 1 January 2024).

The amendments specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

Amendments to IAS 21, The Effect of Changes in Foreign Exchange Rates: Lack of exchangeability (Effective for annual periods beginning on or after 1 January 2025).

The amendment specifies how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

A currency is considered to be exchangeable into another currency when an entity is able to obtain the other currency within a time frame that allows for a normal administrative delay and through a market or exchange mechanism in which an exchange transaction would create enforceable rights and obligations.

If a currency is not exchangeable into another currency, an entity is required to estimate the spot exchange rate at the measurement date. An entity's objective in estimating the spot exchange rate is to reflect the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions. The amendments note that an entity can use an observable exchange rate without adjustment or another estimation technique.

Amendments to IFRS 10, Consolidated Financial Statements and IAS 28, Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Effective date post postponed indefinitely).

The amendments clarify that a full gain or loss is recognised when a transfer to an associate or joint venture involves a business as defined in IFRS 3 Business Combinations. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognised only to the extent of unrelated investors' interests in the associate or joint venture.

The group did not early adopt any of these new or amended standards in the current year. The group does not plan to early adopt any of these new or amended standards. It is not expected to have material impact on Group's financial statements. It is unlikely the amendment will have a material impact on the group's consolidated and separate financial statements.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.2 Principles of consolidation and equity accounting

The group financial statements incorporate the financial statements of Chobe Holdings Limited and all its subsidiaries and associate for the year ended 29 February 2024.

(a) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the group.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, statement of comprehensive income, statement of changes in equity and statement of financial position, respectively.

(b) Associates

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised. Investments in associates are recorded at cost less any impairment losses in the company level financial statements.

(c) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the group and its associates are eliminated to the extent of the group's interest in the associate. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

The carrying amount of equity-accounted investments is tested for impairment in accordance with the policy described in the significant accounting policy note 7.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.2 Principles of consolidation and equity accounting (continued)

(d) Changes in ownership interests

The group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of the group.

When the group ceases to consolidate or equity account for an investment because of a loss of control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes 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 or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(e) Investment in subsidiaries

The company accounts for investments in subsidiaries at cost, which includes transaction costs, less accumulated impairment losses.

Investments in subsidiaries are assessed for impairment when indicators of impairment are identified. Such impairment indicators include, but are not limited to, for example:

- Sustained deterioration in financial results of operations and / or financial position of a subsidiary;
- Changes in the operating environment of a subsidiary, including regulatory and economic changes, market entry by new competitors and;
- Inability of a subsidiary to obtain finance required to sustain or expand operations.

Where impairment indicators are identified, the recoverable value of the subsidiary is measured at the lower of realisable value through sale less costs to sell, and value in use. Value in use is the present value of future cash flows expected to be derived from the subsidiary.

Where the recoverable value of a subsidiary is below the carrying amount, the carrying amount is reduced to the recoverable value through an impairment loss charged to the statement of comprehensive income.

Once an impairment loss has been recognised, the company assesses at each year-end date whether there is an indication that the impairment loss previously recognised no longer exists or has decreased. If this is the case, the recoverable value of the subsidiary is remeasured and the impairment loss reversed or partially reversed as may be the case.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.2 Principles of consolidation and equity accounting (continued)

The group's financial statements include the financial statements of Chobe Holdings Limited and the following subsidiaries, whose financial year ends are all 28 February:

Caprivi Fly Fishing Safaris (Proprietary) Limited	100%
Chobe Farms Proprietary Limited	66 2/3%
Chobe Game Lodge Proprietary Limited	100%
Chobe Properties Proprietary Limited	100%
Desert & Delta Safaris Proprietary Limited	100%
Desert & Delta Safaris (SA) (Proprietary) Limited	100%
Ker And Downey (Botswana) Proprietary Limited	100%
Chobe Explorations Proprietary Limited	100%
L. L. Tau Proprietary Limited	100%
Lloyds Camp Proprietary Limited	100%
The Bookings Company Proprietary Limited	100%
Venstell Proprietary Limited	100%
Moremi Safaris (Proprietary) Limited	100%
Okuti Safaris Proprietary Limited	100%
North West Air Proprietary Limited	100%
Dinaka Safaris Proprietary Limited	100%
Flavoured Properties Proprietary Limited	100%
Ngamiland Horizon Proprietary Limited	100%
Nxamasire Fishing Camp Proprietary Limited	100%
Sunbelly Ventures Proprietary Limited	100%
Xugana Air Proprietary Limited	100%
Kanana Ventures (Proprietary) Limited	100%
Nelie Investments Proprietary Limited	100%
Quadrum Proprietary Limited	100%
Sedia Hotel Proprietary Limited	100%
The African Booking Company Proprietary Limited	100%

(f) Investment in associate

The company accounts for investment in the associate at cost, which includes transaction costs, less accumulated impairment losses.

Group's financial statements include its share of results of its associate company Golden Wrap Proprietary Limited. (22.22%)

1.3 Foreign currency translation

Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in Botswana Pula, which is the Chobe Holding Limited's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Group companies

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 as follows:

(i) assets and liabilities for each statement of financial position presented are translated at the closing rate at the reporting date;

(ii) income and expenses for each statement of comprehensive income are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and

(iii) all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of gain or loss on sale.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.3 Foreign currency translation (continued)

Goodwill and fair value adjustments arising on the acquisition of a foreign operations are treated as assets and liabilities of the foreign operation and translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

1.4 Property, plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

Depreciation of an asset commences when it is available for use as intended by the management. Depreciation is recorded as a charge to statement of comprehensive income and calculated on the straight- line method to write off the cost of each asset to their residual values over their estimated useful lives as follows:

Aircraft frame	4%
Aircraft engine and propellers	number of hours flown
Leasehold improvements	over the period of the lease
Furniture and fittings	10% - 15%
Machinery and equipment	15% - 25%
Motor vehicles and motorboats	12.5% - 25%
Freehold land	At cost
Capital work in progress	At cost
Game animals	At cost

The game animals were acquired through the acquisition of a Private game reserve. Management performed a count of the different species on acquisition. The group's main purpose is the conservation of a representative system of biodiversity, landscape and scenery under its management. The group does not manage the process of growth, degeneration, production and procreation of these game animals. Further, none of these animals will be sold. Therefore, group recognises game animals under property, plant and equipment rather than inventory or agriculture produce.

Accordingly, the group accounts for these animals at cost. As the animals regenerate, the residual value will always be in excess of cost and hence no depreciation is charged to the income statement. The group will however impair any species of animals if these are struck by a calamity and a fair estimate can be made of the resulting impact.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting date.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss when the asset is derecognised.

Repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

The cost of major renovations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the group. Major renovations are depreciated over the remaining useful life of the related asset. The associated initial costs capitalised are de-recognised, where these are identifiable. Capital work-in-progress is recognised at cost and not depreciated. Once the related asset is available for use, related cost will be transferred to the relevant asset category.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.5 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:
- fair values of the assets transferred
- liabilities incurred to the former owners of the acquired business
- equity interests issued by the group
- fair value of any asset or liability resulting from a contingent consideration arrangement, and
- fair value of any pre-existing equity interest in the subsidiary.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the
- consideration transferred,
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised directly in profit or loss as a bargain purchase.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss.

1.6 Intangible assets

(a) Goodwill
Goodwill is measured as described in the accounting policy "Business combinations". Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

(b) Land rights
Separately acquired land rights are shown at historical cost. Land rights acquired in a business combination are recognised at fair value at the acquisition date.

Land rights have a finite useful life ranging from 15 years to 50 years based on the underlying contractual agreement assigning such rights to the consignee and are carried at cost less accumulated amortisation and impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of land rights over their estimated useful lives based on contractual assignment terms.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.6 Intangible assets (continued)

(c) Brand value and customer relationships

Separately acquired trademarks and licences (together brand value) are shown at historical cost. Trademarks, licenses and customer contracts acquired in a business combination are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and any impairment losses. Useful life of customer relationships is 10 years.

1.7 Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal or value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.8 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average cost method. It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. Inventories include food and beverage, curios for resale, fuel, spares, and other consumables. The cost of inventory include all costs of purchase including taxes, transport, and handling net of trade discounts received and other costs incurred in bringing the inventories to their present location and condition. Any write-down to net realisable value is recognised in the period in which write-down occurs. Any reversal is recognised in the income statement in the period in which the reversal occurs.

1.9 Financial assets

Classification

The Group classifies its financial assets at amortised cost. The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows. Management determines the classification of its financial assets at initial recognition and re-evaluates this at every reporting date.

Financial assets at amortised cost are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal amount outstanding. These are recognised initially at fair value and measured subsequently at amortised cost. They are included in current assets, except for maturities greater than 12 months after the reporting date. These are classified as non-current assets. The group's Financial assets at amortised cost comprise 'trade and other receivables' other than prepayments and 'cash and cash equivalents' in the statement of financial position. Refer note 10 and 11 under accounting policies for the details of trade and other receivables and cash and cash equivalents.

De-recognition of financial assets

The group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the group retains substantially all the risks and rewards of ownership of a transferred financial asset, the group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.9 Financial assets (continued)

Impairment of financial assets – Assets at amortised cost

The Group recognises a loss allowance for expected credit losses on trade and other receivables. The amount of expected credit losses is updated at each reporting date. The Group measures the loss allowance for trade and other receivables which do not contain a significant financing component at an amount equal to lifetime expected credit losses (lifetime ECL).

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the statement of comprehensive income.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the consolidated statement of comprehensive income.

Owing to nature of operations of the group, it has limited trade and other receivable balances. The Group's historical credit loss experience is considered to be minimal. Having also taken into account of general economic conditions, the expected credit losses on trade and other receivable is estimated to be insignificant.

Write off policy - The Group writes off a receivable when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery. Any recoveries made are recognised in profit or loss.

1.10 Trade and other receivables

Trade receivables and amounts due from related parties are amounts due from customers and related parties for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Both trade receivables and amounts due from related parties are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

1.11 Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are included as current liabilities on the statement of financial position.

1.12 Stated capital and reserves

Ordinary shares are classified as equity and stated at the fair value of the consideration received. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Other reserves comprise of BODDS reserve and Rhino Fund reserve. Both reserves are made up of voluntary contributions made by the customers when booking certain packages and camps. These contributions are recorded as other income and amount spent for the respective activities are expensed. In order to ensure the transparency in managing these funds, group has disclosed the unspent amount at the year-end in other reserves within equity by transferring from / to retained earnings to / from these other reserves.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.13 Financial liabilities

Classification

The group classifies its financial liabilities as 'financial liabilities at amortised cost'.

Recognition and measurement

Financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

De-recognition of financial liabilities

The group de-recognises financial liabilities when, and only when, the group's obligations are discharged, cancelled or they expire.

1.14 Other operating income / expense

Other operating income of the company comprises mainly the dividend income from subsidiaries and it is recognised as follows;

Dividend income

Dividend income is recognised when the right to receive payment is established.

Sundry income

Sundry income is recognised on an accrual basis and consists of airstrip service fees and discounts received.

1.15 Trade and other payables

Trade payables and amounts due to related parties are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers and related parties. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Both trade payables and amounts due to related parties are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

1.16 Current and deferred income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date in the countries where the company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

1. **SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

1.16 Current and deferred income tax (continued)

Deferred income tax is provided for in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax liabilities are provided on temporary differences arising from investments in subsidiaries and associates and joint ventures, except where the timing of the reversal of the temporary difference is controlled by the group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint arrangements only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Current and deferred tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is also recognised in other comprehensive income or directly in equity, respectively.

1.17 Revenue recognition

Revenue arises mainly from the accommodation, game drives, air charter, aircraft maintenance, safari services and sale of curios etc. To determine whether to recognise revenue, the Group follows a 5-step process:

- Identifying the contract with a customer
- Identifying the performance obligations
- Determining the transaction price
- Allocating the transaction price to the performance obligations
- Recognising revenue when/as performance obligation(s) are satisfied.

The Group often enters into transactions involving a range of the Group's products and services. In all cases, the total transaction price for a contract is allocated amongst the various performance obligations based on their relative stand-alone selling prices. The transaction price for a contract excludes any amounts collected on behalf of third parties. Revenue is recognised either at a point in time or over time, when (or as) the company satisfies performance obligations by transferring the promised goods or services to its customers.

Sale of services/goods

The group sells bed nights at its camps and lodges to guests and also provides guided safaris to guests. Revenue from these services is recognised when the service is provided to the guest, usually over the period of the guests stay at the camps and lodges. There's only one performance obligation in this which are closely related.

The group provides flight transfers to its guests between the group's camps and lodges as well as to other facilities. Revenue from flight transfers is recognised when the service has been rendered. Because these flights are short and limited to less than an hour, it is recognised at a point in time.

The group also provides aircraft maintenance operation for which revenue is recognised upon delivery of parts or performance of services.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.17 Revenue recognition (continued)

Revenue is recognised net of value added tax and discounts. Sales of curios, beverages and ancillary goods are usually settled in cash or by credit card. Revenue is recognised when the significant risks and rewards of ownership of the services/ goods have passed to the buyer.

Group earns commission income from tour designing and selling tour packages to customers. Revenue is recognised when services are rendered to travellers.

1.18 Right-of-use assets and lease liability

The group has lease contracts with various land boards in Botswana and the government of Botswana for obtaining the land rights. Camps and lodges are built on these lands. These rental contracts are typically made for fixed periods ranging from 15 years to 50 years but have extension options. Contracts only have lease components and no non-lease components were included in the contracts.

Initial measurement

Upon lease commencement, a right-of-use asset and a lease liability are recognised. The right-of-use asset is initially measured at the amount of the lease liability plus any initial direct costs incurred by the lessee. Adjustments may also be required for lease incentives, payments at or prior to commencement and restoration obligations or similar.

The lease liability is initially measured at the present value of the lease payments payable over the lease term, discounted at the rate implicit in the lease if that can be readily determined. If that rate cannot be readily determined, the lessee shall use their incremental borrowing rate.

The group determines the incremental borrowing rate as the external borrowing rate applicable to the group. Group does not have external borrowings other than bank overdrafts. Bank overdraft rate at the initial application date was used as the incremental borrowing rate. Refer to Note 27 under other explanatory notes to the financial statements for the used incremental borrowing rate.

Subsequent measurement

After lease commencement, the right-of-use asset is measured using a cost model, depreciated over the lease term on a straight-line basis.

Lease liability is subsequently remeasured to reflect changes in:
The lease term (using a revised discount rate): the assessment of a purchase option (using a revised discount rate); the amounts expected to be payable under residual value guarantees (using an unchanged discount rate); or future lease payments resulting from a change in an index or a rate used to determine those payments (using an unchanged discount rate).

The remeasurements are treated as adjustment to the right-of-use asset.

Lease payments are allocated between principal 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.

Extension and termination options are included in a number of land leases across the group. These are used to maximise operational flexibility in terms of managing the camps constructed on those lands. The majority of extension and termination options held are exercisable only by the group and not by the respective lessor being the respective land board or the government of Botswana.

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.18 Right-of-use assets and lease liability (continued)

The following factors were considered when determining whether or not the group will extend the lease.

- Options stated in the agreement to extend the lease to another number of years
- Management's intention to continue operations of the camp in the leased land

The group has low value leases and recognises those in a similar manner to those of high value leases.

The group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The group has all fixed-rate leases other than the variable-rate lease in Chobe Properties Proprietary Limited, one of the subsidiaries of Chobe Holdings Limited. This variable-rate lease depends on the gross revenue of the trading company being Chobe Game Lodge Proprietary Limited, another subsidiary of Chobe Holdings Limited. These variable lease payments that depend on sales are recognised in profit or loss in the period in which the condition that triggers those payments occurs.

1.19 Employee benefits

(i) Short-term employment benefits

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

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

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

(ii) Pension obligations

Most of the group's employees are members of the Chobe Holdings Staff Pension Fund, an approved participant under Alexander Forbes Retirement Fund. The fund is a defined contribution fund with employer and employee contributing 10% and 7.5% of basic pay respectively.

A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. The group has no legal or constructive obligations 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.

The group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iii) Severance plan and gratuity

Employees not on pension are entitled to severance pay in terms of Sec 28 of the Botswana Employment Act or gratuity as defined in their contracts of employment. Severance pay is not considered to be a retirement benefit plan as the benefits are payable on completion of each sixty-month period of continuous employment or on termination of employment. Gratuity is payable at the end of various tenors as defined in each employee's contract of employment. The expected severance benefit and gratuity are provided in full by way of an accrual.

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

1.20 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the financial statements in the period in which the dividends are approved by the Company's directors.

1.21 Earnings per ordinary share

Earnings per ordinary share are calculated using the weighted average number of ordinary shares in issue during the period and are based on the net profit attributable to ordinary shareholders.

1.22 Segmental reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of directors of the company that makes strategic decisions.

1.23 Finance income

Interest income
Interest income is recognised on a time-proportion basis using the effective interest method. 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 original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

1.24 Advance travel receipts

The Group receives advance payments from the customers for the bookings. These payments are recognised separately as a contract liability as the payments are received in advance. A contract liability is recognised until the lapse of the cancellation period or the satisfaction of the performance obligation.

1.25 Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings, pending their expenditure on qualifying assets, is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

The group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

2.1 Accounting for property plant and equipment

In accounting for its property, plant and equipment, the group exercises judgement over estimating residual values, useful lives and classification of refurbishment cost between capital and revenue.

Useful lives and residual values of buildings, aircraft, equipment and vehicles are based on current estimates of the value of these assets at the end of their useful lives. The estimated residual values and useful lives of buildings, equipment and vehicles have been determined by the directors based on industry experience, as well as anticipation of future events that could impact these estimates. The estimated residual values and useful lives of aircraft have been determined with reference to the aircraft industry's pricing guide and provided by Vref Aircraft value reference.

The group's buildings consist of camps made from environmentally degradable materials and require periodic refurbishment in order to maintain their standards and operating capacity. Due to their very nature, cost incurred towards refurbishment could either be of capital nature or revenue nature. In determining whether a cost needs to be capitalised or expensed, the group exercises judgement and considers the following:

- whether the cost incurred resulted in increasing the useful life;
- whether the cost was incurred to replace an existing asset; or
- whether the cost was incurred to procure a new asset.

2.2 Impairment of assets

(a) Goodwill impairment assessment

Assets of the Group mainly comprise of property, plant and equipment, right-of-use assets, land lease rights, goodwill on acquisition, other intangible assets, inventories and financial assets (such as trade and other receivable including related party receivable, bank balances).

The Group tests annually whether goodwill has suffered any impairment. Goodwill is allocated for impairment testing purposes to individual cash-generating units ("CGU"s). The Group determines the CGU's attributable to goodwill to be the relevant concessions which generate independent separately identifiable cash flows.

The recoverable amount of every CGU has been determined based on a value in use calculation. That calculation uses cash flow projections based on financial budgets approved by management. These budgets are prepared annually and assumes a reasonable growth rate for future cash flows with the expectation of maintaining the occupancy.

Cash inflows are projected in the currency in which revenue is earned. For the camps this will be United States Dollars ("USD") as this is the primary currency in which the group generates majority of its revenues. For the others, this will be in Botswana Pula. Cash outflows are projected in Botswana Pula ("BWP"). These cash flows are projected till the end of the remaining period of leasehold concessions, where appropriate.

The recoverable amounts of CGU's have been determined by the directors based on the forecasted post-tax free cash flows of each cash-generating unit.

The cost of equity is determined based on the US Bond yield for similar bonds that agree to the average lease terms of the camps for which a Value in Use ("VIU") is determined. The US Bond yield as proxy for the risk-free rate is adjusted for country and market risk premiums and adjusted by a relevant beta factor. The cost of debt is determined based on the US bond yield adjusted for country risk and tax. The Weighted Average Cost of Capital ("WACC") is then determined based on a comparable debt-equity ratio for similar entities. This provides the US WACC Discount rate. The BWP rate is then derived from this by adjusting for the difference in the BWP and US inflation rates.

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS (CONTINUED)

2.2 Impairment of assets (continued)

Summary of key assumptions used are given below:

	Ker And Downey (Botswana) Proprietary Limited *(Camps - Shinde, Kanana & Okuti)*	Desert & Delta Safaris Proprietary Limited	Dinaka Safaris Proprietary Limited	North West Air Proprietary Limited
2023				
Long term occupancy growth rate	7%	5%	10%	N/A
Growth in maintenance operations	N/A	N/A	N/A	8% pa
YoY increase in average selling rate	6.2% p.a.	5% p.a.	6.2% p.a.	N/A
YoY increase in operating cost	4.5% p.a.	4.5% p.a.	4.5% p.a.	4.5% p.a.
Lease period	Remaining period of leasehold concessions including expected renewal period (based on existing contractual arrangements for each underlying cash-generating unit)			N/A
Pre-tax discount rate (BWP)	12.50%	12.50%	12.50%	12.50%
Pre-tax discount rate (USD)	10.10%	10.10%	10.10%	N/A
2024				
Long term occupancy growth rate	5%	5%	10%	N/A
Growth in maintenance operations	N/A	N/A	N/A	3.97% pa
YoY increase in average selling rate	8.9%p.a.	5%p.a.	8.9%p.a.	N/A
YoY increase in operating cost	4.5% p.a.	4.5% p.a.	4.5% p.a.	4.5% p.a.
Lease period	Remaining period of leasehold concessions including expected renewal period (based on existing contractual arrangements for each underlying cash-generating unit)			N/A
Post-tax discount rate (BWP)	10.29%	10.29%	10.29%	15.80%
Post-tax discount rate (USD)	9.55%	9.55%	9.55%	N/A

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS (CONTINUED)

2.2 Impairment of assets (continued)

Outcomes from the impairment calculations are most sensitive to discount rates and occupancy growth rates. Holding all other assumptions constant, impairment of the goodwill relating to the individual business units will only be indicated when these assumptions reach the following levels:

2023				
Entity	**Camp**	**Discount rate**		**Growth rate**
		BWP	**USD**	
Ker And Downey (Botswana) Proprietary Limited	Shinde	(7.28%)	30.92%	(76.40%)
	Kanana	(8.23%)	33.31%	(59.07%)
	Okuti	2.58%	19.66%	(52.26%)
Desert & Delta Safaris Proprietary Limited		(13.17%)	39.69%	(45.50%)
Dinaka Safaris Proprietary Limited		4.18%	16.73%	(36.37%)
North West Air Proprietary Limited		56.10%	N/A	(51.00%)
2024				
Ker And Downey (Botswana) Proprietary Limited	Shinde	(0.33%)	19.70%	(22.20%)
	Kanana	(4.97%)	24.54%	(37.00%)
	Okuti	4.45%	15.34%	(3.60%)
Desert & Delta Safaris Proprietary Limited		4.31%	16.15%	(15.90%)
Dinaka Safaris Proprietary Limited		5.45%	13.64%	(2.60%)
North West Air Proprietary Limited		85.20%	N/A	(20.00%)

(b) Impairment assessment of non-financial assets other than goodwill

Goodwill on acquisition arises from most of the operating camps and related lease holding/concession holding companies. Therefore, the impairment assessment has been performed for Cash Generating Units ("CGUs") and carrying values of the CGUs include property, plant and equipment, right-of-use assets, land lease rights, goodwill on acquisition, other intangible assets and inventories.

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS (CONTINUED)

2.2 Impairment of assets (continued)

Accordingly, impairment of non-financial assets of Ker And Downey (Botswana) Proprietary Limited, Desert & Delta Safaris Proprietary Limited, Dinaka Safaris Proprietary Limited and associated lease holding companies are included in the carrying value of CGUs that were assessed for goodwill impairment. Impairment assessment of non-financial assets of other companies within the Group are assessed as follows.

Chobe Game Lodge Proprietary Limited, Quadrum Proprietary Limited & Sedia Hotel Proprietary Limited

The recoverable amounts have been determined by the directors based on the forecasted pre-tax free cash flows of each CGU. These calculations require the use of estimates, the most significant of which are:

	Chobe Game Lodge Proprietary Limited	Quadrum Proprietary Limited & Sedia Hotel Proprietary Limited
2023		
Long term occupancy growth rate	0%	5%
YoY increase in average selling rate	5% p.a.	25% in initial two years and then 5% YoY increase
YoY increase in operating cost	4.5% p.a.	4.5% p.a.
Lease period	Remaining period of leasehold concessions including expected renewal period (based on existing contractual arrangements)	
Pre-tax discount rate (BWP)	12.50%	12.50%
Pre-tax discount rate (USD)	10.10%	N/A
2024		
Long term occupancy growth rate	0%	5%
YoY increase in average selling rate	5% p.a.	12% in initial three years and then 5% YoY increase
YoY increase in operating cost	4.5% p.a.	4.5% p.a.
Lease period	Remaining period of leasehold concessions including expected renewal period (based on existing contractual arrangements)	
Post-tax discount rate (BWP)	10.29%	10.29%
Post-tax discount rate (USD)	9.55%	N/A

Outcomes from the impairment calculations are most sensitive to discount rates and occupancy growth rates. Holding all other assumptions constant, impairment of the goodwill relating to the individual business units will only be indicated when these assumptions reach the following levels:

Entity	Discount rate		Growth rate
	BWP	USD	
2023			
Chobe Game Lodge Proprietary Limited	2.40%	21.89%	0.00%
Quadrum Proprietary Limited & Sedia Hotel Proprietary Limited	19.82%	N/A	(7.44%)
2024			
Chobe Game Lodge Proprietary Limited	(2.71%)	26.20%	(33.20%)
Quadrum Proprietary Limited & Sedia Hotel Proprietary Limited	13.77%	N/A	(3.60%)

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS (CONTINUED)

2.2 Impairment of assets (continued)

The Bookings Company Proprietary Limited

Carrying value of aircrafts as at year-end amounted to P104 Mn. The market value estimation obtained at the year end from Vref Valuations noted that the estimated markets values are greater than the respective carrying values of the aircraft. Therefore, no impairment is noted. Market values are estimated based on recent sales transactions and adjusted for the specific condition of the airframe, engine and overall condition.

(c) Impairment assessment of financial assets

Financial assets of the Group mainly consist of trade and other receivable and bank balances.

Trade and other receivable balances (including related party receivables) have been subjected to specific impairment assessment and recognised loss allowance where necessary.

Bank balances are held with reputed financial institutions and no matters were noted to-date for uncertainty over realisability of those balances.

(d) Impairment of investments in subsidiaries and associate in separate financial statements

The Company assesses the potential impairment of the investments in subsidiaries and associate whenever events or circumstances may indicate the presence of impairment indicators.

The recoverable amounts of investment in subsidiaries are calculated as part of the impairment assessment of goodwill and other non-financial assets as stated in note 2(a) and 2(b) above.

In addition, Company considers their ability to maintain positive dividend pay-out policies and assesses the potential impact of changes in the business and operating environments of the subsidiaries. These include monitoring of the economic and regulatory environments under which they operate and monitoring the status and remaining periods of existing lease concessions.

Based on Group's assessment of the underlying operations of the respective subsidiaries, there was no impairment recognised in the current financial year financial statements. (2023: P157,329 was recognised in respect of Venstell Proprietary Limited and an additional impairment of P477,371 recognised in respect of investment in associate). Impairment reversal of P1,430,671 was recognised in respect of Caprivi Fly Fishing Safaris (Proprietary) Limited (2023: impairment reversal of P1,183,146) and P2,807,975 was recognised in respect of Sunbelly Ventures Proprietary Limited (2023: P Nil).

3. FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES

The group's activities expose it to a variety of financial risks: market risks (including currency risk and interest rate risk), credit risk and liquidity risk. The group's overall risk management programme focuses on the unpredictability of its markets and seeks to minimise potential adverse effects on the group's financial performance.

Risk management is carried out by senior management under policies approved by the Board of Directors. The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, and the investment of excess liquidity.

a) Market risk

i) Foreign currency risk

In the normal course of business, the group enters into transactions denominated in foreign currencies. In addition, the group has assets and liabilities in foreign currencies, which exposes it to fluctuations in foreign currency exchange rates.

Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities denominated in a currency that is not the entity's functional currency.

The group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the group's foreign operations is mitigated primarily through the group's centralised booking system which allows the group to manage its exposure to fluctuations in such foreign currency.

At 29 February 2024, if the currency had weakened/strengthened by 10% against the US dollar with all other variables held constant, post-tax profit for the year would have been, for the group, P8 448 169 (2023: P2 202 123) higher/lower, mainly as a result of foreign exchange losses/gains on translation of US dollar denominated bank balances, foreign exchange gains/losses on translation of US dollar denominated trade receivables, and foreign exchange losses/gains on translation of US dollar denominated trade and other payables.

3. FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

a) Market risk (continued)

At 29 February 2024 and 28 February 2023, the Group's financial assets and liabilities denominated in foreign currencies were:

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
Bank balances				
US Dollars	114,841	34,238	-	-
Namibian Dollars	661	254	-	-
South African Rand	1,222	1,779	-	-
	116,724	36,271	-	-
Trade receivables				
US Dollars	4,743	1,757	-	-
South African Rand	-	1,828	-	-
	4,743	3,585	-	-
Trade payables				
US Dollars	(443)	(4,939)	-	-
Namibian Dollars	(118)	(221)	-	-
South African Rand	(309)	(391)	-	-
	(870)	(5,551)	-	-
Net debit balance in Pula for respective currencies				
US Dollars	119,141	31,056	-	-
Namibian Dollars	543	33	-	-
South African Rand	913	3,216	-	-

ii) Cash flow and fair value interest rate risk

The group's interest rate risk arises primarily from long-term borrowings, utilised bank overdrafts and interest-earning deposits. Such borrowings and deposits issued at variable rates expose the group to cash flow interest rate risk. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. However, the group had no significant borrowings or deposits at the reporting date.

The company's interest rate risk arises primarily from balances with subsidiaries. Such payables and receivables bear interest and exposes the company to cash flow interest rate risk. At 29 February 2024, if the interest rate had increased/decreased by 10% with all other variables held constant, post-tax profit of the company for the year would have been P 9 333 (2023: P 3 197) higher/lower.

b) Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions.

3. FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

b) Credit risk (continued)

Credit risk from cash and cash equivalents

The group places its cash and cash equivalents only with reputable financial institutions. To minimise the risk, group's policy is to hold cash resources in subsidiaries of rated South African and Namibian Banks. At 29 February 2024 and 28 February 2023, the group's cash and cash equivalents were held on account at the following institutions:

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
First National Bank of Botswana Limited	139,059	129,914	2,835	29
First Rand Bank Limited	668	618	-	-
First National Bank of Namibia Limited	660	253	-	-
Bank Gaborone Limited	650	142	650	142
	141,037	130,927	3,485	171

First Rand Bank Limited is a listed bank in Johannesburg Stock Exchange and incorporated in South Africa. First National Bank of Botswana Limited is a subsidiary of First Rand Bank Limited. First National Bank of Namibia Limited is a subsidiary of FirstRand-Namibia Limited, listed in Namibian Stock Exchange. Bank Gaborone Limited (incorporated in Botswana) is a subsidiary of Capricorn group which is listed in Namibian Stock Exchange. There are no credit ratings available in Botswana for financial services companies. The above banks have reported sound financial results and continued compliance with minimum capital adequacy requirements.

Above table shows the group's and company's maximum exposure to credit risk in relation to cash and cash equivalents for current and prior years. Group and company did not have any prior experiences of actual credit losses in relation to cash and cash equivalents.

Credit risk from trade and other receivable balance

The group continuously monitors defaults of customers and other counter parties identified either individually or by group, and incorporate the information into credit risk controls.

If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board. The utilisation of credit limits is regularly monitored. In accordance with standard practice within the industry, the group requires pre-payment of standard charges prior to booking confirmation thereby eliminating a significant portion of credit risk prior to rendering services. The balance of dues from guests is settled through bank transfer, in cash or using major credit cards. The most significant dues from guests arise from transactions with agents. The group carefully vets new agents prior to extending credit terms, and deals mostly with agents with whom it has established reliable long-term relationships. As a result of this, the group historically has succeeded in minimising negative impacts of adverse credit risk events.

3. FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

b) Credit risk (continued)

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

29 February 2024 — **Trade receivables**

		Days past due				
	Current	<30 days	30-60 days	61-90 days	>91 days	Total
Gross carrying amount at 29.02.2024 (P'000s)	6,780	1,533	152	281	665	9,411
Expected credit loss rate	0.49%	6.98%	9.88%	19.92%	24.65%	
Expected credit loss (P'000s)	33	107	15	56	164	375

28 February 2023 — **Trade receivables**

		Days past due				
	Current	<30 days	30-60 days	61-90 days	>91 days	Total
Gross carrying amount at 28.02.2023 (P'000s)	5,390	1,219	121	224	528	7,481
Expected credit loss rate	0.49%	6.95%	9.90%	19.90%	24.70%	
Expected credit loss (P'000s)	26	85	12	45	131	298

There have been no significant changes in the credit risk management policies and processes since the prior reporting period. A loss allowance is recognised for all trade receivables, in accordance with IFRS 9 Financial Instruments, and is monitored at the end of each reporting period. In addition to the loss allowance, trade receivables are written off when there is no reasonable expectation of recovery, for example, when a debtor has been placed under liquidation. Trade receivables which have been written off are not subject to enforcement activities.

The group measures the loss allowance for trade receivables by applying the simplified approach which is prescribed by IFRS 9. In accordance with this approach, the loss allowance on trade receivables is determined as the lifetime expected credit losses on trade receivables. These life time expected credit losses are estimated using a provision matrix. The provision matrix has been developed by making use of past default experience of debtors but also incorporates forward looking information and general economic conditions of the industry as at the reporting date.

For related party receivables which do not contain a significant financing component, the loss allowance is determined as the lifetime expected credit losses of the instruments. Management does not therefore, make the annual assessment of whether the credit risk has increased significantly since initial recognition for related party receivables.

Credit risk from related party receivable balances

The tables below show an analysis of amounts due from related parties at their carrying values respectively as at the reporting date. These are the maximum exposure to credit risk.

3. FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

b) Credit risk (continued)

	Total	Fully Performing	Past due but not impaired > 3 months	Impaired
COMPANY	**P '000s**	**P '000s**	**P '000s**	**P '000s**
At 29 February 2024				
Amounts due from subsidiaries	8,532	8,532	-	-
At 28 February 2023				
Amounts due from subsidiaries	6,773	6,773	-	-
GROUP				
At 29 February 2024				
Amounts due from related parties	4,767	1,131	-	3,636
At 28 February 2023				
Amounts due from related parties	4,767	1,131	-	3,636

c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions.

The table below analyses the group's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

3. FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

c) Liquidity risk (continued)

GROUP	Total	0 - 3 months	4 - 12 months	12-60 months	Over 60 months
	P '000s	P '000s	P '000s	P '000s	P '000s
At 29 February 2024					
Borrowings	100	-	100	-	-
Lease liabilities (note 27)	53,401	2,009	6,171	33,953	11,268
Trade and other payables excluding non-financial liabilities (note 22)	30,943	30,943	-	-	-
	84,444	**32,952**	**6,271**	**45,221**	**11,268**
At 28 February 2023					
Borrowings	190	-	190	-	-
Lease liabilities (note 27)	60,080	1,659	5,105	36,048	17,268
Trade and other payables excluding non-financial liabilities (note 22)	42,076	42,076	-	-	-
	102,346	**43,735**	**5,295**	**36,048**	**17,268**
COMPANY					
At 29 February 2024					
Amounts due to related parties and subsidiaries (note 25)	10,680	-	-	10,680	-
Trade and other payables excluding non-financial liabilities (note 22)	2,966	2,966	-	-	-
	13,646	**2,966**	**-**	**10,680**	**-**
At 28 February 2023					
Amounts due to related parties and subsidiaries (note 25)	9,675	-	-	9,675	-
Trade and other payables excluding non-financial liabilities (note 22)	2,519	2,519	-	-	-
	12,194	**2,519**	**-**	**9,675**	**-**

The group's approach to managing liquidity is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

4. CAPITAL RISK MANAGEMENT

The company's and group's objectives when managing capital are to:

- safeguard the ability to continue as a going concern, so that the group can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Company and the group source funds mainly through capital and hence, no material external debt was in existence at the reporting date. Therefore, debt to equity ratio can be presented as 0 : 1.

Refer to Note 9 for the dividends payments done in the years reported.

No changes were made in the objectives, policies or processes for managing capital during the years ended 29 February 2024 and 28 February 2023.

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
1. REVENUE				
Revenue from contracts with customers				
Lodge and camp revenue	425,344	330,264	-	-
Air charter revenue	90,000	65,757	-	-
Curio sales	4,848	3,336	-	-
Revenue from aircraft maintenance services	22,802	11,335	-	-
Other	141	225	-	-
	543,135	**410,917**	**-**	**-**
Disaggregation of revenue from contracts with customers				
The group disaggregates revenue from customers as follows:				
Timing of revenue recognition				
Over time				
Lodge and camp revenue	425,344	330,264	-	-
At a point in time				
Air charter revenue	90,000	65,757	-	-
Curio sales	4,848	3,336	-	-
Revenue from aircraft maintenance services	22,802	11,335	-	-
Other	141	225	-	-
	117,791	80,653	-	-
Total revenue from contracts with customers	**543,135**	**410,917**	**-**	**-**
Contract liabilities relating to these revenue streams are advance travel receipts and are disclosed under note 21.				
2. OTHER OPERATING INCOME				
Dividend income	-	-	68,000	-
Foreign exchange gains	20,029	15,082	1	17
Profit on disposal of property, plant and equipment	103	135	-	-
Sundry revenue	7,980	1,853	-	-
	28,112	**17,070**	**68,001**	**17**
3. COST OF INVENTORIES CONSUMED/SOLD				
Cost of sales	67,860	54,901	-	-
	67,860	**54,901**	**-**	**-**

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
4. OTHER OPERATING EXPENSES				
Auditors' remuneration	1,446	2,371	(168)	251
Aircraft charter and sub-charter expenses	13,097	5,702	-	-
Director's remuneration				
- Fees	1,570	992	1,570	992
- Management services (note 25)	13,840	10,116	-	-
Freight	3,171	2,722	-	-
Insurance	8,511	7,130	79	79
Impairment of related party receivable (note 17)	-	348	-	251
Impairment of trade receivable (note 17)	77	98	-	-
Game activities and transfers	5,619	4,909	-	-
Government fees	11,403	8,321	-	-
Marketing expenses	16,278	10,457	664	-
Miscellaneous expenses	10,343	5,469	1,051	505
Other accommodation costs	1,317	266	-	-
Room expenses	2,463	1,658	-	-
Rent	1,524	1,029	-	-
Resource royalty	13,924	11,321	-	-
Repairs and maintenance	41,693	28,044	-	-
Stock exchange fees	215	166	215	166
Telephone charges	2,119	1,479	-	-
Water and electricity	2,790	2,188	-	-
Travelling	2,745	1,820	-	-
Bank charges	1,799	1,349	14	4
Cleaning expenses	1,290	951	-	-
Printing and stationery	1,566	1,105	209	155
Security	996	338	-	-
Forex loss	18	1	-	-
Loss on disposal of property, plant and equipment	68	284	-	-
	159,882	**110,634**	**3,634**	**2,403**
5. FINANCE INCOME AND COSTS				
Finance income calculated using effective interest method				
- bank	6	923	5	-
- subsidiaries (note 25)	-	-	442	431
- other	724	-	-	-
	730	**923**	**447**	**431**
Finance costs				
Interest paid				
- bank	7	958	-	-
- lease interest (note 27)	2,928	3,197	-	-
- subsidiaries (note 25)	-	-	566	472
- other	456	83	-	-
	3,391	**4,238**	**566**	**472**
6. EMPLOYEE BENEFIT EXPENSES				
Wages, salaries and other related costs excluding directors remuneration	**100,618**	**84,508**	**-**	**-**

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
7. INCOME TAX EXPENSE				
Current tax:				
Current tax on profits for the year	(52,829)	(11,706)	-	-
Adjustments in respect of prior years	-	(5)	-	-
Withholding tax on dividends received	-	-	(6,800)	-
Total current tax	**(52,829)**	**(11,711)**	**(6,800)**	**-**
Deferred tax (note 20)	(1,313)	(19,334)	-	-
Income tax expense	**(54,142)**	**(31,045)**	**(6,800)**	**-**
The tax on the group's profit before tax is reconciled as follows:				
Profit before income tax	202,262	135,631	65,679	(1,878)
Income tax at 22% (2023:22%)	(44,498)	(29,839)	(14,449)	413
Withholding tax on dividend received	(6,800)	-	(6,800)	-
Income not subject to tax	-	8	14,960	176
Expenses not deductible	(935)	(920)	(201)	-
Effect of different tax rates	(396)	(94)	-	-
Losses not available for utilisation	(615)	(494)	(624)	(589)
Others**	(898)	294	314	-
Income tax expense	**(54,142)**	**(31,045)**	**(6,800)**	**-**
Effective Tax Rate	27%	23%	10%	0%

**Others include adjustments for unrealised profits for related party transactions, share of loss from associates, reversal of impairment in subsidiaries and prior period unadjusted deferred taxes.

Company

No provision was made for normal taxation since the company has an accumulated tax loss of P 7 133 781 (2023: P 5 804 592) .
The losses arising from company's operations can be carried forward for five years from initial period of recognition. The accumulated unexpired tax losses are given below;

Tax year	Loss	Assessable loss C/F	Expiring in
2020	980,278	980,278	2025
2021	1,090,984	2,071,262	2026
2022	1,089,539	3,160,801	2027
2023	1,703,341	4,864,142	2028
2024	2,269,639	7,133,781	2029

No deferred taxation asset was recognised in respect of the calculated tax loss as it was not considered probable that the company will utilise the tax loss based on its current operations and activities. Had the deferred tax recognised on those available tax losses, there will be a deferred tax asset of P 1 569 431 (2023: P 1 277 010) as at the year end.

Those deferred tax assets will expire after 5 years from the date it recognised based on the Income Tax Act of Botswana.

	GROUP	
	2024 P '000s	2023 P '000s
8. EARNINGS PER SHARE		
Earnings per share is calculated by dividing the profit attributable to equity holders of the group by the company's number of ordinary shares in issue during the year.		
Total ordinary shares in issue at year end (000s)	89,440	89,440
Profit attributable to owners of the parent (P'000s)	148,147	104,613
Earnings per share (thebe) - basic and diluted	**165.64**	**116.96**

	GROUP & COMPANY	
	2024	2023
9. DIVIDENDS		
Dividends paid during the year amounted to:		
Dividends paid P '000s	53,664	-
Dividends per share (thebe)	60	-
	P '000s	P '000s
Certain amount of dividends paid remains unclaimed.		
Movement of unclaimed dividend balance is as follows:		
Opening unclaimed dividends	1,594	1,594
Dividends paid	53,664	-
Dividends claimed during the year	(53,001)	-
Closing unclaimed dividends	2,257	1,594

	GROUP	
	2024 P '000s	2023 P '000s
10. OTHER RESERVES		
BODDS reserve		
At beginning of the year	6,154	4,358
Transfer from retained earnings	721	1,796
At end of the year	**6,875**	**6,154**
Rhino Fund reserve		
At beginning of the year	1,141	1,128
Transfer from retained earnings	34	13
At end of the year	**1,175**	**1,141**
BBL reserve		
At beginning of the year	-	-
Transfer from retained earnings	14	-
At end of the year	**14**	**-**
Total other reserves	**8,064**	**7,295**

BODDS (Best of Desert & Delta Safaris) packages are designed and focused in making an impact with regards to group's commitment to social projects and the communities surrounding the areas of operations. Group addresses issues of need and to those in the community; support children, the disabled, employment and health care.

Rhino fund is established in support of conservation related matters of Rhinos.

BBL reserve is established in the support of Bana Ba Letsatsi, which offers a range of programmes to support, encourage, rehabilitate and empower children.

Contributions for BODDS packages, Rhino fund and BBL fund are voluntary payments made by customers when booking certain packages and camps. These contributions are recorded as other income and amount spent of the respective activities are expensed. In order to ensure the transparency in managing these funds, Group has disclosed the unspent amount at the year-end in separate reserves within the equity.

11. PROPERTY, PLANT AND EQUIPMENT

GROUP	Freehold property	Leasehold improvements	Aircrafts	Game animals	Equipment & vehicles	Capital work-in-progress	Total
	P '000s	P '000s	P '000s	P '000s	P '000s	P '000s	P '000s
Year Ended 28 February 2023							
Opening net book amount	171	94,366	78,313	6,844	29,853	3,935	213,482
Exchange difference on translation of foreign subsidiaries	-	(100)	-	-	(34)	-	(134)
Additions	-	296	645	-	4,401	22,837	28,179
Transfers from work in progress	-	5,362	-	-	-	(5,362)	-
Disposals	-	(1,103)	(534)	-	(526)	-	(2,163)
Depreciation on disposals	-	6	428	-	146	-	580
Depreciation	-	(15,213)	(2,120)	-	(12,162)	-	(29,495)
Closing net book amount	**171**	**89,614**	**76,732**	**6,844**	**21,802**	**21,410**	**216,573**
At 28 February 2023							
Cost	171	169,878	100,714	6,844	118,960	21,410	417,977
Accumulated depreciation	-	(80,264)	(23,982)	-	(97,158)	-	(201,404)
Net book amount	**171**	**89,614**	**76,732**	**6,844**	**21,802**	**21,410**	**216,573**
Year Ended 29 February 2024							
Opening net book amount	171	89,614	76,732	6,844	21,802	21,410	216,573
Exchange difference on translation of foreign subsidiaries	-	(2)	-	-	12	-	10
Additions	-	2,948	36,754	-	6,198	86,840	132,740
Transfers from work in progress	-	13,483	-	-	28,218	(41,701)	-
Disposals	-	-	(6,305)	-	(1,770)	-	(8,075)
Depreciation on disposals	-	-	6,237	-	1,763	-	8,000
Depreciation	-	(13,644)	(5,914)	-	(10,596)	-	(30,154)
Closing net book amount	**171**	**92,399**	**107,504**	**6,844**	**45,627**	**66,549**	**319,094**
At 29 February 2024							
Cost	171	186,307	131,163	6,844	151,618	66,549	542,652
Accumulated depreciation	-	(93,908)	(23,659)	(105,991)	-	-	(223,558)
Net book amount	**171**	**92,399**	**107,504**	**6,844**	**45,627**	**66,549**	**319,094**

Details of leasehold improvements held by way of leases are set out in note 27.

Depreciation is calculated using the straight-line method to allocate the cost of the assets, net of their residual values, over their estimated useful lives as follows:

Aircraft frame	25 years
Aircraft engine and propellers	number of hours flown
Leasehold improvements	over the period of the lease
Furniture and fittings	6.67 years to 10 years
Machinery and equipment	4 years to 6.67 years
Motor vehicles and motorboats	4 years to 8 years

Game animals are not depreciated and carried at cost.

The carrying amounts of assets pledged as security against approved P 25Mn overdraft facility is P 18 321 201 (2023: P 13 067 711).

	GROUP	
	2024 P '000s	2023 P '000s
12. GOODWILL		
Opening net book amount	67,963	54,227
Goodwill arising on acquisition	-	13,736
Closing net book amount	**67,963**	**67,963**
Goodwill was allocated for impairment testing to individual cash generating units as follows :		
Camp Kanana (ex Ker And Downey (Botswana) Proprietary Limited)	6,065	6,065
Camp Okuti (ex Ker And Downey (Botswana) Proprietary Limited)	10,944	10,944
Camp Shinde (ex Ker And Downey (Botswana) Proprietary Limited)	3,301	3,301
Chobe Game Lodge Proprietary Limited	500	500
Desert & Delta Safaris Proprietary Limited	8,582	8,582
North West Air Proprietary Limited	4,749	4,749
Nxamasire Fishing Camp Proprietary Limited	13,736	13,736
Dinaka Safaris Proprietary Limited	19,142	19,142
Other (individually insignificant) cash generating units	944	944
	67,963	**67,963**

Impairment tests for goodwill

Management reviews the business performance by entity (comprised of the camps and the air maintenance operation) and goodwill is monitored by management at this level.

The recoverable amount has been determined based on a value in use calculations. These calculations use cash flow projections based on financial budgets approved by management. Cash flows have been projected only for the period of leases (for tourism operations) which are confirmed through contractual arrangements. Management considered this to be a more prudent approach than to estimate to perpetuity as the lease was unlikely to be renewed to perpetuity and would therefore be inappropriate.

For each of the entities with significant amount of goodwill, the key assumptions, growth rate and discount rate used in the value in use calculations are given in note 2.2 of the 'critical accounting estimates and assumptions' section.

13. INTANGIBLE ASSETS

GROUP	Land rights	Brand value	Customer relationships	Total
	P '000s	P '000s	P '000s	P '000s
Year ended 28 February 2023				
Opening net book amount	63,484	-	1,241	64,725
Amortisation charge during the year	(3,706)	-	(309)	(4,015)
Closing net book amount	**59,778**	**-**	**932**	**60,710**
At 28 February 2023				
Cost	136,317	436	3,098	139,851
Accumulated amortisation	(76,539)	(436)	(2,166)	(79,141)
Net book amount	**59,778**	**-**	**932**	**60,710**
Year ended 29 February 2024				
Opening net book amount	59,778	-	932	60,710
Amortisation charge during the year	(3,220)	-	(310)	(3,530)
Closing net book amount	**56,558**	**-**	**622**	**57,180**
At 29 February 2024				
Cost	136,317	436	3,098	139,851
Accumulated amortisation	(79,759)	(436)	(2,476)	(82,671)
Net book amount	**56,558**	**-**	**622**	**57,180**

Land rights are amortised over the underlying lease period for the respective concessions.

Land rights relate to leasehold concessions acquired through the Group's investments in Ker And Downey (Botswana) Proprietary Limited, Desert & Delta Safaris Proprietary Limited, L.L. Tau Proprietary Limited, Okuti Safaris Proprietary Limited, Dinaka Safaris Proprietary Limited and Nelie Investments Proprietary Limited on which the following lodges and camps are operated:

	Cost	Accumulated Amortisation	Net Book Amount
	P '000s	P '000s	P '000s
Camp Kanana	16,090	(16,090)	-
Camp Okuti	30,004	(30,004)	-
Camp Shinde	7,451	(7,451)	-
Camp Dinaka	39,722	(10,481)	29,241
Leroo La Tau Lodge	3,925	(1,660)	2,265
Camp Xakanaxa	39,125	(14,073)	25,052
	136,317	**(79,759)**	**56,558**

	2024 P '000s	2023 P '000s
14 INVESTMENT IN ASSOCIATE		
GROUP		
Shares at cost	6,000	6,000
Total cost of investment	6,000	6,000
Less: Accumulated share of associated company losses	(6,000)	(6,000)
	-	-
COMPANY		
Total cost of investment	6,000	6,000
Impairment against investment	(6,000)	(6,000)
	-	-

Name of entity	Place of business	% ownership	Nature of relationship	Measurement method
Golden Wrap Proprietary Limited	Botswana	22.22%	Associate	Equity

Summarised financial information of the associate is as follows;

	2024 P '000s	2023 P '000s
Total non-current assets	7,742	9,094
Total current assets	4,055	1,111
Total non current liabilities	-	-
Total current liabilities	13,767	12,530
Equity	**(1,970)**	**(2,325)**
Revenue	8,705	4,717
Profit/(loss) for the year	355	(4,473)
Reconciliation of net assets;		
Balance at the beginning of the year	(2,325)	2,148
Profit/(loss) for the year	355	(4,473)
Balance at the end of the year	**(1,970)**	**(2,325)**
Ownership Percentage	22.22%	22.22%
Accumulated profit/(loss) not recognised	20	(59)

The profits are the result of fair value movement in biological assets which contributed to a profit in the current year and this does not reflect an ongoing improvement in the underlying economics of the associate, thus the improved financial performance is not considered sustainable or indicative of a long-term trend at present. Despite the small profits generated, the entity is still in a negative equity position overall. The share of profit is immaterial. Reversal of impairment loss is usually supported by a sustainable improvement in the recoverable amount of the investment & the assessment to reverse should be based on reasonable and supportable assumptions and reflect the conditions at the end of the reporting period. Management will continue to assess the entity's performance in the future and potential reversals will be evaluated and considered.

15. INVESTMENTS IN SUBSIDIARIES AND AMOUNTS DUE FROM/TO SUBSIDIARIES

Chobe Holdings Limited had the following subsidiaries at 29 February 2024:

Name of the subsidiary	Country of incorporation and place of business	Nature of business	Proportion of ordinary shares directly held by parent (%)	Proportion of ordinary shares directly held by the group (%)	Proportion of ordinary shares directly held by non-controlling interests (%)
Caprivi Fly Fishing Safaris (Proprietary) Limited	Namibia	Tour and safari operators.	100	100	-
Chobe Explorations Proprietary Limited	Botswana	Provision of management services.	100	100	-
Chobe Farms Proprietary Limited	Botswana	Rental of farmland and equipment.	66.67	66.67	33.33
Chobe Game Lodge Proprietary Limited	Botswana	Tour and safari operators.	100	100	-
Chobe Properties Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Desert & Delta Safaris Proprietary Limited	Botswana	Tour and safari operators.	100	100	-
Desert and Delta Safaris (SA) (Proprietary) Limited	South Africa	Reservation services and export of goods for lodges	100	100	-
Ker And Downey (Botswana) Proprietary Limited	Botswana	Tour and safari operators.	100	100	-
The Bookings Company Proprietary Limited	Botswana	Air charter and tour operation provision.	100	100	-
Venstell Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
North West Air Proprietary Limited	Botswana	Aircraft maintenance operations.	100	100	-
Nxamasire Fishing Camp Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Xugana Air Proprietary Limited	Botswana	Air charter operations	100	100	-
L. L. Tau Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Lloyds Camp Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-

15. INVESTMENTS IN SUBSIDIARIES AND AMOUNTS DUE FROM/TO SUBSIDIARIES (CONTINUED)

Name of the subsidiary	Country of incorporation and place of business	Nature of business	Proportion of ordinary shares directly held by parent (%)	Proportion of ordinary shares directly held by the group (%)	Proportion of ordinary shares directly held by non-controlling interests (%)
Moremi Safaris (Proprietary) Limited	Botswana	Company did not have any operations during the year.	100	100	-
Kanana Ventures (Proprietary) Limited	Botswana	Company did not have anyoperations during the year.	100	100	-
Okuti Safaris Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Dinaka Safaris Proprietary Limited	Botswana	Safari operators.	100	100	-
Flavoured Properties Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Ngamiland Horizon Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Sunbelly Ventures Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Nelie Investments Proprietary Limited	Botswana	Lease holder and earns concession fee from operating company.	100	100	-
Sedia Hotel Proprietary Limited	Botswana	Lease holder.	100	100	-
Quadrum Proprietary Limited	Botswana	Sales of bed nights of camps and hotel rooms.	100	100	-
The African Booking Company Proprietary Limited	Botswana	Tour operation.	100	100	-

All subsidiary undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the parent company do not differ from the proportion of shares held.

15. INVESTMENTS IN SUBSIDIARIES AND AMOUNTS DUE FROM/TO SUBSIDIARIES (CONTINUED)

	COMPANY	
	2024 P '000s	**2023 P '000s**
Investments in subsidiaries		
Ordinary shares at cost (note 15.1)	104,382	104,382
Accumulated impairment losses (note 15.2)	(1,324)	(2,755)
	103,058	**101,627**
15.1 Ordinary shares at cost		
Chobe Farms Proprietary Limited	213	213
Chobe Game Lodge Proprietary Limited	875	875
Desert & Delta Safaris Proprietary Limited	9,525	9,525
North West Air Proprietary Limited	52	52
Venstell Proprietary Limited	1,324	1,324
Caprivi Fly Fishing Safaris (Proprietary) Limited	2,925	2,925
The Bookings Company Proprietary Limited	22,102	22,102
The African Bookings Company Proprietary Limited	1	1
Ker And Downey (Botswana) Proprietary Limited	67,365	67,365
	104,382	**104,382**
15.2 Accumulated impairment losses		
Caprivi Fly Fishing Safaris (Proprietary) Limited	-	(1,431)
Venstell Proprietary Limited	(1,324)	(1,324)
	(1,324)	**(2,755)**

The original impairment on Caprivi Fly Fishing Safaris (Proprietary) Limited was recognised as the entity was loss making and in a negative equity position. In the current year, the impairment was reversed as the entity's financial performance had improved, was profitable and in a net asset position. The amount of the reversal was limited to the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

	2024 P '000s	2023 P '000s
Amounts due from subsidiaries		
Chobe Properties Proprietary Limited (note 25)	8,532	6,549
Chobe Game Lodge Pty Ltd	-	224
	8,532	**6,773**
Amounts due to subsidiaries		
Chobe Game Lodge Proprietary Limited (note 25)	(3,083)	-
Chobe Explorations Proprietary Limited (note 25)	(5,708)	(7,905)
	(8,791)	**(7,905)**

Amounts due to / from subsidiaries are unsecured and interest is charged at First National Bank of Botswana's prime lending rate. These balances have no fixed repayment terms. However, management has decided not to collect the amounts due from Chobe Properties Proprietary Limited within one year from the reporting date. Similarly, Chobe Game Lodge Proprietary Limited and Chobe Explorations Proprietary Limited decided not to collect the amounts due from Chobe Holdings Limited within one year from the reporting date.

The amortised cost of amounts due from / to subsidiaries is a reasonable approximation of the fair value.

There were no subsidiaries with material non-controlling interests and hence no disclosures for summarised financial information have been presented.

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
16. INVENTORIES				
Food and beverages	1,652	1,278	-	-
Inventory for resale (curios)	1,822	1,193	-	-
Fuel	2,430	2,005	-	-
Spares	9,431	6,169	-	-
Consumables	1,085	1,523	-	-
	16,420	**12,168**	**-**	**-**
17. TRADE AND OTHER RECEIVABLES				
Trade receivables	9,036	7,183	-	-
Prepayments	13,666	7,187	-	-
Other receivables	13,033	7,775	-	-
Related parties (note 25)	1,131	1,131	-	-
	36,866	**23,276**	**-**	**-**

The fair value of financial assets included in trade and other receivables approximates to their carrying values. The significant increase in trade & other receivable balances which mainly arises from prepayments does not lead to an increase in credit loss allowance.

Other receivables include VAT receivables of P 9.3 Mn (2023: P 2.6 Mn), staff shop related receivables of P 335,500 (2023: P 36,685) and any other sundry receivables of the Group.

Set out below is the movement in the allowance for expected credit losses of trade and related party receivables:

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Opening balance as at 01 March	3,934	3,488	2,303	2,052
Additional provision during the year	77	446	-	251
Closing balance as at 29 February	**4,011**	**3,934**	**2,303**	**2,303**

Please refer to financial risk management for group's trade and other receivables that are denominated in currencies other than Botswana Pula.

It is expected that these amounts will be received when due. The group does not hold any collateral in relation to these receivables.

18. CASH AND CASH EQUIVALENTS

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Cash at bank	141,037	130,927	3,485	171
Cash in hand	47	82	-	-
	141,084	**131,009**	**3,485**	**171**

Cash and cash equivalents include the following for the purpose of the statement of cash flows:

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Cash and cash equivalents	141,084	131,009	3,485	171
	141,084	**131,009**	**3,485**	**171**

The amortised cost of cash and cash equivalents is a reasonable approximation of the fair value.

The Group has P 25 Mn unutilised overdraft facilities (2023: P 25 Mn) and a term loan facility of P 20 Mn out of which only P 100 000 has been drawn as at 29.02.2024. The drawn amount from these facilities as at 28.02.2023 was P 190 000.

	GROUP & COMPANY	
	2024 P '000s	2023 P '000s
19. STATED CAPITAL		
Ordinary shares	**102,899**	**102,899**

Stated capital consists of 89,439,642 (2023: 89,439,642) fully paid ordinary shares of no-par value.

	No. of shares 000's	No. of shares 000's
Directors' interests:		
The directors, on the year-end date, held, directly or indirectly, the following ordinary shares:		
AD Chilisa (retired in August 2023)	-	2,856
JM Gibson	2,885	2,885
AM Whitehouse (through Angold (Pty) Ltd)	7,692	7,643
JM Nganunu-Macharia	131	131
JK Gibson	6	2
SDS Fernando	8	8
L Odumetse	6	3

In addition to the shares held directly by JM Gibson, 19 945 406 (2023: 28 945 406) ordinary shares are held by African Finance Holdings Limited which is owned by the Beacon Trust, a discretionary trust of which JM Gibson is a potential discretionary beneficiary.

J.D.M Investments (Pty) Ltd, a company partly owned by JM Nganunu-Macharia held 5,046,939 (2023: 5,046,939) shares.

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
20. DEFERRED TAX				
The movements of deferred tax assets and deferred tax liabilities are as follows:				
Deferred tax liabilities				
Beginning of the year	18,147	14,639	-	-
Transfer from deferred tax assets	2,845	-	-	-
Charge to profit or loss	367	3,508	-	-
Effect of foreign currency differences*	1	-	-	-
End of the year	**21,360**	**18,147**	**-**	**-**
Deferred tax assets				
Beginning of the year	8,228	24,061	-	-
Transfer to deferred tax liabilities	2,845	-	-	-
Charge to profit or loss	(946)	(15,826)	-	-
Effect of foreign currency differences*	(1)	(7)	-	-
End of the year	**10,126**	**8,228**	**-**	**-**
The net deferred income tax asset / (liability) arises from the following:				
Accelerated tax depreciation	(18,122)	(17,215)	-	-
Deferred tax on losses	5,426	5,351	-	-
IFRS 16 leases	4,066	4,106	-	-
Other	(2,604)	(2,161)	-	-
	(11,234)	**(9,919)**	**-**	**-**

*IAS 12 requires the disclosure of deferred tax relating to OCI items, therefore the deferred tax on the effect of foreign currency difference was included in Other Comprehensive Income.

Deferred tax assets are recognised for the tax loss carry-forwards to the extent that the realisation of the related tax benefits through future taxable profit is probable.

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
21. CUSTOMER ADVANCES RECEIVED	**79,523**	**57,813**	**-**	**-**

These represent advances received for future bookings secured in advance of travel and advances received against the supply of aircraft parts and services.

The advance travel receipts relate to new contracts and the entire performance obligation is unsatisfied at the year-end (i.e. no performance obligation relating to the contract has been satisfied at year-end)

22. TRADE AND OTHER PAYABLES

	GROUP 2024 P '000s	GROUP 2023 P '000s	COMPANY 2024 P '000s	COMPANY 2023 P '000s
Trade payables	18,722	18,682	-	-
Royalty payable	13,952	11,321	-	-
Employee benefit obligations	12,118	11,369	-	-
Other payables	10,997	5,123	709	925
Audit fee payable	1,483	1,459	-	-
Lease payments due	1,159	379	-	-
Unclaimed dividends	2,257	1,594	2,257	1,594
Related parties (note 25)	398	292	-	-
	61,086	**50,219**	**2,966**	**2,519**

Other payables include VAT, WHT, PAYE payables and any other sundry payables of the Group. The amortised cost of trade and other payables is a reasonable approximation of the fair value.

	GROUP		COMPANY	
	2024 P '000s	2023 Restated P '000s	2024 P '000s	2023 Restated P '000s
23. NET CASH FLOWS FROM OPERATING ACTIVITIES				
Profit / (loss) before income tax *	202,262	135,631	65,679	(1,878)
Non-cash flow items				
Depreciation (note 11 and note 26)	34,434	34,048	-	-
Amortisation of intangible assets (note 13)	3,530	4,015	-	-
Impairment of investment in associate	-	-	-	477
(Reversal of impairment) / impairment of investment in subsidiary	-	-	(1,431)	(1,026)
Impairment of trade receivable and intercompany (note 17)	77	446	-	251
(Gain)/loss on disposal of property, plant and equipment	(35)	149	-	-
Share of net loss of associates accounted for using the equity method	-	935	-	-
Items disclosed separately				
Net foreign exchange differences	(3,552)	-	-	-
Finance income calculated using effective interest method	(730)	(923)	(447)	(431)
Finance cost	3,391	4,238	566	472
Dividend income	-	-	(68,000)	-
Working capital changes				
Increase in inventory	(4,252)	(1,026)	-	-
Increase in trade and other receivables	(13,590)	(14,526)	-	(1)
Increase/(decrease) in trade and other payables	10,204	11,948	(216)	201
Increase in advance travel receipts	21,710	4,963	-	-
	253,449	**179,898**	**(3,849)**	**(1,935)**

* In the prior year, the starting point in the net cash flows from operating activities was profit / (loss) before finance costs and tax. This was updated in the current year to profit / (loss) after finance costs but before tax. The update did not result in a change in the total net cash generated from operations in the prior period.

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
24. FINANCIAL INSTRUMENTS				
Financial instruments by category				
Financial assets at amortised cost				
Trade and other receivables excluding prepayments	13,925	13,513	-	-
Amounts due from subsidiaries (note 15)	-	-	8,532	6,773
Cash and cash equivalents (note 18)	141,084	131,009	3,485	171
Total	**155,009**	**144,522**	**12,017**	**6,944**
Financial liabilities at amortised cost				
Borrowings	100	190	-	-
Amounts due to related parties and subsidiaries (note 25)	398	292	8,791	7,905
Lease liabilities (note 27)	42,729	46,521	-	-
Trade and other payables excluding non-financial liabilities (note 22)	30,943	42,076	2,966	2,519
Total	**74,170**	**89,079**	**11,757**	**10,424**

The carrying amount of financial assets and financial liabilities at amortized cost given in the above table approximate to their fair values.

	GROUP		COMPANY	
	2024 P '000s	2023 P '000s	2024 P '000s	2023 P '000s
25. RELATED PARTY TRANSACTIONS				
The following transactions took place with related parties during the year:				
Interest paid - subsidiaries				
Chobe Game Lodge Proprietary Limited	-	-	216	225
Chobe Explorations Proprietary Limited	-	-	350	247
	-	**-**	**566**	**472**
Interest received – subsidiaries				
Chobe Properties Proprietary Limited	-	-	442	431
	-	**-**	**442**	**431**
Receivables from related parties				
Golden Wrap Proprietary Limited	4,757	4,625	2,303	2,303
Less : impairment against the receivable	(3,636)	(3,636)	(2,303)	(2,303)
	1,121	989	-	-
Chobe Properties Proprietary Limited (Note 15)	-	-	8,532	6,549
Chobe Farms Proprietary Limited	-	139	-	-
Chobe Game Lodge Proprietary Limited (Note 15)	-	-	-	224
JM Gibson	2	1	-	-
JK Gibson	3	-	-	-
SDS Fernando	3	2	-	-
L Odumetse	2	-	-	-
	1,131	**1,131**	**8,532**	**6,773**
Payable to related parties				
Chobe Game Lodge Proprietary Limited (Note 15)	-	-	3,083	-
Chobe Explorations Proprietary Limited (Note 15)	-	-	5,708	7,905
JK Gibson	-	4	-	-
L Odumetse	-	10	-	-
AM Whitehouse	103	78	-	-
AC Dambe	-	29	-	-
JA Bescoby	56	27	-	-
JM Nganunu-Macharia	44	29	-	-
K Ledimo	38	28	-	-
MT Sekgororoane	58	32	-	-
D Flatt	38	28	-	-
D Ter Haar	61	27	-	-
	398	**292**	**8,791**	**7,905**

	COMPANY	
	2024 P '000s	2023 P '000s
Dividends received from related parties		
Desert & Delta Safaris Proprietary Limited	30,000	-
Chobe Game Lodge Proprietary Limited	38,000	-
	68,000	**-**

Amounts due from / to subsidiaries and their terms and conditions are shown in note 15.

Group generated P 6 717 123 (2023:P 4 730 885) revenue from Ngamiland Explorations Limited, a company of which JK Gibson is a shareholder.

25 RELATED PARTY TRANSACTIONS (CONTINUED)

	GROUP	
	2024 P '000s	2023 P '000s
Compensation of key management personnel of the Group		
Key management personnel are the board of directors of the group. Salaries and other short-term employee benefits to executive directors (shown as management services under other operating expenses) are given below;		
JM Gibson	1,660	2,427
JK Gibson	4,060	2,565
SDS Fernando	4,060	2,559
L Odumetse	4,060	2,565
	13,840	**10,116**

26. RIGHT-OF-USE ASSETS

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. However, if a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset as follows;

	2024 P '000s	2023 P '000s
Lease lands		
Cost	47,271	46,810
Accumulated depreciation	(23,005)	(18,723)
Closing balance	**24,266**	**28,087**

Movement of right-of-use assets is shown below;

	2024 P '000s	2023 P '000s
Opening net book value	28,087	32,502
On conversion of foreign subsidiary	(2)	(20)
On acquisition of subsidiary	-	158
Additions	461	-
Depreciation for the year	(4,280)	(4,553)
Closing net book value	**24,266**	**28,087**

27. LEASE LIABILITIES

	2024 P '000s	2023 P '000s
Opening balance	46,521	50,631
On conversion of foreign subsidiary	(3)	(23)
Additions	461	158
Accretion of interest	2,928	3,197
Repayment	(7,430)	(7,442)
Adjustments	252	-
Closing balance	**42,729**	**46,521**
Repayment of interest portion	2,928	3,197
Repayment of capital portion	4,502	4,245
	7,430	**7,442**

The weighted average incremental borrowing rate for lease liabilities initially recognised as of 1 March 2019 was 6.5% per annum. Current average rate used for newly identified lease liabilities is 6.77%.

	2024 P '000s	2023 P '000s
Amounts recognised in the statement of financial position		
Current	5,547	4,461
Non-current	37,182	42,060
	42,729	**46,521**

27. LEASE LIABILITIES (CONTINUED)

	GROUP	
	2024 P '000s	2023 P '000s
The maturity analysis of the carrying amounts of lease liabilities is as follows:		
No later than 1 year	5,547	4,461
Later than 1 year and no later than 5 years	27,947	27,849
More than 5 years	9,235	14,211
Total	**42,729**	**46,521**
Gross lease payable	53,401	60,080
Less: Future interest	(10,672)	(13,559)
Net lease payable	**42,729**	**46,521**
The contractual cash flows relating to lease contracts existing at the reporting date are disclosed under liquidity risk management objectives and policies in Note 3 (c).		
Amounts recognised in the statement of comprehensive income		
Depreciation charge of right-of-use assets	4,280	4,553
Interest expense (included in finance cost)	2,928	3,197
Variable lease payments (included in other operating expenses)	1,524	1,029
Expense relating to variable lease payments not included in lease liabilities (Resource royalty) (included in other operating expenses)	14,362	11,612
Amounts recognised in the statement of cash flows		
Total repayments of government leases (included under financing activities)	7,430	7,442
Total payments of resource royalties (included under operating activities - under working capital changes in trade and other payables)	11,731	3,377
	19,161	**10,819**

27. LEASE LIABILITIES (CONTINUED)

The Group holds the following leases:

27.1 Chobe Game Lodge Proprietary Limited

Agreement between the Government of Botswana, Chobe Game Lodge Proprietary Limited and Chobe Properties Proprietary Limited dated 28 July 1983 for lease over Area No. 8-RO, representing 42 Acres in the Chobe National Park. Lease period of 30 years expiring 28 July 2013. Thereafter there is an option to renew for a further twenty years expiring 28 July 2033. The leaseholder has exercised this option in accordance with the terms of the underlying agreement and is awaiting a confirmation from the Government of the Republic of Botswana. Annual rent is the greater of:

1. 0.5% of Chobe Game Lodge Proprietary Limited's gross revenue, or
2. P6 000 plus the cumulative national inflation rate from 28 July 1983

Rent in respect of the year ended February 2024 was P528 066 (2023: P372 085).

27.2 Desert & Delta Safaris Proprietary Limited

Camp Moremi
The land on which the camp is built, is held by way of a lease with Tawana Land Board. The lease commenced on 1 January 2013 for a fifteen-year period expiring on 31 December 2027. The company has the option to renew this lease for a further fifteen years from 1 January 2028. The initial annual lease rental is P475 200 escalating at 10% per annum plus a resource royalty of 6% of gross revenue generate by the company from tourism related operations at the camp.

Camp Okavango
The contract area is held by way of lease from The Government of the Republic of Botswana through the Ministry of Environment, Natural Resource Conservation and Tourism. The lease commenced on 9 March 2015 for a period of fifteen years expiring on 31 March 2030. The company has the option to renew this lease for a further fifteen years from 1 April 2030. The initial land rent is P 475 200 and escalates at 10% per annum. Resource utilisation royalty is calculated at 6% of the annual gross income derived from tourism related activities effective from 1 January 2017.

Savute Safari Lodge
The land on which the camp is built, is held by way of a lease between Botswana Government and Lloyds Camp Proprietary Limited, a 100% subsidiary of the company. The lease commenced on 1 January 2013 for a fifteen-year period expiring on 31 December 2027. The company has the option to renew this lease for a further fifteen years from 1 January 2028. The initial annual lease rental is P 360,000 and resource utilisation royalty calculated at 4% of annual gross income generated from tourism related activities.

Xugana Island Lodge
The land on which the camp is built, is held by way of a lease between Tawana Land Board and Venstell Proprietary Limited which commenced on 1 January 1979. The lease has expired on 31 December 2018 and an extension letter has been issued by Tawana Land Board till 26 August 2026. The camp remains in operation pending renewal of the lease. The annual rental is P 200,000 effective from 1 January 2004 and a resource royalty of 4% on gross revenue generated by the company from the tourism related operations at the camp.

27. LEASE LIABILITIES (CONTINUED)

27.2 Desert & Delta Safaris Proprietary Limited (continued)

Camp Xakanaxa

The land on which the camp is built, is currently held by way of a lease between Tawana Land Board and Desert & Delta Safaris Proprietary Limited, (a 100% subsidiary of Chobe Holdings Limited). The current lease commenced on 1 January 2013 and shall endured for fifteen years expiring on 31 December 2027. The company has the right to renew this agreement for a further period of fifteen years from 1 January 2028. The annual rental is P 475 200 with an escalation of 10% per annum and a resource utilisation royalty is calculated at 6% of revenue generated from the tourism related operations at the camp.

Leroo La Tau Lodge

The camp, situated at Khumaga, is subject to a fifty-year lease between Ngwato Land Board and L.L.Tau Proprietary Limited, a 100% subsidiary of the company. The lease can be renewed for a further period of 50 years subject to various non-onerous conditions. The lease commenced on 27 May 1996. The annual rental payable is P 74,441.

In addition, Desert & Delta Safaris Proprietary Limited has a lease over a Government land, Botswana with the Tawana Land Board which commenced on 3 March 1998 for 50 years with an option to renew for a further 50 years. Annual rentals amount to P 1 114. The rent payable is subject to review after every five years from the date of grant.

27.3 Ker And Downey (Botswana) Proprietary Limited

Camp Kanana

The contract area was originally leased to Kanana Ventures (Proprietary) Limited by the Tawana Land Board. The lease started 1 January 2013 and endured for a period of fifteen years until 31 December 2027. The initial land rental is P 360,000 escalating annually at 10%. Resource utilisation royalty is calculated at 6% of the annual gross income derived from tourism related activities. In 2017, the lease was transferred to Ker And Downey (Botswana) Proprietary Limited on substantially the same terms. However, the lease start date was amended to a start date of 20 December 2015, maturing on to December 2030. Management continues to account for the obligations bolted on the terms of the original agreement.

Camp Shindi

The contract area is held by way of lease from The Government of the Republic of Botswana through the Ministry of Environment, Natural Resource Conservation and Tourism. The lease commenced on 10 March 2015 for a period of fifteen years expiring on 31 March 2030. The company has the option to renew this lease for a further fifteen years from 1 April 2030. The initial annual land rent is P 1 000 000 and escalates at 10% per annum. Resource utilisation royalty is calculated at 6% of the annual gross income derived from tourism related activities effective from 1 January 2017.

Camp Okuti

The property is held by way of a lease with Tawana Land Board by Okuti Safaris Proprietary Limited, a 100% subsidiary of the company. The lease commenced on 15 May 2007 for a fifteen year period to 14 May 2022. The lessee has the option to renew this lease for a further fifteen- years from 15 May 2022. The company has started the renewal process for a further period of fifteen years. The annual rental is P 200,000 effective from 15 May 2007 escalating at 5% per annum plus a resource royalty of 4% on gross revenue generated by the company from tourism related operations at the camp.

27. LEASE LIABILITIES (CONTINUED)

27.3 Ker And Downey (Botswana) Proprietary Limited (continued)

Camp Dinaka

The entities Flavoured Properties Proprietary Limited, Ngamiland Horizon Proprietary Limited and Sunbelly Ventures Proprietary Limited hold an estimated 17400 hectares of adjoining land in the Hainaveld area through leases with the Tawana Land Board. All three leases commenced in 1990 and expire in 2040 with an option to renew for a further 50 years.

In addition, Ker And Downey (Botswana) Proprietary Limited has a lease over a Government land, Botswana with the Tawana Land Board which commenced on 2 June 1998 for 50 years with an option to renew for a further 50 years. Annual rentals amount to P 161. The rent payable is subject to review after every five years from the date of grant.

27.4 Caprivi Fly Fishing Safaris (Proprietary) Limited (Chobe Savanna Lodge)

Permission to occupy granted by the Minister of Lands, Resettlement and Rehabilitation of Namibia to Caprivi Fly Fishing Safaris (Proprietary) Limited, for 10 hectares of land at Maliazo in the Caprivi Region, dated 14 May 2002, with no stated termination date. This permission was formalised in 2022 with a lease agreement between The Communal Land Board of Zambezi and Caprivi Fly Fishing Safaris (Proprietary) Limited. The lease commenced on 26 January 2022 for a twenty-five years. The starting rental, which is subject for a five year annual escalation is N$ 59,664.

27.5 Chobe Farms Proprietary Limited

Leasehold property is held by way of an agreement between Chobe Land Board and Chobe Farms Proprietary Limited for the lease of approximately 342 Hectares known as Farm Nyungwe Valley in the Chobe Tribal. The lease commenced on 1st April 1985 for a period of twenty-five years, renewable at the option of the grantee, which option has been exercised up to 31st March 2035. The rental, which is subject to review by the grantor every five years, is presently P 5 810 per annum.

27.6 Sedia Hotel Proprietary Limited

Leasehold property is held by way of an agreement between Tawana Land Board and Sedia Hotel Proprietary Limited for the lease of approximately 6.9 Hectares in the Batawana tribal area in the Sedie village/ward. The lease commenced on 6 September 1987 for a period of 50 years, renewable for another 50 years at the option of the lessee. The rental, which is subject to review by the lessor every five years, is P 17 375 per annum as per the agreement. This land is being used by Quadrum Proprietary Limited for the operations of Sedia Riverside Hotel.

27.7 Nelie Investments Proprietary Limited

Nelie Investments Proprietary Limited has lease rights over two adjoining lands namely OM 94 and OM 95 situated in the Batawana tribal area in the Hainaveld - Ranch OM-94 village/ward measuring 5612.4 Hectares and situated in the Batawana tribal area in the Hainaveld - Ranch OM-95 village/ward measuring 4641.990 Hectares respectively. OM 94 plot’s agreement is from 4 October 1990 to 4 October 2040 at an annual rental of P 3,929. OM 95 plot’s agreement is from 16 August 1990 to 16 August 2040 at an annual rental of P3,249. Both rentals are subject to review after every 5 years and renewable for further 50 years.

28. SEGMENTAL REPORTING

Business Segments
The group's operating businesses are organised and managed separately according to the nature of products and services offered by each of such segments representing a strategic business unit. The group is organised into three principal business areas and these constitute three reportable segments as follows:

1.	Camp, lodge and safari operations	Offering full-service accommodation and game viewing services to guests at the group's camps and lodges.
2.	Transfers and touring	Offering air, road and water transfers to and between the group's camps and lodges and those of other tour operators.
3.	Aircraft maintenance operations	Offering a suite of aircraft maintenance services.
4.	Other	Including farming, property rental and miscellaneous operations.

	Camp lodge and safari operations		Transfer and touring	
	2024 P'000's	**2023 P'000's**	**2024 P'000's**	**2023 P'000's**
Group statement of comprehensive income				
Revenue	439,570	335,849	171,970	126,332
Operating (loss) / profit for the year before items listed below	213,362	156,868	26,099	22,426
Depreciation and amortisation	(31,274)	(31,444)	(5,997)	(4,855)
Operating profit/(loss)	**182,088**	**125,424**	**20,102**	**17,571**
Net finance costs	(2,586)	(3,307)	(3)	-
Reportable segment profit/(loss)	**179,502**	**122,117**	**20,099**	**17,571**
Reconciliation of reportable segment profit to profit before income tax				
Total profit for reportable segment				
Share of net loss of associates accounted for using the equity method				
Profit before income tax				
Income tax				
Profit after income tax				
Total assets	**523,802**	**437,622**	**115,312**	**82,034**
Total liabilities	**(170,646)**	**(148,819)**	**(22,677)**	**(18,775)**
Capital expenditure during the year	**76,917**	**26,757**	**55,056**	**1,088**

28. SEGMENTAL REPORTING (CONTINUED)

The company's Board of Directors acts as the Chief Operating Decision Maker ("CODM") of the group and assesses performance of the operating units based on the measure of profit before tax. This measurement basis assesses performance on bases of recognition and measurement which are consistent with the accounting policies of the group.

Revenue is derived from a very broad and diversified customer base, primarily from the United States of America, Europe and SADC region.

All the companies in the group are domiciled in Botswana except Caprivi Fly Fishing Safaris (Proprietary) Limited and Desert and Delta Safaris (SA) (Proprietary) Limited which are domiciled in Namibia and South Africa respectively. However, owing to the nature of the group's business, total revenues from these two geographical areas are insignificant and represent approximately 2% of the group revenue.

	Aircraft maintenance operations		Other		Inter segment elimination		Total	
	2024 P'000's	2023 P'000's	2024 P'000's	2023 P'000's	2024 P'000's	2023 P'000's	2024 P'000's	2023 P'000's
	63,586	28,464	17,157	16,301	(149,148)	(96,029)	543,135	410,917
	8,527	1,462	(5,101)	(2,812)	-	-	242,887	177,944
	(521)	(1,475)	(172)	(289)	-	-	(37,964)	(38,063)
	8,006	**(13)**	**(5,273)**	**(3,101)**	**-**	**-**	**204,923**	**139,881**
	-	(4)	(72)	(4)	-	-	(2,661)	(3,315)
	8,006	**(17)**	**(5,345)**	**(3,105)**	**-**	**-**	**202,262**	**136,566**
							202,262	136,566
							-	(935)
							202,262	**135,631**
							(54,142)	(31,045)
							148,120	**104,586**
	24,442	**24,402**	**12,744**	**6,703**	**-**	**-**	**676,300**	**550,761**
	(8,873)	**(3,277)**	**(11,150)**	**(11,359)**	**-**	**-**	**(213,346)**	**(182,230)**
	247	**334**	**520**	**-**	**-**	**-**	**132,740**	**28,179**

29. PENSION FUND

The group obtained approval from Non-Bank Financial Institutions Regulatory Authority on the 01 June 2012 for setting up the Chobe Holdings Staff Pension Fund and approval as a participant under Alexander Forbes Retirement Fund. The fund is a defined contribution fund with employer and employee contributing 10% and 7.5% of basic pay respectively.

The Group's contributions to the fund from each of the subsidiaries for the year ended 29 February 2024 and 28 February 2023 are as follows:

Company	2024 P'000s	2023 P'000s
Chobe Game Lodge Proprietary Limited	793	641
Desert & Delta Safaris Proprietary Limited	1,506	1,237
Ker And Downey (Botswana) Proprietary Limited	1,033	832
The Bookings Company Proprietary Limited	315	142
The African Booking Company Proprietary Limited	32	33
North West Air Proprietary Limited	325	231
Quadrum Proprietary Limited	266	254
Total	**4,270**	**3,370**

30. CONTINGENT LIABILITIES

Chobe Holdings Limited issued a financial guarantee of P 500,000 to support the working capital needs of the Hospitality & Tourism Association of Botswana (HATAB) on September 29, 2022. This guarantee, which was effective for one year, included specific terms that required HATAB to demonstrate a lack of adequate cash or liquid assets to continue its operations before the guarantee could be activated. The guarantee reached its expiration in September 2023 and was not extended.

Group's banker has given a bank guarantee of BWP 750,000 to Botswana Unified Revenue Services for opening deferred VAT accounts.

31. COMMITMENTS

Capital commitments
There were P 11,632,959 capital commitments for ongoing rebuild and renovation projects of the camps, solar plant constructions, water purification system upgrades and purchases of aircraft engines contracted by the group, but not paid for as at the reporting date (2023: P 3,769,391).

Other commitments
There were P 1,919,075 commitments for operating expenses contracted by the group, but not paid for as at the reporting date (2023: P Nil).

32. BUSINESS COMBINATIONS

On 1 April 2022, the Group through its wholly owned subsidiary Desert & Delta Safaris Proprietary Limited acquired the entire shareholding in Nxamasire Fishing camp Proprietary Limited ("Nxamaseri lodge") and service plot for the Nxamaseri lodge. Nxamaseri lodge operates a 3-star lodge. The lodge has 8 en suite chalets located in Okavango Delta Panhandle. There are 50-year leasehold interests for lodge and service plot which commenced in 2009 and 2019 consecutively, renewable for a further 50 years.

Situated on the Okavango Panhandle, the property also gives access to the World Heritage Site of Tsodilo Hills. This culturally based acquisition will considerably enhance the diversity of our existing Desert & Delta Safaris brand offerings.

The Group determined this to be a business combination by analysing the underlying agreement and activities of the subsidiary. Nxamaseri lodge and service plot are considered as one Cash Generating Unit ("CGU") as service plot next to main road is an integral part of lodge operations. The Group engaged external experts to assist with the identification and valuation of the tangible and intangible assets acquired through the transaction.

The valuation basis was as follows:
Hotel Property - Income capitalisation approach
No values were assigned to the intangible assets identified (i.e. the brand and customer relationships) as these were not deemed to have meaningful values.

The sensitivities of the key variables in assessing the fair value of property.

Cap rate - 12%	1% increase in cap rate will reduce the fair value by P 511,710 and 1% decrease in cap rate will increase the fair value by P 604,748.
Net rental - 3.7Mn	10% increase/decrease in net rentals will change the fair value by P3.1Mn

Details of the purchase consideration, the net assets acquired, and goodwill are as follows:

	P '000s
Purchase consideration	17,770
Total	**17,770**

The assets and liabilities recognised as a result of the acquisition are as follow:

	Fair value
	P '000s
Property, plant and equipment	6,124
Right of use asset	158
Shareholders loan	(2,090)
Lease Liability	(158)
Goodwill	13,736
	17,770

Outflow of cash to acquire subsidiary, net of cash acquired is presented in the cash flow statement.
Acquired entity was not operational during the year of acquisition, hence no summarised financial information to present.

33. EVENTS AFTER THE REPORTING PERIOD

A final dividend of 80 thebe per share has been declared and will be paid on 25 June 2024.

There are no other events after the reporting date which require adjustment or disclosure in the financial statements.

Notice is hereby given that the 2024 Annual General Meeting of Chobe Holdings Limited will be held at the Hilton Garden Inn Gaborone on Thursday 22nd August 2024 at 5.00pm for the following purposes:

1. To read the notice convening the meeting and ascertain the quorum required to constitute the meeting.

ORDINARY BUSINESS:

2. To receive, consider and adopt the audited financial statements for the year ended 29 February 2024 together with the directors' and auditor's reports thereon.

3. To approve the distribution of a dividend as recommended by the directors.

4. To confirm the appointment of Ms. Kwenantle Otukile as a director of the Company.

   Ms. Kwenantle Otukile is an accomplished legal professional and a corporate governance practitioner who has served extensively in the financial institutions as senior executive and director. She has over 18 years of experience practicing law in various capacities as an attorney and as a corporate lawyer. Ms. Kwenantle currently serves as Chief Legal Officer of the Botswana Public Officers Pension Fund ("BPOPF")' overseeing its legal and governance affairs and ensuring that the institution creates value for its various shareholders. Ms. Otukile holds a Law Degree (LL. B) from the University of Botswana, a postgraduate diploma in Strategic Management from the University of Derby, United Kingdom, and a certificate in Investment Management from the University of Cape Town, South Africa amongst others.

5. To receive the resignations of Mr. Barry Derrick Flatt and Mr. Alexander M Whitehouse who retire in accordance with the Constitution and who do not offer themselves for re- election.

   To re-elect the following Directors who retire in accordance with the Constitution and, being eligible, offer themselves for re-election. Motions for re-election will be moved individually.

   a) Lempheditse Odumetse
   Mr. Odumetse joined the Group in 1999 as a waiter at Desert & Delta Safaris' Camp Moremi in the Okavango Delta. On qualifying as a Professional Guide in 2000 he was transferred to Xugana Island Lodge, and has since managed Xugana Island Lodge, Camp Moremi and Savute Safari Lodge.

   In 2005, Mr. Odumetse was selected for Disney World's year-long International Cultural Exchange Program where he was employed as a savanna guide. Mr. Odumetse was promoted to Group Assistant General Manager in 2013 and in 2014 was transferred to Ker & Downey Botswana, the Group's five-star camp operator, initially as General Manager before joining their board as Operations Director in 2017.

   b) Jonathan Moore Gibson
   Articled to Spencer Shaw Hood and Company in South Africa Mr. Gibson qualified as a chartered accountant, thereafter he worked in the property development business in Johannesburg before moving to Botswana in 1983 having acquired an interest in the long-abandoned Chobe Game Lodge. Following the extended refurbishment and reestablishment of the Game Lodge as a leader in wildlife-based tourism, he, through investment vehicle Chobe Holdings Limited, of which he was CEO, brought various tourism entities, mostly previously under foreign control, under one locally owned corporate. In 2000, Mr. Jonathan Gibson listed the company on the Botswana Stock Exchange, the expansion drive thereafter continued which saw Chobe grow to become one of the most reputed tourism entities in Botswana and the only publicly owned corporate in the wildlife tourism industry in Botswana.

   He has served as Chairman of the Chobe National Park Management Committee and a Board Member of Botswana Tourism Organisation in addition to serving as an executive member of Hospitality and Tourism Association of Botswana.

   c) Myra Sekgororoane
   Ms. Sekgororoane's professional background is in the hospitality and tourism industry. She is an experienced executive with extensive operational, strategic planning and business leadership experience of over thirty years gained in various executive positions in the hospitality and tourism industry both locally and internationally.

   The founder Chief Executive Officer of the Botswana Tourism Organisation from 2006 to 2013, Ms. Sekgororoane re-joined the organisation in 2019 again as CEO retiring in 2021. She currently Chairs the First National Bank of Botswana Foundation.

   She has served as a Non-Executive Director of several companies in Botswana such as First National Bank of Botswana, Fairground Holdings Proprietary Limited, Kgalagadi Breweries Proprietary Limited, Lion Park Amusement Centre Proprietary Limited, Sechaba Brewery Holdings Limited, Coca-Cola Beverages Botswana Proprietary Limited, Botswana Telecommunications Authority and Botswana Export Development and Investment Authority.

6. To approve the remuneration for the directors for the year ended 29 February 2024.

7. To appoint Ernst & Young as auditors for the ensuing year.

8. To approve auditors' remuneration for the year ended 29 February 2024.

9. To re-elect the members of the Audit & Risk Committee.

10. To approve non-binding remuneration policy.

11. To transact such other business as may be transacted at an annual general meeting.

In the event that members wish to nominate any person(s) as directors other than one of the directors retiring, they should deliver to the company secretary, not less than five clear days before the date of the meeting, a nomination signed by a member qualified to attend and vote at the meeting, with notice signed by the nominated person(s) that they are willing to be elected as directors.

A member to attend and vote may appoint a proxy to attend and vote on his/her behalf and such proxy need not also be a member of the Company. The instructions appointing such a proxy must be deposited at the registered office of the Company not less than 48 hours before the meeting.

By order of the Board
23 July 2024
CHOBE HOLDINGS LIMITED

PROXY FORM

for the year ended 29 February 2024

For use at the annual general meeting of ordinary shareholders of the Company to be held at the Hilton Garden Inn Gaborone on Thursday 22nd August 2024 at 5.00pm.

I/We ____

The Holder of ______________________ ordinary shares,
being a member of the Company and entitled to vote, do hereby appoint (see note 1):

1 ______________________________ or failing him/her

2 ______________________________ or failing him/her

3 ______________________________ or failing him/her

THE CHAIRPERSON OF THE ANNUAL GENERAL MEETING
as my/our proxy to act for me/us at the annual general meeting which will be held at the Hilton Garden Inn Gaborone on Thursday 22nd August 2024 at 5.00pm for the purpose of considering and, if deemed fit, passing, with or without modification the resolutions to be proposed thereat and at each adjournment thereof and to vote on the resolutions in respect of the ordinary shares registered in my/our name/s with the following instructions (see note 2):

	Number of votes (one vote per ordinary share)		
	In favour of	**Against**	**Abstain**
2. Adoption of the audited financial statements			
3. Approval of recommended dividend			
4. Appointment of Ms. Kwenantle Otukile as a director			
5. To re-elect retiring directors			
a) Mr. L. Odumetse			
b) Mr. J.M. Gibson			
c) Ms. M. Sekgororoane			
6. Approval of directors' remuneration			
7. Appointment of auditors			
8. Approval of auditors' remuneration			
9. To re-elect the members of the Audit & Risk Committee			
10. Approval of non-binding remuneration policy			

Insert the number of votes in the relevant spaces above according to how you wish your votes to be cast.

Signed at ______________________ on the __________ day of ____________ 2024

Signature ____

Assisted by me (where applicable) ______________________________

Each member is entitled to appoint one or more proxies (none of whom need to be a member of the company) to attend, speak, and on a poll, vote in place of that member at the extraordinary general meeting.

Please read the notes on the reverse hereof.

1. A member may insert the name of the proxy or the names of two alternative proxies of the member's choice in the spaces provided, with or without deleting "the Chairperson of the annual general meeting", but any such deletion must be initialled by the member. The person whose name stands first on the form of proxy and who is present at the annual general meeting will be entitled to act as a proxy to the exclusion of those whose names follow.

2. Insert the number of votes in the relevant spaces overleaf according to how you wish your votes to be cast. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the annual general meeting as he/she deems fit in respect of all the member's votes exercisable thereat. A member or the proxy is not obliged to use all the votes exercisable by the member of the total of the votes exercisable by the member or by the proxy.

3. Forms of proxy must be received at the Company's registered office by not later than 5.00pm on Tuesday 20th August 2024.

4. The completion and lodging of this form of proxy will not preclude the relevant member from attending the annual general meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof.

5. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies. A minor must be assisted by his/her parent/guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries of the company.

6. The chairman of the annual general meeting may reject a form of proxy or accept any such form which is completed and/or received other than in accordance with these notes if he is satisfied as to the manner in which the member wishes to vote.

SHAREHOLDERS INFORMATION

	Number of shares	%
TOP TEN SHAREHOLDERS AT 29 FEBRUARY 2024		
Botswana Public Officers Pension Fund	28 199 093	32
African Finance Holdings Limited	19 945 406	22
Angold (Proprietary) Limited	7 692 133	9
J D M Investments Proprietary Limited	5 046 939	6
J M Gibson	2 885 571	3
A C Dambe	2 856 218	3
G H Haniger	2 812 500	3
J A Law	2 812 500	3
Debswana Pension Fund	1 811 786	2
Stanbic Nominees Botswana Re Morula Re DPF	1 530 882	2
TOP TEN SHAREHOLDERS AT 28 FEBRUARY 2023		
African Finance Holdings Limited	28 945 406	32
Botswana Public Officers Pension Fund	15 366 456	17
Angold (Proprietary) Limited	7 642 726	9
J D M Investments Proprietary Limited	5 046 939	6
FNB Botswana Nominees Re: BIFM - Act Mem & Dp Eq	5 046 341	6
J M Gibson	2 885 571	3
A C Dambe	2 856 218	3
G H Haniger	2 812 500	3
J A Law	2 812 500	3
Debswana Pension Fund	1 810 288	2

SHAREHOLDER SPREAD

	29 February 2024		28 February 2023	
	No of shareholders	Percentage of shares	No of shareholders	Percentage of shares
Public shareholders	1526	60%	1526	47%
Non-public shareholders	8	40%	9	53%
	1534	**100%**	**1535**	**100%**