

UNAUDITED RESULTS FOR THE SIX MONTHS ENDED 31 AUGUST 2025

Report to Shareholders for the six months ended 31 August 2025

This condensed interim financial report represents the first set of published interim results by Arbitrage Holdings Limited (“the Company” or “the Group”) since the Company’s listing on the Cape Town Stock Exchange on 6 December 2024, covering the six-month period from 1 March 2025 to 31 August 2025. The Group continues to progress through its establishment and build-out phase as it positions itself to unlock the value inherent in its underlying coal and energy investments.

During the period under review, the Group did not yet generate trading income. The reported operating loss of R10.6 million for the six months predominantly comprises a provision for executive remuneration, director fees and professional and regulatory costs associated with maintaining a listed platform and advancing the Group’s strategic initiatives. These costs are viewed by the Board as a deliberate and necessary allocation of capital to support the Group’s future growth, governance and execution capability.

The Group’s statement of financial position remains dominated by its coal and energy-related investments and project work-in-progress, with invested companies of approximately R1.12 billion and total assets of approximately R1.17 billion as at 31 August 2025. This reflects the continued focus on assembling and preparing strategic assets for development and value realisation over the medium to longer term.

A key focus area for the period under review, and going forward, is the continuation of positive capital-raising initiatives to provide the financial resources required to unlock these coal and energy assets. The Board remains actively engaged with investors and funding partners to secure appropriate capital structures and financing solutions aligned with the Group’s development timetable and risk profile. Shareholders are further advised that positive progress has been made by Beaumont Private Equity (Pty) Ltd in securing a contractual extension of the obligations pertaining to the Share Subscription and the Call Option Agreements with Grammatikos Group for the acquisition of the controlling stake in the Vogelfontein Mining project, which is indicated to be concluded shortly. Accordingly, no adjustment has been made in relation to the underlying asset for the purpose of these interim results.

The Company and Board wish to express their appreciation to the Group’s core supporting shareholders and funding partners for their continued commitment and support throughout this formative phase of Arbitrage’s life as a listed company. Their ongoing engagement and participation have enabled the Group to maintain momentum on its strategy despite the early-stage earnings profile reflected in these interim results.

It remains the strategic intention of the Company and the Board to unlock and grow long-term value for all shareholders through disciplined capital allocation, careful development of the Group’s coal and energy interests and continued strengthening of its governance and management capacity. The Board will continue to communicate progress as key milestones are achieved.

On Behalf of the Board

Mr Cobus Kotze

Chairperson of the Board

Executive Directors: R Swart (CEO), PC de Jager (CFO)

Independent Non-Executive Directors: J Kotze (Chairperson), CKN Tlale, TM Ntseare, IM Rautenbach, K Seoloane |

Company & Transfer Secretaries: CTSE Registry Services Proprietary Limited, Woodstock Exchange, 5th floor, 68 Albert Road, Woodstock 7925 |

Corporate Advisor & Issuer Agent: AcaciaCap Advisors Proprietary Limited |

Website: www.arbitragelimited.co.za

Arbitrage Holdings Limited

(Registration Number 2021/732583/06)

Condensed Interim Financial Statements for the six months ended 31 August 2025

Statement of Financial Position

ZAR	Unaudited 31 Aug 2025	Audited 28 Feb 2025
Assets		
Current Assets		
Trade and other receivables	671,180	579,991
Cash and cash equivalents	44,625	658,032
Total Current Assets	715,806	1,238,023
Non-current Assets		
Intangible assets	45,922,698	45,922,698
Invested companies	1,118,245,546	1,117,111,887
WIP Project expenses	1,799,150	1,684,150
Total Non-current Assets	1,165,967,394	1,164,718,735
Total Assets	1,166,683,199	1,165,956,758
Equity and Liabilities		
Equity		
Issued capital	210,701,682	210,701,682
Retained earnings	775,793,898	786,356,410
Total Equity	986,495,581	997,058,093
Liabilities		
Current Liabilities		
Provisions	35,963,659	34,830,000
Trade and other payables	20,411,720	10,543,469
Total Current Liabilities	56,375,379	45,373,469
Non-current Liabilities		
Deferred taxation	113,885,032	113,885,032
Shareholders' loans	9,927,208	9,640,165
Total Non-current Liabilities	123,812,240	123,525,197
Total Liabilities	180,187,619	168,898,666
Total Equity and Liabilities	1,166,683,199	1,165,956,758

Arbitrage Holdings Limited

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Condensed Interim Financial Statements for the six months ended 31 August 2025

Statement of Profit or Loss and Other Comprehensive Income

Figures in R	Unaudited Mar-Aug 2025	Unaudited Mar-Aug 2024
Trading Income	0	0
Operating Expenses		
Auditors Fees, Consulting & Accounting	152,125	68,327
Bank Fees	1,916	433
Company Secretarial Fees	2,000	0
Computer and related expenses	3,974	7,217
Consulting and Profesional fees	69,200	0
Contractual Expenses Directors	360,000	498,000
Corporate Finance Fees	253,000	0
Meeting Cost and Boardroom Booking cost	0	54,294
Office Expenses and Consumables	8,726	0
Printing & Stationery	0	21,216
Stock Exchange Fees	118,785	0
Travel - National	5,850	15,630
Wages and Salaries	9,586,937	0
Total Operating Expenses	10,562,512	665,117
Net (Loss)/Profit before Tax	(10,562,512)	(665,117)
Deferred tax income from change in Asset Tax Base	0	93,997,779
Income tax	0	0
Net (Loss)/Profit after Tax	(10,562,512)	93,332,662
Other comprehensive income net of tax	0	0
Total comprehensive income for the period	(10,562,512)	93,332,662
(Loss)/Profit attributable to:		
Equity holders of the parent	(10,562,512)	93,332,662
Total comprehensive (loss)/income attributable to:		
Equity holders of the parent	(10,562,512)	93,332,662
Basic and Diluted Earnings per Share (cents)	(1.52)	13.49

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Condensed Interim Financial Statements for the six months ended 31 August 2025

Statement of Changes in Equity

Figures in R	Share capital	Retained earnings	Unaudited Total equity
Mar 2024 - Aug 2024			
Balance at 1 March 2024	205,701,682	706,759,500	912,461,182
Current Period Earnings		93,332,661	93,332,661
Balance at 31 August 2024	205,701,682	800,092,161	1,005,793,843
Sep 2024 - Feb 2025			
Balance at 1 September 2024	205,701,682	800,092,161	1,005,793,843
Current Period Loss		(13,735,553)	(13,735,553)
Issue of Equity	5,000,000		5,000,000
Balance at 28 February 2025	210,701,682	786,356,609	997,058,291
Mar 2025 - Aug 2025			
Balance at 1 March 2025	210,701,682	786,356,609	997,058,291
Current Period Loss		(10,562,512)	(10,562,512)
Balance at 31 August 2025	210,701,682	775,794,097	986,495,779

Arbitrage Holdings Limited

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Condensed Interim Financial Statements for the six months ended 31 August 2025

Statement of Cash Flows

Figures in R	Unaudited Mar-Aug 2025	Unaudited Mar-Aug 2024
Operating Activities		
Receipts from customers	0	0
Deferred tax income from originating and reversing temporary differences	0	93,997,779
Payments to suppliers and employees	(10,652,387)	(690,120)
Net Cash Flows from Operating Activities	(10,652,387)	93,307,659
Investing Activities		
Purchase of other financial assets	(1,248,659)	(5,918,444)
Net Cash Flows from Investing Activities	(1,248,659)	(5,918,444)
Financing Activities		
Proceeds from other financial liabilities	11,287,639	(87,389,148)
Net Cash Flows from Financing Activities	11,287,639	(87,389,148)
Net Cash Flows	(613,407)	67
Cash and Cash Equivalents		
Cash and cash equivalents at beginning of period	659,618	(271)
Net change in cash for period	(613,407)	67
Cash and cash equivalents at end of period	46,211	(204)

BASIS OF PREPARATION

The condensed consolidated results have been prepared in accordance with, and containing the information required by IAS 34 Interim Financial Reporting and the Financial Reporting Pronouncements as issued by the International Financial Reporting Standards Council. The results comply with the Cape Town Stock Exchange Listings Requirements and the Companies Act, 2008 of South Africa.

This announcement itself has not been audited or reviewed by the Group's auditors.

These condensed consolidated results were prepared by Mr P de Jager CA (SA) in his capacity as Chief Financial Officer.

The accounting policies and methods of computation applied in the preparation of these condensed consolidated results are consistent with IFRS and those applied in the most recently issued audited annual financial statements.

The information included in this announcement, including any forward-looking information, has not been reviewed or reported on by the Group's auditors.

CASH DIVIDEND DECLARATION

No dividend was declared during the period under review.

SEGMENTAL REPORTING

No segmental report has been prepared as the Group only has one segment.

ACQUISITIONS AND DISPOSALS

There have been no acquisitions or disposals during the period under review.

ISSUE AND REPURCHASE OF SHARES

There have been no new issues or repurchases of ordinary shares during the period under review.

RELATED PARTY TRANSACTIONS

There were no related party transactions during the period under review that are material to an understanding of these results.

STANDARDS AND INTERPRETATIONS EFFECTIVE AND ADOPTED IN THE CURRENT YEAR

No new standards and interpretations have been adopted during the period under review.

CHANGES TO THE BOARD

Mr Carrington Koenehane Nthakha Tlale ("Carrington"), an Executive Director of the Company, tendered his resignation with effect from 24 September 2025. Carrington was re-appointed to the Board of Directors as an Executive Director and co-Chief Executive Officer of the Company with effect from 3 December 2025.
