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INTERIM SEPARATE
FINANCIAL STATEMENTS

For the six-month period ended 31 January 2025

(Registration number 2021/926046/06)

COMMENTARY

Nature of business

Gaia Fibonacci Fibre REIT 1 Limited (“GFFR1”) is a specialised investment vehicle established by Gaia Fund Managers (Pty) Ltd, in collaboration with Fibonacci Managers (Pty) Ltd, for the purpose of providing a channel through which institutional and retail investors could:

- benefit from direct investments into Fibre Networks; and
- whilst providing a tax benefit through the REIT allowing for the investment to be taxed as if the property is held directly by the investor essentially allowing the investment’s distributions to be seen as income in the hands of the investor.

GFFR1 provides investors with a first-of-its-kind investment proposition, demonstrating stable inflation-linked cash returns inherent to infrastructure investments. The REIT status of the Company provides a tax efficient channel through which funding can be allocated to expanding the reach of the fibre network backbone throughout South Africa.

GFFR1 currently has R268 million capital under management (“CUM”) that was deployed in its fibre optic investment projects which currently consists of 29 113 home passes. The Company listed the Ordinary and A preference shares in December 2021, following which the Company listed the B preference shares in June 2022, both of which were listings on the Cape Town Stock Exchange (“CTSE”).

Financial highlights

GFFR1 is pleased to announce its latest set of half-year results for the period ended 31 January 2025.

GFFR1’s investee companies face market-wide headwinds in a challenging macro-economic environment, which has resulted in stable revenues, albeit with limited

growth. The investee companies have focused on driving operational efficiencies and revenue stream optimisation, with a key emphasis placed on ensuring sustainable future financial performance for preference share investors.

During the period under review, GFFR1 and its investee companies have pursued an operational restructuring in an effort to reduce costs and improve efficiency of operations needed for long-term sustainable growth. Investee companies expect to realise a more robust revenue and cost structure, ensuring a best-practice operating environment which enables flexibility and agility in responding to changing market conditions in the future.

Revenue for the six months totalled R0.38 million (HY24: R0.48 million), which was in line with expectations for the current period. During the year to date, GFFR1 and investee companies have maintained their future return forecasts in line with reporting as at FY24. Following the completion of the current optimisation phase, GFFR1 expects to crystallise an improved revenue and cost base, leading to improved investor returns going forward.

The Company was not in a position to declare interim dividends to its shareholders during the period.

Future strategy

GFFR1 aims to maintain its portfolio of investments in line with its current investment structure. As such, GFFR1 revised its plans for expansion and will be focusing on consolidating the current portfolio and driving profitability as part of a sustainable long-term strategy for current shareholders. Despite this, GFFR1 will continue to consider expansion opportunities which present a strong investment case, and which do not detract from GFFR1’s long-term strategy for the benefit of the existing shareholders.

STATEMENT OF FINANCIAL POSITION

Figures in R	(Unaudited) at 31 January 2025	(Audited) at 31 July 2024	(Unaudited) at 31 January 2024
Assets			
Non-current assets			
Intangible assets	41 975	41 975	41 975
Investments in subsidiaries	337 130 187	318 018 222	352 941 631
Total non-current assets	337 172 162	318 060 197	352 983 606
Current assets			
Cash and cash equivalents	419 376	337 934	65 577
Loan to group company	316 124	316 123	91 653
Dividends receivable		289 082	486 025
Total current assets	735 500	943 139	643 255
Total assets	337 907 662	319 003 336	353 626 861
Equity and liabilities			
Equity			
Issued capital	1 000	1 000	1 000
Retained income	19 721 339	19 270 681	16 349 577
Total equity	19 722 339	19 271 681	16 350 577
Liabilities			
Non-current liabilities			
Other financial liabilities	318 053 203	299 584 034	337 038 967
Current liabilities			
Trade and other payables	132 119	147 621	237 318
Total liabilities	318 185 323	299 731 655	337 276 284
Total equity and liabilities	337 907 662	319 003 336	353 626 861

STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME

Figures in R	(Unaudited) six-month period ended 31 January 2025	(Unaudited) six-month period ended 31 January 2024	(Audited) 12 months ended 31 July 2024
Revenue	384 000	486 025	1 405 107
Other income	–	–	–
Administrative expenses	(156 737)	(323 300)	(407 638)
Other expenses	(427 348)	(263 585)	(891 337)
Other gains and (losses)	642 714	1 427 152	4 165 895
(Loss)/profit from operating activities	442 629	1 326 292	4 272 027
Investment income	8 029	11 733	21 587
Finance costs	–	–	(1)
Profit before tax	450 658	1 338 025	4 293 613
Income tax expense*	–	–	(34 484)
Profit for the period	450 658	1 338 025	4 259 129

* Gaia Fibonacci Fibre REIT was listed as a Real Estate Investment Trust (REIT). As a result, section 25BB of the Income Tax Act applies to qualifying REIT income and expenses. The legislation provides that capital gains on sale of immovable properties are not taxable and previous building allowances claimed will be recouped at the company tax rate. All rental income and dividends from property subsidiaries will be taxed at 27% and any qualifying distribution paid from these taxable profits will be deductible at 27%. Should the entities’ assets be sold or the entity wound up, there could be a tax liability to the value of the recoupments previously claimed.

STATEMENT OF CASH FLOWS

Figures in R	Six-month period ended 31 January 2025	Six-month period ended 31 January 2024	12-month period ended 31 July 2024
Net cash flows (used in)/ from operations	(310 505)	(557 689)	(1 393 960)
Dividend paid	–	–	–
Dividends received	383 918	–	1 116 025
Interest paid	–	–	(1)
Interest received	8 029	11 733	21 587
Income taxes paid	–	–	–
Net cash flows from/(used in) operating activities	81 443	(545 956)	(256 349)
Cash flows used in investing activities			
Loan advanced to group company	(1)	(91 652)	(108 903)
Cash flows used in investing activities	(1)	(91 652)	(108 903)
Cash flows (used in)/from financing activities	–	–	–
Net (decrease)/increase in cash and cash equivalents	81 442	(637 608)	(365 252)
Cash and cash equivalents at beginning of the period	337 934	703 186	703 186
Cash and cash equivalents at end of the period	419 376	65 578	337 934

STATEMENT OF CHANGES IN EQUITY

Figures in R	Issued capital	Retained income/ (accumulated loss)	Total
Balance at 1 August 2023	1 000	15 011 552	15 012 552
Changes in equity			
Profit for the period	–	1 338 025	1 338 025
Total comprehensive loss for the period	–	1 338 025	1 338 025
Dividend recognised as distributions to shareholders	–	–	–
Balance at 31 January 2024	1 000	16 349 577	16 350 577
Balance at 1 February 2024	1 000	16 349 577	16 350 577
Changes in equity			
Profit for the period	–	2 921 104	2 921 104
Total comprehensive loss for the period	–	2 921 104	2 921 104
Dividend recognised as distributions to shareholders	–	–	–
Balance at 31 July 2024	1 000	19 270 681	19 271 681
Balance at 1 August 2024	1 000	19 270 681	19 271 681
Changes in equity			
Profit for the period	–	450 658	450 658
Total comprehensive loss for the period	–	450 658	450 658
Dividend recognised as distributions to shareholders	–	–	–
Balance at 31 January 2025	1 000	19 721 339	19 722 339

KEY FINANCIAL HIGHLIGHTS

Revenue R0.38 million

A Pref net asset value per share R13 655.84 (HY24: R14 563.52)

B Pref net asset value per share R19 519.98 (HY24: R20 411.54)

Portfolio value: GF Property SPV 1 R136 517 404.36 (HY24: R155 788 627.69)

Portfolio value: GF Property SPV 2 R181 535 799.01 (HY24: R196 945 783)

NOTES TO THE SUMMARISED INTERIM FINANCIAL RESULTS

Basis of preparation and accounting policies

This financial report is an extract from the summarised interim financial results which is available on the Company's website (www.gaia.group).

The summarised interim financial results for the six months ended 31 January 2025 have been prepared in accordance with International Financial Reporting Standards ("IFRS") and presented according to the disclosure requirements of accounting standard IAS 34: *Interim Financial Reporting*.

The accounting policies applied in the preparation of the interim financial results are consistent with those accounting policies applied in the preparation of the previous year's annual financial results. In line with the Company's accounting policy, the revaluation of investments in subsidiaries and financial instruments recognised are a result of application of the fair valuation methodology prevailing at the most recent financial year-end. The Company thus did not perform a detailed fair value assessment in the interim reporting period. A detailed fair value assessment will be performed in preparation of the annual financial statements for the 31 July 2025 reporting period.

The financial information is presented in South African Rand, which is the reporting currency. The summarised interim financial results have been prepared under the supervision of the reporting accountant, Moore Stellenbosch Inc., and have not been reviewed by the Company's external auditors. The summarised interim financial results for the six months ended 31 January 2025 were approved for issue by the Board on 8 April 2025.

New and amended standards adopted by the Group

Certain new accounting standards and interpretations have been published that are not mandatory for the 31 July 2025 reporting period and have not been early adopted by the Group. These standards are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

Events after balance sheet

There were no significant events that occurred after the reporting date that require adjustment to or disclosure in the interim financial results for the six months ended 31 January 2025.

CORPORATE INFORMATION

Directors

Executive

MM Nieuwoudt

Independent non-executive

CP van Heerden, T Masiela, DLT Dondur

Registered office

146 Campground Road, Newlands, Cape Town, South Africa

Company Secretary

Hilde Matthee

146 Campground Road, Newlands, Cape Town, South Africa

CTSE Issuer Agent

Gaia Fund Managers (Pty) Ltd

146 Campground Road, Newlands, Cape Town, South Africa