

2026

Integrated Annual Report



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Huge Group Limited Integrated Annual Report

www.hugegroup.com

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Huge Group in essence

4	Our purpose, vision and values
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Huge Group in essence

Huge Group Limited is a South African investment company listed on the JSE Main Board since 2016, having first listed on the AltX in 2007. Over that time, Huge Group has deliberately evolved from a single telecommunications entity into a diversified investment holding company.

Over the past decade, Huge Group has built a distinctive, shared-value investment framework – one that has created an ecosystem of strategically integrated investments – and grown assets under management to **R1.595 billion in FY2026** (FY2025: R1.463 billion).

The portfolio currently comprises 14 investment entities and four **portfolio investment companies (PICs)**, overseen by the Board’s Investment Committee and actively administered by the executive team of Huge Management Company, a wholly-owned subsidiary.

This evolution has engraved a clear set of values and a distinct investment philosophy into Huge Groups’ ethos – defining the boundaries of a framework designed to create sustainable value for all stakeholders.

Our purpose, vision and values

Huge Group’s integrated ecosystem is designed to be a platform for growth. By inter-connecting portfolio investment companies through shared capabilities, resources, and innovation, each investment is powered to scale, adapt, and create value that extends beyond its own potential.

<p>Seek synergistic investment opportunities that complement our existing portfolio.</p>	<p>Leverage intra-portfolio shared-services, releasing cost efficiencies, scale, and growth.</p>	<p>Facilitate enablement opportunities for our PICs and their clients.</p>	<p>Create a collective return on investment that exceeds each portfolio entity’s own potential.</p>
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Our purpose: Investing in integrated ecosystems and enablement opportunities.

Our logo embodies a visual representation of some of our core principles:



This pair of equidistant white bars represents our approach to partnership. Our decisions are not made in isolation, but in the best interest of all our stakeholders.



The arrow within our logo is a symbol of our constant striving for sustainable, consistent, and increasing growth and value.



The stylised, white **‘V’** represents our ambition to continually unlock value. We act and make decisions with an ever-present awareness of the need to ensure that these will, either in the short or the long term, create value.



The combination of all of these elements together creates the slanted **‘H’**. The ‘H’ is slanted to create the perception of size and height. We are, after all, HUGE in name and spirit.

Who we are

Innovators and change agents

– Empowered, results-driven leaders with strong build to investment knowledge, combined with strategic know-how, and with eyes on the future.

Ecosystem builders

– Entrepreneurial investors focused on transforming digital commodities into genuine sources of value – through integrated ecosystems.

Ethically driven and governance based

– We bring a strong work ethic and meticulous attention to detail - sharing collective experience, expertise, and intellectual property within a well-defined corporate governance framework.

What we do

Enabling shared value

– We actively shape the ecosystems we build to enable the sharing of value through scale, growth, and cost efficiencies.

Empowering entrepreneurs

– We collaborate closely with the entrepreneurs who run the PICs in our investment portfolio, providing them with strategic guidance through innovation cycles.

Facilitating growth

– We balance driving today's growth with making thoughtful decisions that ensure sustainable, long-term value for all stakeholders.

We aim to continue identifying extraordinary investments in complementary assets, enabling growth through synergy, and ultimately driving long-term value for shareholders through a disciplined and meaningful approach.

See Investing in Enablement from page 8.

Our investment philosophy

While navigating the evolving technological landscape, Huge Group has gradually assembled the puzzle pieces of its integrated ecosystem, creating a portfolio of investment companies that are poised to thrive.

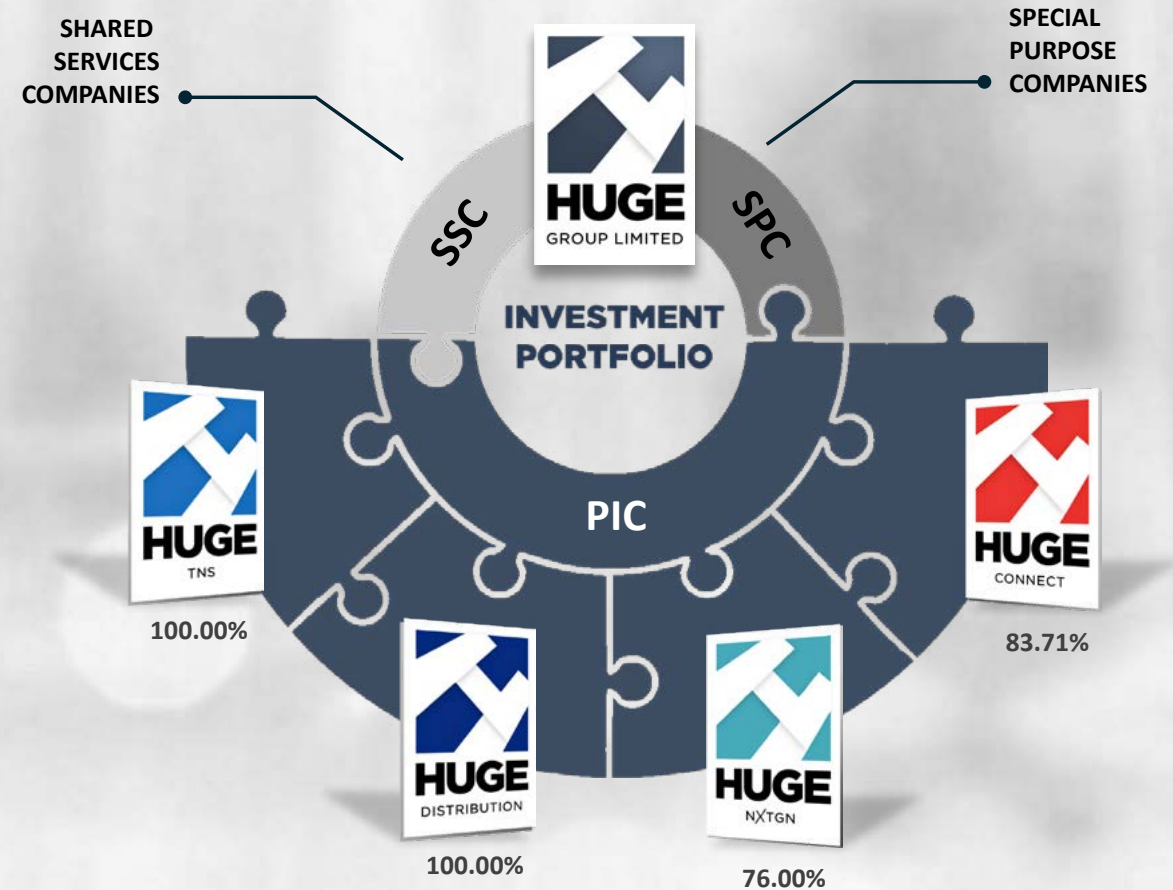
An ecosystem is a unified structure where each element fulfills a vital role contributing to a stronger, healthier system through coordinated interaction. With this ecosystem, PICs serve as the functional building blocks, each adding distinct and incremental value.

As **innovators**, Huge Group has guided its PICs from linear business models towards a fully integrated ecosystem approach. The results speak for themselves: unlocked value, greater efficiency, and improved sustainability across the portfolio – while driving long-term value for all stakeholders. *We remain committed to continuously building a shared-value ecosystem of strategically integrated investments.*

See our leadership and insights from page 18.

Our clusters of excellence

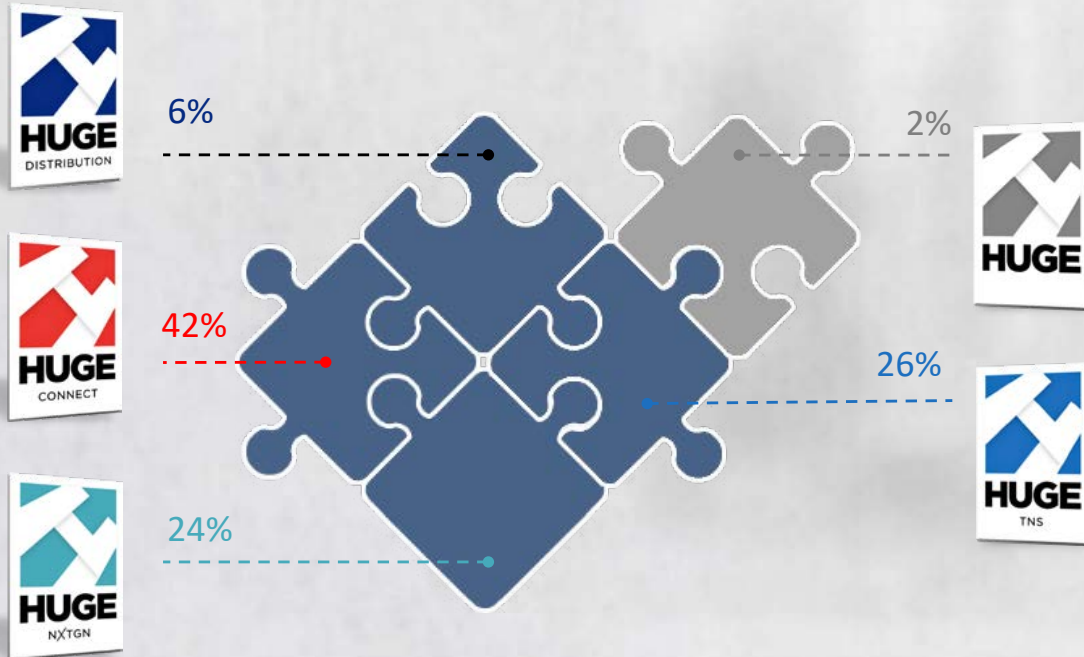
Collectively, our PICs represent an ecosystem of platforms and capabilities, a national distribution footprint, an established partner and supplier network, and significant intellectual property and expertise. They are purposefully structured in clusters of excellence to facilitate go-to-market activities and leverage shared services across the portfolio.



For more detailed information on our portfolio structure, please refer to page 78 at the back of this report.

FY2026 investment portfolio

Our larger PICs account for 98% of the value of our investment portfolio.



- Huge Distribution
- Huge TNS
- Huge Connect
- Huge NXTGN
- Other Huge Investments

FY2026 key highlights

Since our listing on the JSE in 2007, Huge Group has grown steadily — delivering a 50-fold increase in net asset value over the past decade.

**Investment portfolio
fair value:**
R1.595 billion
(FY2025: R1.463 billion)

**Net value asset
per share:**
945.14 cents
(FY2025: 928.69 cents)

In line with our **ecosystem investment philosophy**, we recently completed the amalgamation of the Huge Connect and Huge TNS workforces — a strategic initiative expected to deliver significant cost savings. We also provided working capital to Huge Distribution, which is anticipated to drive substantial growth in revenue and EBITDA, supported by the 2024 diversification into renewable energy solutions.

The EBITDA of Huge Group's portfolio investment companies increased from R149 million for the year ended 28 February 2025 to R177 million for the year ended 28 February 2026, before accounting for holding company costs of R26 million and R9 million respectively.

"Today, our portfolio structure represents a lean, efficient and agile ecosystem that is poised for growth."

James Herbst, Chief Executive Officer



Investing in enablement

8	Our investment strategy
9-10	Our value creation model

Zak van de Merwe (CCO)

Our investment strategy

We structure our portfolio by building blocks for transforming digital commodities into enablement.

Enablement is the process of providing employees, partners, or customers with the specific knowledge, skills, and tools necessary to bridge the gap between having technology and utilising it to its full potential, improving productivity, fostering adoption, and unlocking value for all participants.

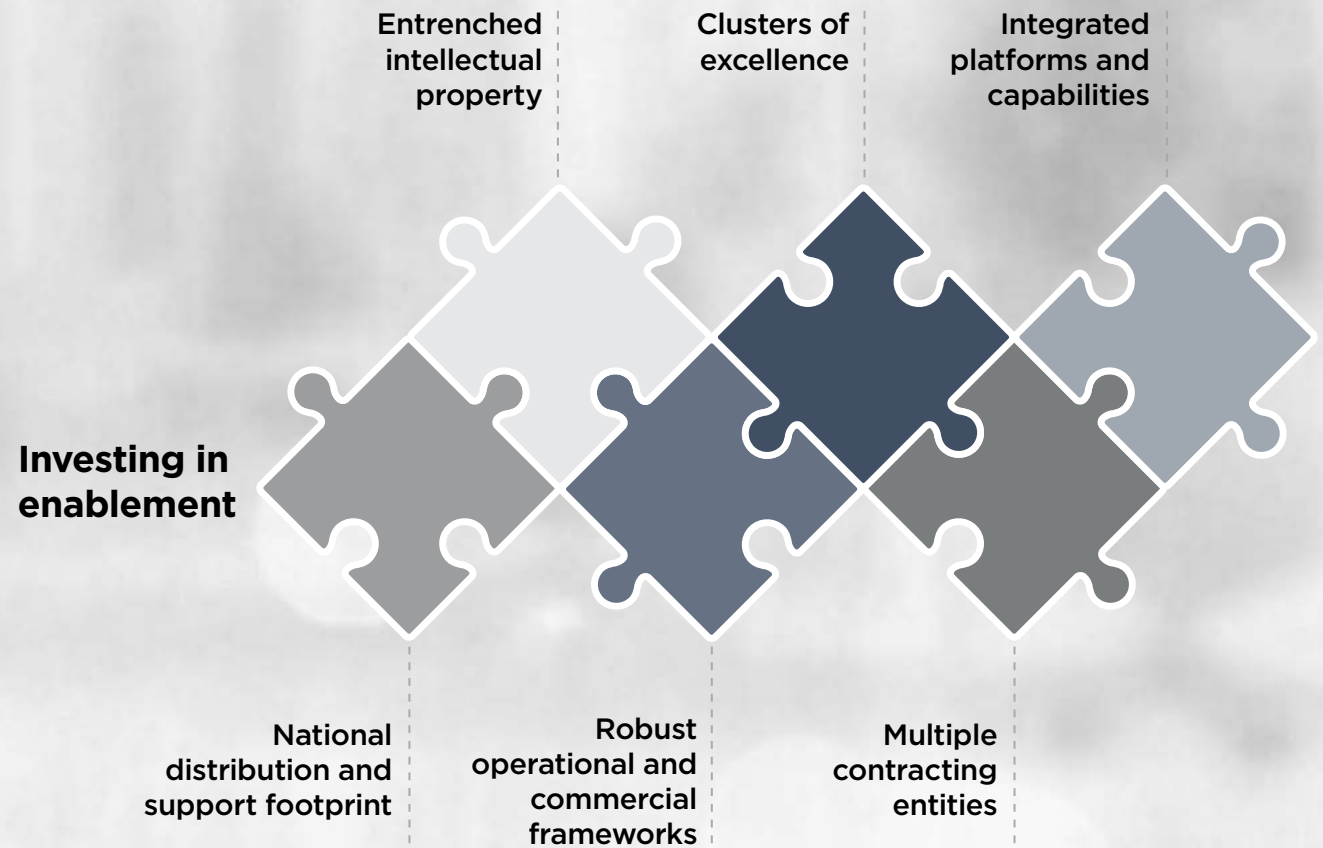
"In the past 5 years, we have invested in strengthening intellectual property, assets, and capabilities to unlock this enablement potential."

James Herbst, Chief Executive Officer

Technology adoption	Knowledge transfer
Initial implementation	Providing specific knowledge and skills
Tool provision	Full potential
Supplying necessary tools for utilisation	Technology used to its full potential

Huge Group is uniquely structured to invest in enablement

Our strategy is built on the principle that sustainable value is created over the long term. Growth is driven through the strategic addition of complementary assets, enabling us to identify and unlock economies of scale, cost efficiencies, and revenue opportunities across the portfolio. By harnessing the synergies between our investments, we reduce duplication of capital and operational expenditure while enhancing resilience. At the same time, we remain focused on emerging technologies and evolving business models, ensuring Huge Group is positioned to capture future opportunities and deliver shared value.







Our value creation model

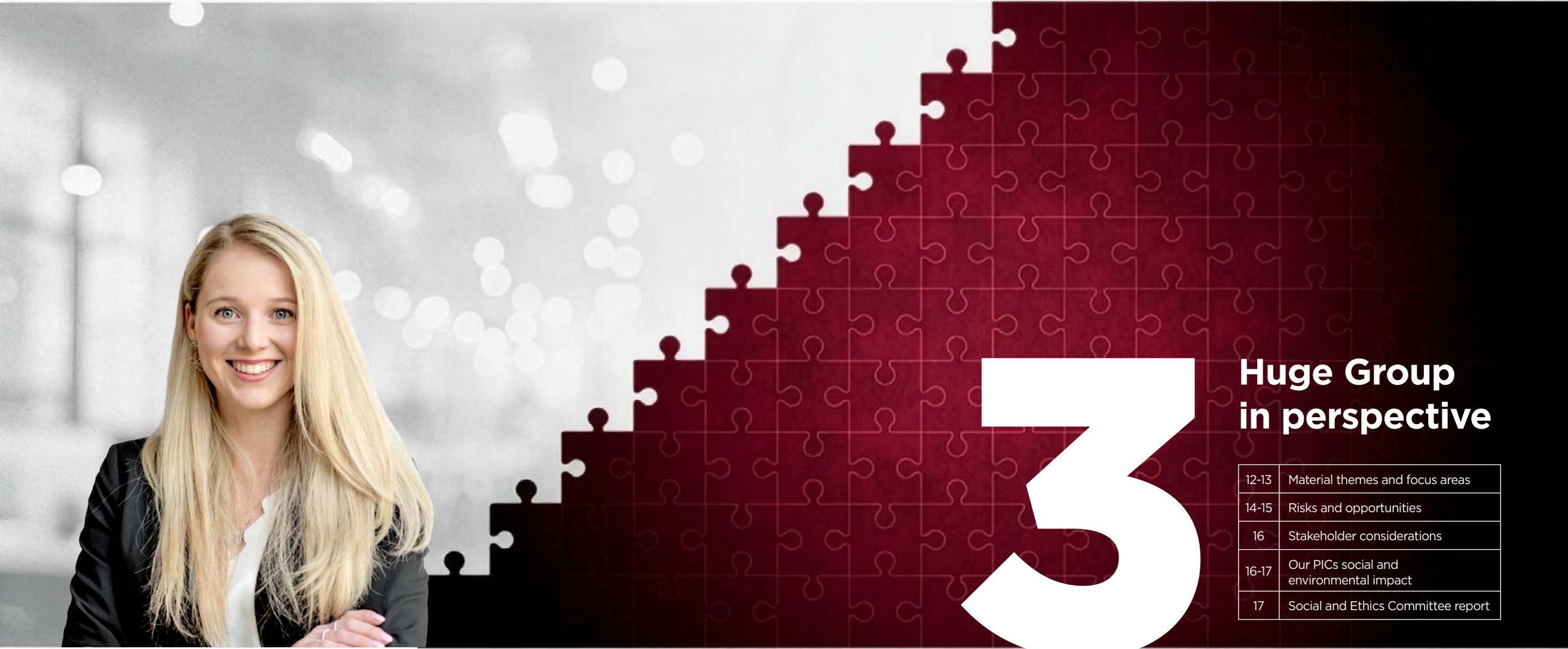
Our model is founded on the principal belief that value is built over the long term. We achieve growth through the incremental addition of complementary assets, identifying and unlocking economies of scale, cost efficiency, and revenue growth from the synergies that exist between our investments, while keeping an eye on the technologies and business models of the future.

Our inputs	Our value drivers	Stakeholders affected	Related material themes	Our key outputs
<p>Financial</p> <p>Huge Group provides robust operational and commercial frameworks and centralised statutory, legal, commercial, and treasury oversight across PICs.</p>	<p>Our investment model aims to allocate capital for growth, whilst ensuring long-term financial resilience and sustainability.</p> <p>We continuously reinvest cash generated by the go-to-market PICs in our investment portfolio.</p>	<p>Shareholders, Funders, Our PICs</p>	<p>Socioeconomics</p>	<p>Investment into renewable energy: R24 million (FY2025: R34 million)</p> <p>Investment into Virtual Network Enabler (VNE) system development: R26 million (FY2025: R23 million).</p> <p> See our Annual Financial Statements from page 37.</p>
<p>Technological</p> <p>Our PICs leverage centralised multi-tenant, multi-network capable systems and platforms, and hold Class licenses, as well as IECNS and IECS ICASA licenses.</p>	<p>Our clusters of excellence, shared-services, integrated ecosystem and portfolio structure create a whole that is greater than the sum of its parts.</p>	<p>Government, Regulators</p>	<p>Data insights</p> <p>Sector trends</p>	<p>Collectively, our PICs offer a wide range of propositions that include satellite, fibre and fixed wireless connectivity, enterprise MVNO enablement, voice communication and secure transmission services, as well as cyber security products, services, and solutions.</p>
<p>Intellectual</p> <p>Entrenched intellectual property, a credible and experienced Board and an experienced investment team.</p>	<p>The people we employ and with whom we engage have extensive experience, talent, and know-how, providing the intellectual capacity to deliver on our strategies.</p> <p>Huge NXTGN is an incubation hub for next-generation propositions.</p>	<p>Our PICs, Potential Investors</p>	<p>Corporate governance structures and leadership</p> <p>Growth strategies</p> <p>Productivity initiatives</p>	<p>Huge Management Company oversees the day-to-day management of the investment portfolio; conceptualises strategy, oversees implementation, monitors performance; and makes recommendations to the Board on prospective investments or divestments.</p> <p> See our investment philosophy on page 5.</p>
<p>Human</p> <p>Huge Group, through Huge Management Company, directly employs a small and talented investment team.</p>	<p>Huge Group provides a supportive culture of governance frameworks, entrepreneurship and innovation for our PICs.</p>	<p>Employees, Partners, and Suppliers</p>	<p>Future skills development and people empowerment</p>	<p>Our investment portfolio provides stable employment to a collective 221 people (FY2025: 297), and our PICs maintain strong and long-standing supplier relationships.</p> <p> See Huge Group in essence on page 4.</p>
<p>Social</p> <p>Our PICs maintain good relationships across their value chains, supported by Huge Group’s governance oversight.</p>	<p>Strong stakeholder relationships and a commitment to sound governance and compliance.</p>	<p>Government, Regulators, Potential Investors</p>	<p>Resilience and collaboration</p>	<p>Collectively, our PICs represent multiple contracting entities, with solid B-BBEE credentials.</p> <p> See our Social and Ethics Committee report on page 17.</p>
<p>Natural</p> <p>Our investment model incorporates the distribution of clean energy via our Huge Distribution PIC.</p>	<p>Huge Distribution is the umbrella under which Huge Energy operates.</p>	<p>All Stakeholders</p>	<p>Sustainable, next-generation business models</p>	<p> See our PICs environmental impact on page 16-17.</p>

Our value creation model (continued)

Our purpose: investing in ecosystems	Key outcomes: leveraging interconnected technologies to deliver technical enablement			
<p>As an investment entity, Huge Group has increased the net asset value (NAV) per share from 928.69 cents in FY2025 to 945.14 cents per share in FY2026.</p> <p>Total assets: R1 973 million</p> <p>Total equity: R1 631 million</p> <p>Net gain: R60 million</p> <p>Expenses: R26 million</p> <p>Profit/loss: R28 million</p>	 <p>Huge TNS is a network enabler offering a comprehensive suite of data, voice, and network services, along with ICT hardware solutions for corporate businesses, small and medium enterprises (SMEs), and small home offices (SOHO).</p>	 <p>Huge Connect is an IoT solutions provider, offering secure payment systems to South African retail banks, and a full-service IoT proposition for enterprise and SMME clients.</p>	 <p>Huge NXTGN is an MVNO enabler, providing agile cloud-native, turnkey enterprise enablement capabilities that represent a quick, affordable, and secure platform-as-a-service solution underpinned by one of the most sophisticated local-enablement architectures available.</p>	 <p>Huge Distribution imports and distributes world class ICT and alternative energy products, providing tailored solutions that meet the evolving needs of businesses across South Africa and Sub-Saharan Africa. Under the Huge Distribution umbrella, Huge Energy delivers high-performance renewable energy solutions.</p>

 Please see our PICs performance spotlight on page 26-29.



Huge Group in perspective

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17	Social and Ethics Committee report

Rachelle Douglas (CRO)

Material themes and focus areas

Huge Group’s Board identifies material and macroeconomic trends on an annual basis, with continual reassessment throughout the year, to determine factors that could influence our investment portfolio and ecosystem in the short and medium term.

- Research**

1 The investment team monitors macro trends in the external operating environment.
- Analyse**

2 Trends are analysed through peer reviews, stakeholder feedback and engagement with third party advisors.
- Prioritise**

3 The investment team prioritises the general themes that have relevance to our Investment Philosophy and our PICs.
- Focus**

4 We identify the specific matters that may materially increase the risks faced within our investment portfolio and apply our focus accordingly.
- Validate**

5 The Board considers the most pertinent matters that have arisen throughout the year.
- Rank**

6 The Board ranks these matters according to their significance and their individual and collective potential impact on our current strategy.

Material themes and focus areas

Material theme	Macrotrends and our response
1. Socio-economics	In September 2025, the World Uncertainty Index (WUI) reached new highs, and the global geopolitical environment continues to create a volatile economic landscape at the start of 2026. In South Africa, which experienced minimal GDP growth in 2025, the rate of improvement remains slow and is exacerbated by global uncertainty. As such, Huge Group maintains a conservative approach to treasury management; remains vigilant in monitoring liquidity; and continually seeks to maximise cash flows through strategic portfolio management. Our PICs provide connectivity to businesses and people, facilitate access to information through technical infrastructure and empower people with skills for the future .
2. Data insights	Data and analytics technology continues to evolve at a rapid pace. Technical enablement equips businesses with the tools, skills, and methodologies needed to leverage technology effectively, driving productivity, customer convenience, innovation, and business growth. By utilising inter-related and relevant data available across our investment portfolio and our clusters of excellence, our PICs provide meaningful and accurate insight to customers, ultimately enabling them to thrive in an interconnected, data-driven world .
3. Growth strategies	Artificial Intelligence (AI) remains a global business megatrend, highlighting the transformative potential of disruption as a growth strategy by challenging traditional models. When embraced strategically, businesses can use disruptive innovations to leverage a competitive advantage. Allied to this potential is the corresponding need for increased awareness of cybersecurity and the protection of intellectual property and personal information. Huge Group has created a comprehensive and structured AI Governance Framework that empowers operational and executive teams within the PICs to confidently adopt AI technologies—under clear operational guidelines — to help mitigate inadvertent risks.
4. Productivity initiatives	Worldwide, productivity initiatives are transforming businesses , driven by technical enablement, cross-functional collaboration, better workflows and an emphasis on strategic goal alignment. To remain competitive and mitigate the risks of a slow-growing and uncertain economy, businesses are focusing on leveraging economies of scale, building resilience, enhancing productivity and realising cost efficiencies. Huge Group, through its carefully structured portfolio ecosystem, remains agile by centralising procurement and shared service functions , and unlocking scale through synergies.

Material themes and focus areas (continued)

Material theme	Macrotrends and our response
<p>5. Corporate governance structures and leadership</p>	<p>In a complex, evolving and competitive operating environment, marked by emerging technologies and creative entrepreneurs, regulatory compliance and business sustainability are core factors. As a result, sound governance structures and frameworks are increasingly important to enable resilience, relevance and adaptivity. Huge Group stays abreast of the regulatory environment, proactively addressing requirements, developing policies, and ensuring that our PICs operate within a well-defined and structured governance framework.</p>
<p>6. Future skills development and people empowerment</p>	<p>Driven by rapid technological advancements, AI, environmental awareness, and the need for a more adaptable, resilient workforce, future skills development and people empowerment are increasingly intertwined. Key areas for employee development in this environment include nurturing creative flexibility, together with analytical and technological skills. Talent retention strategies and succession planning also remain critical in maintaining a stable pipeline of future skills. Huge Group continues to grow and bolster its management team with new talent.</p>
<p>7. Resilience and collaboration</p>	<p>Collaboration allows for faster, more creative problem-solving during challenging times; breaks down rigid silos; utilises diverse expertise; and enables businesses to adapt to change. As such, collaboration helps to ensure that resilience is embedded in an organisation, as the two are interrelated. Huge Group actively enhances the resilience of our PICs through intra-portfolio collaboration.</p>
<p>8. Sustainable, next-generation business models</p>	<p>Next generation business models are redefining the traditional, linear approach by replacing centralised control with collaboration, shifting from access to participation, and building a value system around the intangible assets that drive competitive advantage. Huge Group has built an ecosystem around shared purpose, value and platforms.</p>
<p>9. Sector trends</p>	<p>The ICT sector includes a broad range of information and communication technology hardware and software, connectivity, transactional and financial capabilities, and sophisticated digital services. Overall, the convergence of technologies is transforming the landscape. Through leveraging interconnected technologies, our ecosystem of PICs enhances operational efficiency and helps brands to deepen their customer engagement across the retail and financial services sectors.</p> <div data-bbox="765 1262 2434 1387" style="border: 1px solid #ccc; padding: 10px; margin-top: 10px;"> <p>Huge NXTGN enables businesses to create their own MVNOs, and the MVNO market continues to grow in South Africa. According to a recent report by market analyst firm BMIT, the local MVNO market will outpace that of mobile operators, expecting it to grow from around 4.8 million active subscribers at the end of 2025, to 11 million to 12 million by 2029 – representing a compound annual growth rate of 18%.</p> </div>

Risks and opportunities

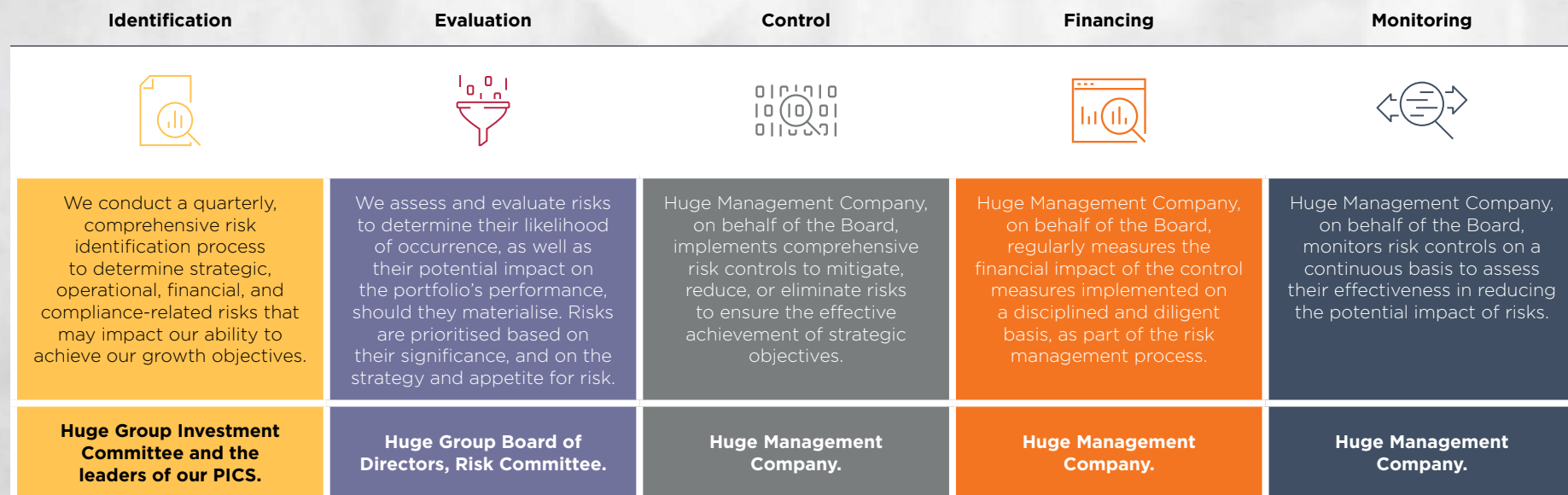
From daily decision-making to the most significant strategic decisions, understanding and mitigating risk is crucial for progress and success. Sound risk management provides a controlled framework from which Huge Group is able to achieve its strategic objectives.

The Board retains ultimate accountability for setting Huge Group’s risk management policies and delegates the conceptualisation, design, and effective execution of risk-mitigation processes to the executive leadership teams of each PIC. Risk management is embedded in the daily operations of our go-to-market PICs and is governed by Board-approved policies that ensure consistency and alignment across Huge Group.

Each PIC’s executive team is required to report directly to the investment team on a monthly basis, ensuring a clear line of oversight, timely escalation of material risks, and a cohesive portfolio-wide approach to risk governance.

The Chairman of the Audit Committee also serves as Chairman of the Risk Committee. By invitation, Board members attend meetings of both committees, ensuring that the Audit Committee remains closely engaged with, and informed about, the activities of the Risk Committee. This structure supports strong interaction, alignment, and oversight across both functions.

Our risk management process



Our risk appetite and tolerance

Risks are categorized and classified by the Board in a formal risk register, and each risk is considered and ranked in terms of the likelihood of it manifesting and its potential impact, by allocating a risk score. Risk mitigation measures are considered and agreed upon, and the residual likelihood and residual impact are considered, resulting in a residual risk rating that is acceptable and approved by the Board.

We define our risk appetite by the risk we face and our tolerance levels for risk as follows:

Crisis management	Extremely cautious, with zero tolerance
Board approval	Cautious, with low tolerance
Managing Director approval	Conservative, with moderate tolerance

Huge Group ascribes to the following five lines of assurance:

- **First line** - Line management is responsible for monitoring and managing risk and opportunities.
- **Second line** - Risk managers in each PIC review and consider risks and opportunities.
- **Third line** - Huge Group utilises the services of various external consultants to assist with managing risks related to revenue recognition and regulatory compliance.
- **Fourth line** - The independent auditor considers and reviews the risk management processes we have implemented through the external audit process and elevates any areas of concern which may require further attention.
- **Fifth line** - The Risk Committee and the Audit Committee consider and review the risk management processes and provide the Board with advice and recommendations.

The Company’s low/medium risk appetite and low tolerance levels are visible in its gearing levels, the boundaries of its business model, its clearly stated and shareholder approved Investment Policy, as well as in its ongoing investment management procedures.



Key risks

Risk Identification and Description	Mitigation and monitoring	Opportunity
1. Cybersecurity		
Cyber threats are growing worldwide with cyber breaches of increasing concern. PwC's Global Digital Trust Insights Survey 2025: South Africa report provides critical insights into the cybersecurity landscape in South Africa and Africa, and highlights the urgent need for robust cyber risk mitigation strategies.	<ul style="list-style-type: none"> - Proactively monitoring threat detection. - Maintaining comprehensive cyber insurance cover, reviewed annually. - Maintaining security policies and standards, reviewed annually. - Maintaining and monitoring disaster recovery plans. - Actively providing thought leadership. - Undertaking education campaigns for employees, customers and suppliers. - Implementing ISO 27001 Certification (awarded to Huge Platforms in 2005) and deploying across PICs. - Regularly and consistently monitoring IT processes in line with policy. 	Expansion of Huge Group's inherent PIC capabilities as IT specialists to mitigate cybersecurity risks for its customers.
Related material themes: Growth strategies, data insights		
2. National Infrastructure		
Ongoing disruptions in the grid power supply and potential national power grid collapse.	<ul style="list-style-type: none"> - Continually assessing the likelihood of a grid collapse. - Ensuring PICs' business continuity with offshore shadow-servers in the event of a grid collapse or similar disasters. - Maintaining contingency plans to ensure preparedness, despite the likelihood of a grid collapse diminishing. - Regularly reviewing Huge Distribution's solar energy solutions. 	Huge Distribution's solar energy solutions represent a significant potential alternative and continue to grow exponentially both nationally and across Africa.
Related material themes: Socioeconomics, resilience and collaboration		
3. Loss of key PIC personnel		
Business interruption due to loss of key PIC personnel.	<ul style="list-style-type: none"> - Regularly updating the PICs succession plans and reporting these updates to the Board. - Reviewing annual succession plans via the Nominations Committee. - Attracting and retaining talented people through Huge Group's reputation, established track-record, culture and benefit policies. 	Our ecosystem approach provides greater insight in relation to PIC employment strategies and structures.
Related material themes: Future skills development and people empowerment		
4. Lack of liquidity for growth		
Constraints on liquidity levels to fund growth of the portfolio.	<ul style="list-style-type: none"> - Constantly engaging with shareholders, potential investors, current lenders, and alternative funders to increase capacity to fund the growth of the PICs and the investment portfolio. - Maintaining a good relationship with our funders. - Ongoing, careful management of financial fundamentals. 	Our ecosystem approach provides greater insight into PIC performance and working capital requirements to direct funding strategies.
Related material theme: Sustainable, next generation business models		
5. Deteriorating macroeconomic conditions		
Performance pressure in light of deteriorating macroeconomic conditions (local and international geopolitical volatility).	<ul style="list-style-type: none"> - Constantly monitoring of the broader market and the volatility of its components. - Staying abreast of developments via the Investment Team, in discussions with external, professional advisors. - Maintaining a strict financial control environment. - Adopting a conservative approach to treasury management to ensure resilience. 	Our strategic, ecosystem approach enables cost savings and efficiencies, economies of scale, and is an attractive investment differentiator.
Related material theme: Socioeconomics		

Stakeholder considerations

Huge Group follows a people-first approach, proactively and responsively addressing the needs and expectations of its stakeholders.

<p>Shareholders and Funders</p>	<p>We understand that a sustainable return require a long-term approach to value creation, balanced with attention to near-term growth. We are an agile, forward-thinking Investment Company, with a portfolio ecosystem geared to cost savings, shared value, and efficiency. Our innovative culture is tempered by a conservative approach to central treasury and risk management, ensuring strong relationships with our funding partners.</p>
<p>Potential Investors</p>	<p>Our clear purpose — investing in ecosystems and enablement opportunities positions us as innovators in an increasingly ecosystem-driven economy. We build integrated ecosystems based on next-generation business models that incorporate economic, environmental, and societal sustainability principles at their core. Our dedicated Investment Team regularly engages with potential investors, demonstrating the value of our portfolio ecosystem.</p>
<p>Our PICs</p>	<p>As an investment entity, Huge Group has always maintained a “back the jockey” approach. The entrepreneurial leaders of our PICs are central to success. Our Investment Team facilitates regular intra-portfolio engagement to identify and unlock synergies. Ongoing strategic discussions with PIC leadership, combined with quarterly performance and risk reviews, ensure that entrepreneurs are supported within structured frameworks designed for growth. In FY2026, Huge Group introduced, a framework and policy for the responsible and profitable adoption of AI to guide PIC decision-making.</p>
<p>Our Employees and Suppliers</p>	<p>Huge Group maintains a small, agile, and motivated investment team and continues to attract highly talented individuals. Our PICs enjoy sustained strategic partnerships aligned to their respective focus areas, and deploy enterprise development solutions for suppliers across their value chains. By providing governance services, sharing best practices, and allocating financial capital, we aim to empower our PICs, their employees, and their value chains — ensuring long-term economic sustainability.</p>
<p>Government and Regulators</p>	<p>Huge Group and its investment portfolio are regulated by various governing bodies, including the JSE, the Companies and Intellectual Property Commission (CIPC), the South African Revenue Service (SARS), ICASA, and the B-BBEE Commission, among others. In FY2026, Huge Group’s directors and executive team completed training on the JSE Simplified Listings Requirements effective from 16 February 2026.</p>

Our PICs social and environmental impact

As responsible fund managers, Huge Group continues to empower our PICs, their employees and value chains by providing economic sustainability, promoting responsible business practices, and encouraging our PICs in their pursuit of inclusive ethical, social, and environmentally sound objectives.

Our **PIC ecosystem** is built on a **next-generation business model** for sustainable growth. This model emphasises continuous innovation, adaptability to market disruption, and purpose-driven strategies that **include sustainability and ethical practices**. As innovators in this space, our PIC ecosystem provides **connectivity** to businesses and people, facilitates **access to information** through technical infrastructures, **develops IT skills** for the future, and forms partnerships for **delivering clean energy** across Africa, while ensuring the **protection of data and privacy**.

In line with our approach to sustainability, Huge Group moved into a new, green certified building in FY2026.

A green certified building in South Africa is a structure independently verified by the Green Building Council South Africa (GBCSA) to be sustainable, resource-efficient, and healthy. These buildings prioritise energy efficiency, water reduction, and lower carbon emissions, offering lower operational costs and better occupant health.

Empowering Africa's future through smarter distribution



Recognising that solar power is an important **renewable energy alternative** for furthering clean energy development in Africa, Huge Energy, under the umbrella of Huge Distribution, focuses on the sourcing, supply, distribution, and installation of quality solar solutions across Africa.



-  South Africa
-  Zambia
-  Zimbabwe
-  Botswana
-  Congo
-  Malawi

Huge Energy: clean energy distribution footprint

Huge Energy offers a comprehensive selection of industry-leading alternative energy products, ensuring **sustainable and efficient energy** solutions for South Africa and Sub-Saharan Africa.

Nurturing people and the next generation

Huge Connect and Huge TNS maintain a shared Environmental Sustainability Policy, Health and Safety Policy, Ethics Policy and Employment Equity Plan, overseen by the Ethics Committee, Health and Safety Committee, and Employment Equity Committee respectively, which meet quarterly.

Huge Connect

- Provides **bursaries** for three employees, and three employees received training on **scarce and critical skills**
- **63** employees undertook statutory OHS training
- Provides specialised learnerships for the deaf through **E-Deaf**
- **Total training spend FY2026: R895 434**
- **13 schools** receiving free connectivity services, to the value of **R525 289**
- E-waste recycled: **451.59 kg**

Huge TNS

- Provides **20** learnerships through its **learnership programme**
- Ongoing monthly contribution to a **children's home and youth care centre** in East London
- Continues hardware recycling, and disposed of **1 336 kg** electronic plastics and cardboard through e-waste management partners
- Together with Huge Connect, all employees belong to the Company Wellness Solutions

Protecting people, privacy and data

Huge NXTGN

In FY2026, a month-to-month insurance proposition was introduced by Huge NXTGN on behalf of its anchor tenant, Pick 'n Pay Mobile, offering their subscribers six months of essential household food and subsistence cover in the event of retrenchment or loss of income. This approach serves as one example that underscores Huge Group's commitment to delivering value that is both commercially sustainable and socially meaningful.

IT Policies

Huge Connect and Huge TNS maintain an IT Policy, which specifically addresses measures and controls to minimise risks associated with cyber-related threats and ensures the protection of personal information (POPIA) compliance. Ongoing and comprehensive training and testing minimises exposure to cyber-attacks and increases safeguarding of sensitive information. **No breaches were experienced in FY2026.**

Social and Ethics Committee report

The Social and Ethics Committee maintained oversight of the Company's social and ethical standing by considering relevant legislation, and underlying principles of good corporate citizenship.

The Committee has:

- Reviewed and approved updates to the Social and Ethics Policy;
- Maintained oversight of annual B-BBEE engagements across the portfolio, including review of B-BBEE Reports and the employment equity status of the PICs;
- Assessed and engaged on human resource reports and labour relation matters; and
- Engaged on environmental and social matters, including climate change, impending water shortages, employee relations and sustainable labour practices and fair remuneration.

The Committee is satisfied that the Company has carefully considered these issues and has taken the appropriate measures to the extent applicable to its activities. The Company encourages the PICs to align their B-BBEE strategies with specific commercial business requirements, advocating a minimum level 4 B-BBEE rating.

The Social and Ethics Committee is of the view that it has met the stated objectives of its charter and will continue to focus on assessing the Company's implementation of policy.

Vincent Mokholo
Chairman



Our leadership and insights

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22-24	Our leadership

Chantal (CFO), James (CEO), Keven (MD of Huge Connect and Huge TNS), Rachelle (CRO), and Zak (CCO)

Independent non-executive Chairman's message

Operating environment and the value of enablement as an investment strategy

On the upside, South Africa's overall macroeconomic environment was characterised by a very gradual recovery in 2025, although this was offset with **business and consumer confidence** continuing their downward trend towards the end of the year. Heading into 2026, economic and geopolitical **uncertainty** persists, and continued weaknesses in South Africa's infrastructure remain a challenge.

*In this tough operating environment, many businesses are seeking to reduce costs, enhance productivity, supplementing this with alternative energy sources, and seeking new areas for innovation and growth. I believe that Huge Group's **Portfolio of Investments**, operating as an ecosystem, is well-positioned to help unlock new areas for growth through **technical enablement**, which will enhance efficiency and productivity, and will provide a platform for effective participation and the unlocking of shared value in the digital economy.*

Ensuring an agile and effective investment portfolio ecosystem and structure

Huge Group's primary purpose is to optimise the allocation of financial capital to its investment portfolio to achieve maximum value generation by **investing in integrated ecosystems**. Shareholders are reminded of a **portfolio-wide productivity and efficiency enhancement initiative**, in which the workforce of Huge Connect, Huge Platforms, and Huge TNS were amalgamated, and the moving of this amalgamated workforce into new offices, which has resulted in significant cost and energy savings. More importantly, this move **enhances the integration of Huge Group's portfolio ecosystem** and the management thereof.

Good governance: Converting wise thought into prudent action

In support of Huge Group's continued focus on **governance and reporting**, shareholders were advised that various appointments were made to the Board of directors in 2025. We welcome Chantal Human, who has held various roles within Huge Group's PICs since 2019, most recently having served as the financial executive of Huge TNS, to her new role in the dual capacity of Financial Director of Huge Connect and **Chief Financial Officer of Huge** Group. Likewise, we are pleased to report that Rachelle Douglas, the former Financial Manager of Huge Management Company, is now the **Chief Reporting Officer** for the Group. Zak Van De Merwe, who held the role of Chief Operating Officer since 2021, has now assumed the role of **Chief Commercial Officer** of Huge Group, in line with the transitional roadmap defined by the Board.

*At Board meetings, I continue to witness a **well-structured and cohesive Board of directors** and Board committee members working together with the executive directors to provide a stable framework in which the entrepreneurial spirit of Huge Group's portfolio investment companies can thrive.*

Appreciation and future focus

I would like to express my gratitude and appreciation to my fellow Board members for their dependable support, and on their behalf, I extend our appreciation to Huge Group's executive team for its deep commitment to the Company's purpose in driving long-term, sustainable growth. We also thank the portfolio investment company leaders and teams, whose continued engagement is fundamental to Huge Group's success.

Veran Kathan

Independent non-executive Chairman

Chief Executive Officer's report



Overview

When reflecting on Huge Group's results over the past four years, I am reminded that success is not always swift. It requires patience, resolve, and unwavering resilience. Over the past decade, we have focused our efforts on building an investment platform with a solid foundation by carefully making investments in companies that share specific attributes. In our past published results, we have often spoken of this single-minded purpose.

Over the years, we have progressed from being an investor in telecommunications companies to an **investment company** focused on acquiring and managing a portfolio of strategically integrated investments, and, particularly, investing in ecosystems and enablement opportunities. Our ambition has always been to build an investment platform that enables growth by bringing together people who share the same vision and passion, and who believe in the principle of shared value.

Our story is one of discipline, dedication, reinvention, evolution, and strategic conviction.

Investing in ecosystems

Huge Group's origins lie in the telecommunications sector, when it listed on the Johannesburg Stock Exchange. Since our listing in August 2007, we have significantly grown our interests in telecommunications. We have also been selective in making investments in unique opportunities, which has created an ecosystem that offers consumers access to a national footprint of licensed and unlicensed networks, connectivity, and technology products and services. We created this ecosystem with a firm resolve, and an eye on the future.

Over time, however, telecommunications services have become increasingly commoditised, and, for some time, we have believed that the value of a telecoms' investment lies not in the commodities themselves, but rather in their **enabling potential** – how they are ultimately used; how they can be leveraged to empower commerce, deepen customer relationships, and drive digital transformation; how they can enable propositions by bringing together disparate parties by using technology.

In late 2023, we made a strategic acquisition that has served as the catalyst for the creation of another inflection point in our history; it has also served as a catalyst for our current trajectory. The acquisition of the entity previously known as Virgin Mobile South Africa was focused on acquiring an opportunity rather than acquiring a business or assets. This was not vanity or a marketing ploy, but rather a deliberate and structured strategic acquisition of a company that we believed could and would bring substantial value to the investment portfolio.

In the second half of that financial year, another inflection point was reached, with the potential for a profound transformation. We decided to transform

Huge Group's investment approach of making individual, stand-alone investments to one of identifying, acquiring, building, and developing enabling ecosystems into which investments are strategically placed. The advantage of an **ecosystem approach** to investing is the synergy that can be created by combining intellectual property, resources, platform and system capabilities, and technical and commercial assets.

The acquisition by Huge Group of Virgin Mobile South Africa – a transaction which was initiated in October 2021 and which was closed in November 2023 – ignited the change in Huge Group's investment approach to one focused on investing in and building enabling ecosystems.

In progressing this initiative, we realised that Huge Group's existing PICs could bring reciprocal value to the table, and so the concept of ecosystem investing was born. The confluence of changes in regulation in the virtual network operator space, obligating network operators to embrace aspiring virtual network operators, together with an increase in the demand by brands for network enablement propositions and digital enablement capabilities, and the increase in demand from customers for digital inclusivity and greater customer convenience and experience, have all converged to highlight the value of investing in enabling ecosystems.

Our investment focus is enhancing the digital technology enablement ecosystem in our investment portfolio, which we believe is very well positioned to deliver sophisticated digital enablement services in a quick, affordable, and secure manner.

Investing in enablement

At Huge Group, we have been on a two-decade long journey to identify, categorize, and label investments that are unique in their delivery of exceptional value; we have come to realise that all these investments have one primary element in common; they all involve some form of enablement.

This is best demonstrated by examples: Uber provides an enablement ecosystem that connects drivers and riders using a technology platform and the Apple App Store is an enablement ecosystem that connects developers and app users using a technology platform. Huge NXTGN (pronounced Next-Gen) is our enablement ecosystem that connects organisations (many with significant brands, many others with lesser-known brands, and still others with no brand at all) to the people who follow them (for example, the people who follow a football club or famous tennis player), or the consumers who make use of their services (for example, consumers who require banking services) or buy their products (for example, consumers who buy motor vehicles), using a technology platform. Huge NXTGN connects market participants with their customers in ways that were previously too costly or complex to scale. Huge NXTGN is creating a win-win situation where everyone in the value chain benefits. In essence, it is a shared-value philosophy, and it is the driving force behind our growth projections.

Over the past three years, we incorporated the acquisition of Virgin Mobile South Africa into our investment portfolio and transformed it into the centrepiece of our new vision – Huge NXTGN.

At first glance, Huge NXTGN may look like another mobile virtual network enabler or MVNE. However, it is far more than that – it is a leading edge enablement ecosystem that allows brands – whether retailers, banks, insurers, or logistics companies to name but a few – to digitally connect to their customers by launching sophisticated embedded connectivity and technology engagement strategies where convenience is a key theme, without the need to become technology companies themselves. Huge NXTGN enables brands to talk to their customers, transact with them, offer significant value, and learn from them, through a channel that is always on, always personal, and always present – their mobile device or cellphone.

Huge NXTGN offers brands a sophisticated enablement-as-a-service proposition, backed by real infrastructure, proven technology, and deeply entrenched intellectual property. Huge Group acquired Virgin Mobile South Africa while in a business rescue process, so our entry investment cost is low, and our expected return on capital employed is far superior to that of our potential competitors who are burdened with significant historical balance sheet commitments. Where others saw failure, Huge Group saw potential.

Investing for outcomes

As a South African investment company, we operate in a challenging environment. SA’s small-cap sector has suffered from prolonged neglect. Global and local political uncertainty, and a profoundly limited institutional appetite have all weighed on market sentiment. It is in this light that the outcomes Huge Group has achieved are remarkable.

Like many of our peers, Huge Group’s market price also trades at a substantial discount to its NAV – a reflection of the current investment environment, small-cap sentiment, technical share imbalances (where the supply of small-cap shares exceeds the demand for them), rather than a reflection of the fundamental value of its investment portfolio. The valuation gap which is currently extant, which is represented by the discount at which our shares trade to their net asset value, will begin to narrow as investors and analysts begin to understand our investment approach.

Our investment transformation is not just a strategic one – it is a philosophical one.

Building bridges, embracing disruption, and reaching the inflection point

Enablement, as a value proposition, builds bridges. Ultimately, people are seeking convenience and brands that can engage more frequently, build relationships, loyalty, and enrich conversations. Huge Group’s ecosystem of PICs provides the enablement platform to enhance these elements and to innovate for a competitive advantage.

Typically, in portfolio asset allocation, the concept of diversification is deemed beneficial. Insightful investors have seen that backing disruptors who are innovating reaps greater rewards because disruptors displace established market models, and create new, high-growth markets. For example, Netflix transformed entertainment from physical rentals to streaming; Apple redefined consumer tech with the iMac; Uber and Airbnb changed traditional service models. There companies achieved higher returns – sometimes 46% annually – over a 10-year period when compared to the market.

Market disruptors often begin with smaller, niche markets, but leverage their agility to reshape expectations. Past an inflection point, exponential value is realised.

As a case in point, Huge NXTGN subscriber base increased from 9 013 in December 2025 to 112 857 by 28 May 2026. This is the beginning of the exponential value curve for which we have been aiming.

The future

With the opportunities we have at hand, the ecosystem we have created, the growth vectors we are pursuing, and the capabilities we possess, I am optimistic about the future. We have made sure that Huge Group is resilient, and we have deployed our capital intelligently. We are strategically agile, we apply tactical thinking, and our operating model is lean. Our approach to investing in ecosystems and enablement opportunities, our strategically integrated investments, our ability to scale disproportionately relative to the capital we employ, and our shared-value philosophy positions us strategically for the future. We are not dependent on traditional commoditised revenue models which are exposed to price wars, customer churn, and shrinking margins. We are investing differently. We are unique.

Fortification

My vision for Huge Group is to fortify our shared value investment portfolio and its unique philosophy of ecosystem investing. All the PICs in our ecosystem play an individual, yet interconnected role in delivering technical enablement. As I have previously mentioned, value lies in the enablement potential of connectivity, not in the connectivity products or services themselves. Albeit in the relatively early stages of exponential value creation, I believe our patience and persistence in fortifying the foundations of this enablement ecosystem will become clear in the not-too-distant future, and analysts will begin to understand our investment approach.

Appreciation

To our Board, our PIC executive teams, and our own executive team – thank you for your unwavering dedication, creativity, and belief in what we are building. I appreciate your counsel and advice and the clarity you bring has a profound impact on our journey.

To our shareholders – thank you for your trust and your patience over the years. Our approach to investing in ecosystems and enablement opportunities should bring the substantial increases in value you have for so long been expecting.

To our staff, our partners, and our clients and customers – thank you for your ongoing loyalty. We exist to enable your success, and we will continue to evolve, invest, and innovate to support your requirements.

Steve Jobs, the late CEO of Apple, once stated that the arrogance of success is believing that what you did in the past will be enough to succeed in the future. At Huge Group, we pride ourselves on never losing sight of the truth in this statement. We are focused on building tomorrow’s capabilities – ecosystems that enable, empower, connect, and deliver value. This is our mission. This is our passion. This is the road on which we are walking – it’s all about innovation, collaboration, and sharing of value.

James Herbst
Chief Executive Officer

Our leadership

Huge Group Board	Audit Committee	Investment Committee	Nomination Committee	Remuneration Committee	Risk Committee	Social and Ethics Committee
Chairman						
Veran Kathan	Dennis Gammie	James Herbst	Veran Kathan	Veran Kathan	Dennis Gammie	Vincent Mokholo
Independent non-executive directors						
Dennis Gammie Conway Williams Mary-Ann Boakye	Veran Kathan Conway Williams Mary-Ann Boakye	Veran Kathan Dennis Gammie Conway Williams Mary-Ann Boakye	Dennis Gammie Mary-Ann Boakye	Dennis Gammie	Veran Kathan Conway Williams Mary-Ann Boakye	Veran Kathan Mary-Ann Boakye
Non-executive directors						
Vincent Mokholo	-	Vincent Mokholo	-	Vincent Mokholo	Vincent Mokholo	-
Executive Directors						
James Herbst Zak Van De Merwe Chantal Human Rachelle Douglas	-	Zak Van De Merwe Chantal Human Rachelle Douglas	-	-	James Herbst Zak Van De Merwe Chantal Human Rachelle Douglas	Zak Van De Merwe

Non-executive directors



Veran Kathan *Independent non-executive Chairman*

CA(SA); B.Compt (Hons); Higher Diploma (Taxation)

Veran holds a B.Compt (Hons) from UNISA, and a Higher Diploma in Taxation from the University of Johannesburg. He has also completed the Senior Management Development Programme at the University of the Witwatersrand. He is an established corporate executive and entrepreneur and is currently a shareholder and the managing director of The Specialists Franchise Group, which has been operating since 1978 and has more than 70 branches in Southern Africa who offer pest control, hygiene, and cleaning services. He also currently serves as the Chairman of the Vodacom Group Pension Fund and a member of its Investment Committee and as a member and the Chairman of the Vodacom Group Provident Fund. Previously, Veran held many senior ranking executive positions at Vodacom. During his 15 year tenure at Vodacom, he served as its Managing Executive: Commercial Operations, as the Acting CEO: Vodacom Business, as the CFO: Vodacom Business, and as the Managing Executive: Credit & Risk. While at Vodacom, he also held various Board and Committee roles.

Vincent Mokholo *Non-executive director*

BSc; Telecom MBA (UK)

Vincent has more than 19 years of experience in the telecommunications industry and served as the Chairman of Huge from January 2013 to March 2016. Vincent joined TelePassport in 1999 and served as Client Services Director at the time of merging with Centracell to form Huge Telecom. Prior to the merger, he played a role in the empowerment transaction which culminated in Mojaho Trading acquiring 30% of TelePassport. Vincent was instrumental in the development of Huge Telecom following the merger. During his time with Huge Telecom, Vincent held the position of Deputy Managing Director and was responsible for bedding down the operations and service deliverables for the combined entity. In addition, he was part of the team which listed Huge Group on AltX in 2007 and the Main Board of the JSE in 2016. Vincent was also Director of Ambient Mobile from March 2011 to March 2016, during a portion of which he served as its Chief Executive Officer. Vincent is presently the Operations Director of Mano Coal, a significant coal logistics and trading business.

Dennis Gammie *Independent non-executive director*

CA(SA)

Dennis served as the CFO of the Aveng Group, the FD at Murray & Roberts Materials and a subsidiary of the Imperial Group. He also held an acting MD position over a large steel manufacturing and mining subsidiary of the Aveng Group and chaired various board committees. During his tenure, he was instrumental in many of the advancements of the company, including the listing of the Aveng Group on the JSE. In 2001, he successfully secured the first R1 billion US bond for a construction company, delineated in ZAR, with no currency risk. In addition, Dennis played a key role in implementing Aveng's active global investment strategy, including the acquisition and delisting of McConnell Dowell, which had previously been listed on the Australian Stock Exchange. He also participated in the successful disposal of large listed and unlisted entities as part of this strategy. From the time of joining Aveng Group in 1998 until his retirement in 2010, Dennis oversaw the growth of its revenue base from approximately R5 billion to a cash generative and highly profitable entity with a market cap of R40 billion.

Mary-Ann Boakye *Independent non-executive director*

CA(SA); B.Bus.Sci; MCom Development Finance

Mary-Ann Boakye is a registered Chartered Accountant with the South African Institute of Chartered Accountants and holds a Bachelor of Business Science degree in Finance and Accounting, as well as a Postgraduate Diploma in Accounting from the University of Cape Town (UCT). She also holds a Masters in Development Finance from the UCT Graduate School of Business, graduating *summa cum laude*.

Mary-Ann has extensive experience in higher education, training program development and accreditation. Between 2013 and 2020, Mary-Ann served as a senior lecturer and Deputy Head of Department in academia. Since 2021, Mary-Ann has worked as a Chief Operating Officer in a mortgage finance institution. As COO, she has contributed towards the streamlining of processes and systems, credit, risk, compliance and people management, stakeholder engagement, and fundraising activities. Mary-Ann also works as an independent consultant to SMME's.

Conway Williams *Independent non-executive director*

CA(SA); MPhil; B.Bus.Sci; CDFA

Conway has spent the last 15 years working as an Investment Specialist, covering both private/public debt and private equity transactions. During this time, he has been involved in the structuring, negotiation, pricing, and execution of numerous transactions, and the monitoring thereof post execution. Although his key focus has been debt transactions, he has also been able to consider and close private equity transactions. His various roles have allowed him to gain experience as a director on various portfolio assets and as a member of various company boards and sub-committees.

Conway is currently the Head of Credit at Prescient Investment Management Proprietary Limited, a leading asset manager, based in Cape Town. Previously, he was the Head: Listed Credit and the Joint Head: Unlisted Credit at Futuregrowth Asset Management Proprietary Limited and a credit analyst at Old Mutual Investment Group Proprietary Limited. He has had regular contact with counterparty management, rating agencies, deal originators, legal advisors, and internal portfolio managers.

Executive directors



James Herbst
Group Chief Executive Officer

BComm; BAcc; CA(SA), CFA

James has over 23 years of experience in the investment industry, 20 of which have been within the ICT industry. James joined Huge Group as its CFO in 2006 and was appointed as CEO in 2008. His appointment as CEO of Huge coincided with his appointment as the MD of Huge Telecom, a position he held until 31 March 2018. James was responsible for the initial listing of Huge Group on AltX in 2007 and the move to the Main Board of the JSE in 2016. James has been instrumental in driving the investment strategy for Huge Group. James started his investment career as a private client portfolio manager at Fleming Martin Private Asset Management and BoE and entered the mergers and acquisitions space in 2003, facilitating various listings of businesses on AltX. In 2004, he was a principal member of the team that listed DataPro Group (now Vox Telecom).



Zak Van De Merwe
Group Chief Operating Officer

BComm

Zak is an experienced director, executive leader and strategist. He holds a B.Com Marketing degree from the University of Johannesburg, and a diploma from the University of the Free State. He has been active in the telecoms sector in South Africa since 2001, and previously held executive roles at MTN Group and Virgin. He has an established track record that ranges from start-up business initiatives to serving as an executive in multi-national corporate enterprises, and has significant experience in developing and successfully implementing next-generation business strategies. He has been actively engaged in the MVNO sector since its inception on the African continent in 2005, and has advised large enterprise on business strategy, technology, digital transformation, product, innovation and the diversification of revenue and customer engagement strategies. He also currently serves as a non-executive director on the board of Paratus Namibia Holdings Limited.



Chantal Human
Group Chief Financial Officer

Bcompt, PGDip (CTA), HDip Tax, CA(SA)

Chantal is an experienced executive with an impressive track record spanning 15 years in diverse fields ranging from property to financial services, telecommunications, and the ICT sectors. She was appointed to the Board of Huge Group as Chief Financial Officer with effect from 1 September 2025. She also holds the position of Financial Director of Huge Connect, one of Huge Group's largest PICs.

Chantal has held various executive roles within Huge Group's Investment Portfolio since 2019, most recently as the financial executive of Huge TNS, Huge Group's largest investment entity. Chantal attributes her success to her passion for leading and developing teams across a number of disciplines, including strategic and operational finance, financial reporting and control, technical accounting, liquidity management, revenue assurance, and finance process design and automation.



Rachelle Douglas
Group Chief Reporting Officer

BAcc, BAcc (Hons), CA(SA)

Rachelle is a Chartered Accountant with impressive achievements in the fields of audit, investment management, regulatory practice, and academia. Her experience was gained across diverse sectors, including Insurance, Renewable Energy, Cosmetics, Asset Management, and ICT. She has also previously served as a lecturer at the University of Johannesburg. She has led complex audit engagements for KPMG and has contributed to the Johannesburg Stock Exchange's Proactive Monitoring Programme, where she was responsible for reviewing accounting policies and disclosures of listed entities. Since joining the Huge Group team, Rachelle has played an increasingly important role in financial reporting, strategic and operational finance, and governance frameworks, and she has distinguished herself by her strong leadership abilities, analytical depth, and collaborative approach. She is consistently acknowledged for her strong work ethic and ethical leadership, and she brings a rare combination of precision, versatility, and strategic insight into her current role as Chief Reporting Officer at Huge Group, where she is responsible for overseeing portfolio-wide reporting, and regulatory compliance. Rachelle also provides support for executive-level decision-making across Huge Group's Investment Portfolio of 18 entities.



Our PICs performance spotlight

26	Huge TNS
27	Huge Connect
28	Huge Distribution
29	Huge NXTGN

Johann, Jason, Craig, Doug, and Charlene



Huge TNS

<https://hugetns.com/>

Key indicators

FY2026 EBITDA

R84 million

(FY2025: R83 million)

FY2026 revenue

R237 million

(FY2025: R250 million)

FY2026 operating costs

R47 million

(FY2025: R64 million)

FY2026 gross profit margin

54%

(FY2025: 57%)



Profile: Network enabler

Huge TNS offers a comprehensive suite of data, voice, and network services, along with ICT hardware solutions for corporate businesses, small and medium enterprises (SMEs), and small home offices (SOHO). The channel to market primarily consists of business partners, resellers, and a direct sales team. Managing Director of both Huge TNS and Huge Connect, **Keven Sinclair**, has over three decades of experience in the telecommunications sector.

Performance overview

Huge TNS delivered stable results, mainly driven by operational cost efficiencies, despite tough trading conditions. Key topline priorities included cross-selling initiatives aimed at converting GSM customers to broader connectivity propositions and VoIP, and growing sales of high-demand data products and services, particularly fixed LTE, VoIP and fibre. The business also advanced planning for the rollout of an enterprise-enablement MVNO proposition by the end of FY2026.

Strategic objectives and growth opportunities

- Innovative high demand propositions including enterprise MVNO enablement for B2B partnerships, data and connectivity solutions, and the upgrading to 4G capabilities;
- Leveraging process automation, data automation and insight development, the centralisation of procurement, and intra-portfolio opportunities for cross- and up-selling of services;
- Leveraging platform technology by adopting a unified systems platform structure, prioritising customer service capabilities, and introducing e-commerce;
- Continued drive to achieve enhanced process efficiencies;
- Leveraging existing platforms to offer these services on a resell basis; and
- Expanding services to include bespoke GSM solutions for PABX systems.



Huge Connect

<https://hugeconnect.co.za/>

Key indicators

FY2026 EBITDA

R70 million

(FY2025: R64 million)

FY2026 revenue

R181 million

(FY2025: R171 million)

FY2026 operating costs

R47 million

(FY2025: R31 million)

FY2026 gross profit margin

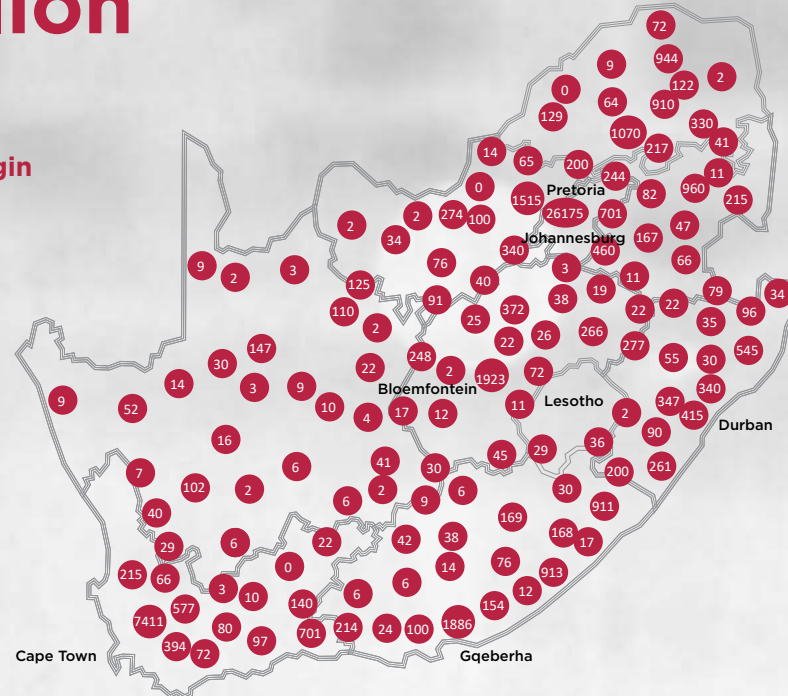
45%

(FY2025: 55%)

Number of connected devices
and SIMs

474 855

(FY2025: 466 308)



Profile: Building interoperable IoT ecosystems

As its name implies, Huge Connect connects businesses and things to the world via IoT solutions, card terminal connectivity, integrated payment solutions and SIM backup connectivity. These solutions are a **core enabler** for many industries such as finance, biotech, agriculture, manufacturing, and even small businesses that rely on real-time access to large datasets that need to communicate efficiently across locations and functions. Managing Director of both Huge TNS and Huge Connect, **Keven Sinclair**, has over three decades of experience in the telecommunications sector.

Performance overview

Huge Connect continues to deliver consistent results with a focus on annuity revenue growth, cost efficiencies, and service excellence through reliable network coverage and the expansion of customer self-care capabilities. Focus areas included higher demand for data associated with the shift to Android point of sale terminals, combined with activities focused on bolstering Huge Connect's field service capabilities for customer installation and support on behalf of financial institutions.

Strategic objectives and growth opportunities

- Enhanced proposition offering associated with PoS communications and expanded these offerings to the informal sector, positioning Huge Connect to take advantage of the expected explosive growth of IoT driven by AI, **expanding the field service** offering, introducing eSIM capabilities, and laying the groundwork for growth into Africa; and
- Cost of sale efficiencies, digitisation, and automation of service.

In accordance with a 3G shut down, plans are in place to upgrade all 3G devices to 4G/5G devices.



Huge Distribution

<https://hugedistribution.co.za/>

Profile: Empowering Africa’s future through smart distribution

Huge Distribution is a customer-centered, channel-only ICT and renewable energy solutions distributor serving the South African and African market, offering a diverse range of products and solutions from top-tier vendors and manufacturers. Managing Director, **Don Cameron**, has co-founded several businesses, including gas and energy distribution in Southern African countries.

Performance overview

Huge Distribution maintains an entrepreneurial culture, adapting and embracing new technologies and opportunities with a low fixed cost base.

As such, the business continues to deliver strong financial performance with favourable year on year growth because of renewable energy sales in Africa. In South Africa, although the residential demand for solar power is levelling off, commercial and industrial demand is set to increase. The agricultural sector is also likely to produce significant growth as solar proves itself in an otherwise conservative market, and in the financial sector, banks and institutions are demonstrating increasing appetite for solar solutions. Across sub-Saharan Africa, demand remains strong across all sectors, including residential, due to limited rural electrification, population growth, urbanisation and industrialisation, all of which requires additional, clean energy.

Strategic objectives and growth opportunities

- Exploring bespoke alternative energy solutions for the manufacturing, industrial and agricultural markets;
- Securing additional exclusive distributor agreements for top brands in SA;
- Building strategic supply partnerships with distributors and key installers;
- Growing a multi-channel customer base into traditional markets thereby diversifying risk and increasing opportunities;
- Refining pre and after sales service levels; and
- Developing an offering that includes value adds such as delivery services, accessories, credit terms and product bundling.

Key indicators

FY2026 EBITDA

R12 million

(FY2025: R3 million)

FY2026 revenue

R112 million

(FY2025: R53 million)

FY2026 operating costs

R7 million

(FY2025: R4 million)

FY2026 gross profit margin

16%

(FY2025: 13%)



Capital allocated to renewable energy

R24 million

(FY2025: R34 million)

Huge Energy: a dedicated energy portfolio

Huge Distribution is building a dedicated and growing energy portfolio under its **Huge Energy** brand, centered around a strategic partnership with Deye, an internationally recognised manufacturer of high-performance inverters, batteries, and energy storage systems (ESS). In recognising that the alternative energy solutions sector in South Africa is riddled with inconsistent supply, fragmented support, and unclear distribution channels, Huge Distribution has chosen a **single-brand focus** to differentiate the business from multi-brand distributors in the market, providing deeper product expertise and a more consistent customer experience. As such, in FY2026, Huge Distribution was appointed as a dedicated importer and distributor of **Deye** solutions. Huge Distribution is also the sole importer and distributor of **Resun** products in sub-Saharan Africa, completing its alternative energy offering with solar solutions.



Huge NXTGN

<https://hugenxtgn.com/>

Key milestones

Pick n Pay client onboarding

October 2024

Launch of Pick n Pay Mobile to market

July 2025

FY2026 Combined subscriber base

112 857*

(FY2025: 9 013)

* Currently as of Thursday, 28 May 2026

NXTGN [pronounced next-gen] is short for next-generation - a term used to describe an innovation that has been developed using the latest methodologies and technology, and that will likely completely supplant an existing business, product, proposition or technology in the near future.

Boxer client onboarding

October 2024

Boxer relaunch to market

January 2026

The next-generation of business partner – a strategically integrated ecosystem of capabilities

As a portfolio company within JSE-listed Huge Group Limited, Huge NXTGN benefits from access to the broader skills, infrastructure and technology capabilities resident across the investment portfolio. This foundation established an integrated ecosystem of digital, telecommunications and technology services. The business counts Pick n Pay and BoxerCom among its anchor tenants, enabling these established retail brands to offer their customers compelling, branded connectivity experiences underpinned by Huge NXTGN's end-to-end MVNE platform.

Profile: Enabling participation in Africa's digital economy

Huge NXTGN is a mobile virtual network enabler, referred to as an MVNE, that provides businesses with a turn-key platform-as-a-service capability for launching and operating branded embedded connectivity propositions. Its enablement capability functions as a comprehensive toolkit – allowing businesses to effortlessly enter the market as fully branded mobile virtual network operators (MVNOs), or to introduce branded embedded connectivity propositions into the core brand offering, without the infrastructure investment or operational complexity traditionally associated with ventures of this nature. By lowering these barriers to entry, Huge NXTGN enables businesses to strengthen their brand propositions, deepen customer engagement, and **participate meaningfully in the digital economy** – from small communities and SMMEs through to large enterprises.

Huge NXTGN was established following Huge Group's acquisition of Virgin Mobile South Africa in 2022. Managing Director Jason Harmsen has been at the forefront of the South African MVNO sector since its founding in 2005 – part of the team that built the groundwork ahead of the country's first commercial MVNO launch in June 2006. He brings this depth of experience to Huge NXTGN, having most recently served as CEO of MVNE Proprietary Limited, where he facilitated MVNO launches across multiple African markets.

Performance overview

Since launching in July 2025, Huge NXTGN's subscriber base under management has grown more than **twelvefold** in the first seven months of commercial operation – a trajectory that reflects strong market acceptance and accelerating demand. Importantly, this growth was not front-loaded – subscriber acquisition has accelerated consistently throughout the period, with the business closing the financial year at its strongest monthly acquisition rate to date, further validating Huge Group's broader enablement capabilities. The launch of Huge NXTGN's second anchor tenant in January 2026 added further momentum to an already strong growth trajectory, with this tenant's subscriber base doubling month-on-month across its first two months – a powerful early signal of both market appetite and the scalability of the underlying proposition.

Within the reporting period, the Huge NXTGN team also made significant progress in its drive to build out its tenant base beyond the two initial anchor tenants. A robust sales pipeline has been established, with additional enterprise clients advancing toward tenancy. Alongside this, **Huge TNS** was successfully enabled as an Enterprise MVNO and launched in November 2025, bringing its own subscriber acquisition capability to bear through this PICs national distribution network and active ecosystem of business partners and resellers – adding a further growth vector to Huge Group's expanding embedded connectivity proposition.

Strategic objectives and growth opportunities

- Continued focus on the growth of subscribers under management, platform tenancy, top line revenue growth, and proposition diversification;
- The continued expansion of Huge NXTGN's enhanced integration and digital front-end capabilities aimed at further reducing the barriers-to-entry and cost of access of embedded connectivity capabilities for African companies;
- The enhancement of Huge NXTGN's customer experience and engagement, and payment and transactional capabilities, to broaden the impact and capabilities of Huge NXTGN providing its enterprise clients with sophisticated, cost-effective embedded connectivity propositions; and
- The continued intra-portfolio integration of the next-generation capabilities made possible by Huge NXTGN to enhance, diversify and expand the capabilities of other PICs in the Huge Group Investment Portfolio.



Huge Group corporate governance

31-34	Abridged governance report
35-36	Remuneration Policy and Remuneration Implementation Report

Amy

Abridged governance report

Proactive governance extends beyond compliance, placing people at the heart of sustainable development. Huge Group is committed to maintaining an engaged and responsive governance framework that ensures the Portfolio remains focused, effective, and accountable.

Ethical culture

In all our mutual actions and decisions, our Code of Conduct serves to drive an ethical culture which applies to our Board as well as our PICs, their leadership, and their employees. While we seek expert guidance and legal counsel on relevant matters, the Board is ultimately responsible for ensuring that the Company is accountable, responsible and ethical, compliant with all applicable laws and regulations, and fair in our treatment of all stakeholders.

The Board affirms that its members, both individually and collectively, embody and uphold the principles of integrity, competence, responsibility, accountability, fairness, and transparency.

Effective control

The Board assumes full responsibility for guiding Huge Group’s strategic direction and providing effective oversight to ensure sound and accountable decision-making. During the reporting period, the Board carefully assessed the scope of its governance role and confirms that it has discharged its duties under the Board Charter, which is available to Shareholders upon request.

To promote continuous improvement, Huge Group conducts annual evaluations of the Board’s performance and effectiveness, ensuring that governance practices remain robust and responsive to the organisation’s evolving needs.

Performance

The Company deploys financial capital to support growth and manages its investment portfolio to maximise long term value creation. In addition, the Board provides strategic guidance, specialist insight, and a strong governance framework to ensure:

- Effective and optimal capital allocation
- A resilient, strategically integrated investment portfolio
- Sustained and credible financial performance

The Audited Financial Statements are available from page 46-74 of this report.

Legitimacy

We aim to provide a clear and accessible understanding of complex matters. Although our governance framework is anchored in defined rules, practices, and processes, the Board prioritises open, direct engagement with stakeholders, guided by transparency, accuracy and timely information to support decision-making.

Huge Group adheres to the principles of good governance as set out in King IV™ and its application is set out throughout our Integrated Annual Report, including our Annual Financial Statements. Our full King IV governance checklist, current and historic interim and annual financial results are available on our website, <https://www.hugegroup.com/investors>.

Our governance framework

Our **Board Charter** sets out our roles and responsibilities, delegation of authority, and matters reserved for approval by the Board. The role of the Chairman and the Chief Executive Officer are separate. All members of the Board have unrestricted access to our Independent Company Secretary, who provides guidance on the duties and responsibilities of the Board. Special or *ad hoc* meetings are arranged as required.

Independent Chairperson	Chief Executive Officer	Company Secretary
The primary role of our Independent Chairperson is to set the ethical tone, ensure that conflicts of interest are managed appropriately, and that members of the Board play a full and constructive role in the affairs of the Company.	The role of our Chief Executive Officer is to oversee our investment philosophy and strategy, the implementation of our Board Charter, and supporting policies.	The Board has considered and is satisfied with the independence, competence, qualifications and experience of the Company Secretary.

Abridged governance report (continued)

Board and committee meeting attendance

	Board meetings	Audit Committee	Risk Committee	Nomination Committee	Remuneration Committee	Investment Committee	Social and Ethics Committee
Veran Kathan	4 out of 4	4 out of 4	4 out of 4	3 out of 3	3 out of 3	4 out of 4	2 out of 2
Dennis Gammie	4 out of 4	4 out of 4	4 out of 4	3 out of 3	3 out of 3	4 out of 4	2 out of 2
Conway Williams	4 out of 4	4 out of 4	4 out of 4	-	-	4 out of 4	-
Mary-Ann Boakye	4 out of 4	4 out of 4	4 out of 4	-	-	4 out of 4	2 out of 2
Vincent Mokholo	4 out of 4	-	-	-	3 out of 3	4 out of 4	2 out of 2
James Herbst	4 out of 4	-	4 out of 4	-	-	4 out of 4	-
Zak Van De Merwe	4 out of 4	-	4 out of 4	-	-	4 out of 4	2 out of 2
Chantal Human¹	2 out of 2	-	2 out of 2	-	-	2 out of 2	-
Rachelle Douglas²	2 out of 2	-	2 out of 2	-	-	2 out of 2	-
Tamryn van Tonder³	2 out of 2	-	2 out of 2	-	-	2 out of 2	-

1. Appointed to the Main Board, Investment, and Risk committee effective 1 September 2025

2. Appointed to the Main Board, Investment, and Risk committee effective 1 September 2025

3. Resigned effective 1 September 2025

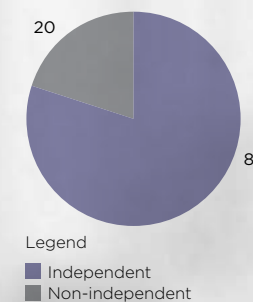
Our Board committees

Huge Group Board	Audit Committee	Risk Committee	Nomination Committee	Remuneration Committee	Investment Committee	Social and Ethics Committee
The Board of Huge Group is the custodian of governance, and governance is subject to its oversight. The Board exercises control by delegating certain responsibilities to its committees and executive directors.	Our Audit Committee meets quarterly and operates under defined terms of reference and the authority granted to it by the Board in terms of a written charter.	Our Risk Committee operates within defined terms of reference and meets quarterly.	Our Nomination Committee oversees the formal process for appointing and evaluating Directors, including rotation and succession planning, and meets at least twice per year.	Our Remuneration Committee operates within defined terms of reference and meets at least twice per year, ensuring the alignment of the Remuneration Policy with strategy and remuneration implementation.	Our Investment Committee is mandated to assist the Board in oversight of the Investment Portfolio and deliberating strategic investment opportunities, meeting at least on a quarterly basis.	Our Social and Ethics Committee has a written charter that meets all the requirements of the Companies Act on the scope of its functions and meets at least twice per year.

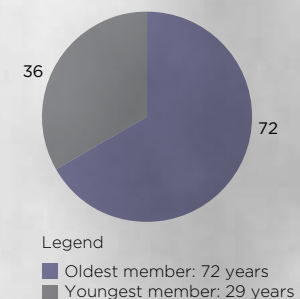
Our board composition

The Board recognises the value of diversity as set out in our **Diversity Policy**. The Board continuously seeks to improve upon its current level of diversity and is supported in this process by its Diversity Policy, as well as the functions of the Nominations Committee and the Social and Ethics Committee. The appointments made throughout the financial year were made in compliance with the Company's Diversity Policy which is available on our website.

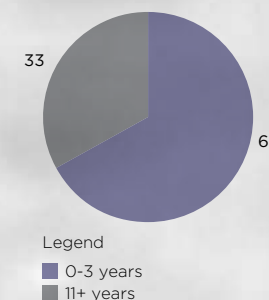
Independence (%)



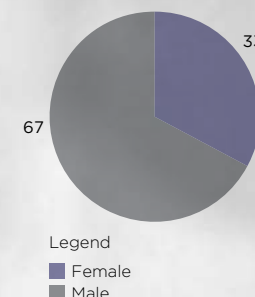
Average age (%)



Tenure (%)






Gender (%)







Abridged governance report (continued)

Board and committee reports

Board of Directors role and mandate	The Audit Committee role and mandate	The Risk Committee role and mandate
<p>Our Board evaluates performance, discusses strategic opportunities, and makes appropriate investment decisions. The governance framework and our Code of Conduct and Ethics Policy are regularly reviewed to ensure effective and ethical leadership.</p> <p> See our Director's report from pages 42-43 of our AFS.</p>	<p>Assists the Board in reviewing the AFS and other financial reports, in overseeing governance, financial risk management processes, and internal financial and non-financial controls, independent audit functions, and statutory and regulatory compliance.</p> <p> Please see our AFS from pages 46-74.</p>	<p>Assists the Board in the identification, assessment, and management of risks that could materially affect business continuity and the execution of the Company's strategy. This includes ensuring that robust risk management policies and frameworks are in place, and that both these frameworks and identified risks are subject to ongoing review.</p> <p> Please see our Risk Committee report, from page 44-45 of our AFS, and our risk management process and key risk register from pages 14-15.</p>
FY2026 focus areas	FY2026 focus areas	FY2026 focus areas
<ul style="list-style-type: none"> - Monitoring and assessing the impact of ongoing market volatility on business stability and long-term strategy. - Ensuring robust governance and compliance oversight for Huge Group, including adherence to regulatory requirements and corporate best practices. - Overseeing Huge Group's strategic direction and key portfolio objectives, including oversight of operational efficiencies, human resources and financial performance across Huge Group and its PICs. - Reviewing and approving investment decisions as recommended by the Investment Committee, particularly in relation to PICs. - Overseeing the reporting, financial and operational frameworks implemented by the Investment Team to ensure transparency and accountability. - Overseeing the Delegation of Authority (DOA) framework, and enhancement thereof, to align with evolving business needs and governance structures. - Ensuring effective oversight of Huge Group policies and procedures, including the governance of PIC specific policies to maintain alignment with corporate objectives. - Conducting and reviewing self-evaluation assessments to enhance board effectiveness and governance practices. - Identifying and addressing emerging governance priorities to support continuous business improvement. 	<ul style="list-style-type: none"> - Reviewing and confirming pertinent legal and regulatory compliance. - Overseeing the internal control environment, including execution of operational and reporting frameworks by the Investment Team to manage and mitigate risk. - Recommending the appointment of the external auditor and review and approval of the external audit plan. - Reviewing and overseeing the external audit findings and recommendations across Huge Group and the Investment Portfolio. - Reviewing the Group's Interim Results and AFS. - Reviewing portfolio fair value assumptions, methodologies and resulting fair values. - Reviewing the Company's accounting policies and practices. - Reviewing the Company's quarterly covenant certificates and financial reports submitted to funders. - Reviewing the Memorandum of Incorporation (MOI). - Conducting and reviewing self-evaluation assessments to enhance Committee effectiveness and governance practices. 	<ul style="list-style-type: none"> - Developing the Huge Group risk management policy and plan. - Reviewing the Huge Group risk register, material risks and mitigating controls. - Reviewing quarterly abridged PIC risk registers detailing material risks, mitigating controls and opportunities to ensure alignment with Huge Group strategy. - Considering and recommending appropriate levels of risk appetite and risk tolerance to the Board. - Reviewing cybersecurity and IT governance. - Conducting and reviewing self-evaluation assessments to enhance Committee effectiveness and governance practices.

Abridged governance report (continued)

The Nominations Committee role and mandate	The Remuneration Committee role and mandate	The Investment Committee role and mandate	The Social and Ethics Committee role and mandate
<p>Assists the Board in applying processes for nominating, electing, and appointing members to the Board and its Committees, rotating them, and planning for succession. The Committee also evaluates the suitability and performance of the members of its various bodies. The Nomination Committee reviews the succession plan annually, including reviewing and monitoring the application of the Board's Diversity Policy. The Nomination Committee has adopted and supports the Board's Diversity Policy, taking into account gender, race, culture, experience, and other aspects, in its assessments and monitoring thereof.</p> <p> Please see our Board composition on page 32.</p>	<p>Assists the Board in ensuring that the disclosure of remuneration matters is accurate, complete, and transparent, and it ensures the consistent application of the Company's Remuneration Policy and Remuneration Implementation Report.</p> <p> Please see our Remuneration Policy and Remuneration Implementation Report from pages 35-36.</p>	<p>Assists the Board in deliberating any strategic investment or potential acquisition opportunities, the portfolio ecosystem structure, and interacts with the PICs.</p> <p> Please see investing in enablement from page 7.</p>	<p>Assists the Board in monitoring the Company's compliance with legislative matters, regulatory requirements, and codes of best practice in respect of social and economic development, corporate citizenship, transformation, environmental matters, health and public safety, stakeholder relationships, and labour and employment.</p> <p> Please see Huge Group in Perspective from page 11, our PICs social and environmental impact from pages 16-17, and our Social and Ethics Committee report on page 17.</p>
FY2026 focus areas	FY2026 focus areas	FY2026 focus areas	FY2026 focus areas
<ul style="list-style-type: none"> - Performing assessments and providing recommendations to the Board in relation to appointment of Directors, Committee chairpersons and Committee members, where appropriate. - Evaluating and confirming the Board's diversity of qualifications, skills and experience. - Proposing enhanced succession planning and training. - Conducting and reviewing self-evaluation assessments to enhance Committee effectiveness and governance practices. 	<ul style="list-style-type: none"> - Developing the Remuneration Policy and Remuneration Implementation Report. - Overseeing and recommending PIC remuneration policies and processes in light of Huge Group's Remuneration Policy. - Conducting and reviewing self-evaluation assessments to enhance Committee effectiveness and governance practices. 	<ul style="list-style-type: none"> - Overseeing portfolio fair value assumptions, methodologies and resulting fair values. - Overseeing key business strategies, including Investment Portfolio performance and annual strategic engagement with PIC leadership. - Approving and reviewing of investment decisions for recommendation to the Board. - Conducting and reviewing self-evaluation assessments to enhance Committee effectiveness and governance practices. 	<ul style="list-style-type: none"> - Developing the Social and Ethics Policy. - Recommending a Whistleblower Policy. - Overseeing each PIC's human resource activities (staff turnover, leave, disciplinary matters, employment equity and remuneration, amongst others) - Overseeing transformation plans. - Conducting and reviewing self-evaluation assessments to enhance Committee effectiveness and governance practices.

Remuneration Policy and Remuneration Implementation Report

Remuneration Policy

On behalf of the Board, we are pleased to present an extract and the highlights of our Remuneration Policy (the **Policy**), which was revised and approved at the FY2025 AGM. The Policy reflects our ongoing commitment to fair, responsible, and transparent remuneration practices aligned with regulatory requirements, corporate governance principles, and the Company’s strategic objectives.

1. Governing principles and legislation

- 1.1 Our remuneration strategy remains subject to applicable South African legislation, including the Companies Act, JSE Listings Requirements, and our internal corporate governance protocols. In formulating this Policy, the Board and Remuneration Committee have considered best practices, including the King IV report, which emphasises fair, responsible, and transparent remuneration to drive sustainable, strategic outcomes. Principle 14 of King IV guides our approach to:
 - 1.1.1 attract, motivate, reward, and retain human capital;
 - 1.1.2 promote the achievement of the Strategic Objectives of the Company within the Company’s risk appetite;
 - 1.1.3 promote positive remuneration outcomes; and
 - 1.1.4 promote an ethical culture and responsible corporate citizenship

2. Application of the Policy

- 2.1 As an investment holding company, we do not employ personnel directly, and our remuneration obligations are limited to our directors. The administration and management of the Company are delegated to Huge Management Company, where the Policy applies to relevant personnel. Additionally, where the Company holds decision-making authority over PICs, the Policy is applied as appropriate.

3. Governing principles and legislation

- 3.1 The Board has ultimate responsibility for the appropriateness of the Company’s compensation strategies and has delegated oversight of this responsibility to the Remuneration Committee. In terms of such delegation, the Remuneration Committee is required to prepare the report and implementation plan on an annual basis.
- 3.2 The authority of the Remuneration Committee must be exercised with due regard and consideration to the authority which has been delegated to the Nomination Committee to make recommendations to the Board with respect to the appointment of Directors, and the objectives of the Nomination Committee to ensure that the Board is comprised of individuals, which will bring the most value to the Company.
- 3.3 The final determination of the appointment of directors and the compensation payable to such directors is made by the Board in terms of the prevailing provisions of the MOI.

However, the decisions of the Board are informed by the recommendations of both the Nomination Committee and the Remuneration Committee. In developing the Remuneration Implementation Report, the Remuneration Committee is required to consider the objectives, responsibilities, and strategies of the Nomination Committee and specifically the strategic objectives of the Company.

4. Background statement

- 4.1 The Company believes that compensation is a critical ingredient for long-term organisational success and sustainable value creation. The Company’s compensation strategy seeks to strike a balance between the social and economic interests of the personnel within the broader context of macro and microeconomic factors in the environment in which the Company operates, with the view to achieve long-term sustainability.
- 4.2 Compensation is also considered with reference to both fixed remuneration and variable remuneration. The Company aims to accurately gauge and apply fixed remuneration to adequately motivate personnel, but make variable remuneration available to reward the executives and key employees. The Company seeks to develop a suitable remuneration mix to attract, retain, motivate, and reward high-caliber talent, while ensuring that the strategic objectives of the Company are maintained.

5. The principles

- 5.1 The Company adopts the principles as the underlying philosophy and foundational basis upon which the Company’s compensation practices are formulated and which are to be applied by the Company when formulating its compensation strategy.

Principle 1:
Promoting fair and equal compensation.
Principle 2:
Promoting responsible and sustainable value creation.
Principle 3:
Promoting high levels of team and individual performance.
Principle 4:
Observing best practices.

Remuneration Implementation Report

Executive director remuneration

Total remuneration outcomes for executive directors

Director	Services to the Company salary R'000	Risk, retirement, and medical contributions paid or payable R'000	Total short term employee benefits R'000
JC Herbst	526	194	720
IDJ Van De Merwe	423	252	675
T van Tonder ¹	300	0	300
C Human ²	684	66	750
R Douglas ³	580	20	600
Total	2 513	532	3 045

1. T van Tonder resigned as CCO effective 1 September 2025.

2. C Human was appointed as CFO effective 1 September 2025.

3. R Douglas was appointed as CRO effective 1 September 2025.

No *ex gratia* payments were made to Directors during FY2026.

Non-executive director remuneration

During FY2026, the following remuneration was paid to non-executive directors in accordance with the approval of shareholders by special resolution at the AGM held on 14 August 2025:

Director	Director's Fees R'000	Board Meeting Fees R'000	Total Remuneration R'000
VHT Kathan ¹	830	72	902
DR Gammie	600	72	672
VM Mokholo ²	720	72	792
CIJ Williams	420	72	492
MA Boakye	420	72	492
Total	2 990	360	3 350

1. VHT Kathan received director fees of R25 000 from Huge Connect and R25 000 from Huge TNS for the current financial year.

2. VM Mokholo received director fees of R240 000 from Huge Connect for the current financial year.

Increase in remuneration payable to non-executive directors

The determination of the fees payable to the Chairman and the non-executive directors considers the risk and responsibility assumed by the non-executive directors, the annual increase applied to employee remuneration, and the outcomes of a benchmarking exercise. The Remuneration Committee has conducted a benchmarking exercise in respect of the non-executive directors' fees, having regard to the applicable reference reports.

Ordinary resolution

The Remuneration Policy (summarised in this Remuneration Implementation Report) will be presented at the AGM to shareholders for approval by ordinary resolution. The Company will disclose the following information in its next Remuneration Implementation Report:

- The number of votes against the Remuneration Policy and Remuneration Implementation Report;
- The subsequent engagement process undertaken with shareholders;
- The manner of the engagement process;
- Reasonable and material issues raised by shareholders; and
- Actions implemented by the Company to address the issues raised by shareholders.

At the last AGM, the non-binding advisory votes were passed and no shareholder engagement was required.

Employee benefits

On an annual basis, the Remuneration Committee maintains general oversight of remuneration policies and remuneration practices of Huge Management Company and the PICs, noting that Huge Group does not have employees. This includes oversight of reasonability of costs, fairness, and meeting the employees' needs. In FY2026, benefits included: group risk insurance, including funeral cover; membership of a medical aid scheme; and pension or provident scheme participation.



Annual Financial Statements

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Rachelle, James, Joshua, Andrew, and Izaan



Directors approval of the Annual Financial Statements

for the year ended 28 February 2026

In terms of the Companies Act, the Directors are required to maintain adequate accounting records and they are responsible for the content and integrity of the AFS, and related financial information included in this report. It is their responsibility to ensure that the AFS fairly present the state of affairs of the Group as at the end of the reporting period and the results of its operations and cash flows for the period then ended, in accordance with IFRS, and the JSE Listings Requirements, and in terms of the requirements of the Companies Act. The independent auditor is engaged to express an independent opinion on the AFS.

The AFS are prepared in accordance with IFRS and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The Directors acknowledge that they are ultimately responsible for the system of internal financial control established by the Group and place considerable importance on maintaining a strong control environment. To enable the Directors to meet these requirements, the Board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. These standards include the proper delegation of responsibilities within a clearly defined framework, and effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the Group and all employees are required to maintain the highest ethical standards in ensuring that the Group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the Group is on identifying, assessing, managing, and monitoring all known forms of risk across. While operating risk cannot be fully eliminated, the Group endeavours to minimise risk by ensuring that appropriate infrastructure, controls, systems, and ethical behaviour are applied and managed within predetermined procedures and constraints.

The Directors are of the opinion, based on the information and explanations given by management, that the system of internal financial control provides reasonable assurance that the financial records may be

relied on for the preparation of the AFS. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The Directors have reviewed the Group's cash flow forecast for the twelve months that follow the approval of this report and, in the light of this review and the current consolidated and separate financial position, are satisfied that the Group and Company has, or has access to, adequate resources to continue in operational existence for the foreseeable future.

The Group's independent external auditor is responsible for independently auditing and reporting on the AFS. The AFS have been examined by the Group's independent auditor and the Independent auditor's report is presented on pages 39 to 41.

The Directors further confirm that the Group is operating in compliance with the provisions of the Companies Act, specifically relating to its incorporation and in conformity with its MOI.

The AFS set out on pages 46 to 74, which have been prepared on a going concern basis, were approved by the Board on 29 May 2026 and were signed on its behalf by:

For and on behalf of the Board.

James Herbst

Group Chief Executive Officer

Rachelle Douglas

Group Chief Reporting Officer

Chantal Human

Group Chief Financial Officer

Chief Executive Officer's and Chief Reporting Officer's responsibility statement

In line with paragraph 5.9 of the JSE Limited Listings Requirements, the Chief Executive Officer (CEO) and Chief Reporting Officer (CRO) hereby confirm that:

- the AFS set out on pages 46 to 74 fairly present in all material respects the consolidated and separate financial position, financial performance, and cash flows of the issuer in terms of IFRS;
- to the best of our knowledge and belief no facts have been omitted, or untrue statements made, that would make the AFS false or misleading;
- internal financial controls have been put in place to ensure that material information relating to the issuer and its consolidated subsidiaries as well as portfolio investment companies have been provided to effectively prepare the AFS of the issuer;
- the internal financial controls are adequate and effective and can be relied upon in compiling

the AFS, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;

- where we are not satisfied, we have disclosed to the Audit Committee and the independent auditor the deficiencies in design and operational effectiveness of the internal financial controls;
- we are not aware of any fraud involving a Director.

For and on behalf of the Board.

James Herbst

Group Chief Executive Officer

Rachelle Douglas

Group Chief Reporting Officer

29 May 2026

Preparation and approval of financial statements

These AFS were compiled internally under the ultimate supervision of Rachelle Douglas CA(SA).

Rachelle Douglas

Group Chief Reporting Officer

Certificate by the Company Secretary

I certify that, to the best of my knowledge and belief, Huge Group Limited has filed all its returns and notices with the Registrar of Companies and Intellectual Property Commission of South Africa for the year ended 28 February 2026, as required of a public company in terms of section 88(2)(e) of the Companies Act, and that such returns and notices are true, correct and up to date.

CIS Company Secretaries Proprietary Limited

Company Secretary



Independent auditor’s report

To the shareholders of Huge Group Limited

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated and separate financial statements of Huge Group Limited (The group and company) set out on pages 46 to 74 which comprise the consolidated and separate statement of financial position as at 28 February 2026, and the consolidated and separate statement of other comprehensive income, and the consolidated and separate statement of changes in equity, the consolidated and separate statement of cash flows for the year then ended, and the notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Huge Group Limited as at 28 February 2026, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

Basis for Opinion

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

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

Final Materiality

The scope of our audit was determined by our assessment of materiality. In determining the extent of our audit procedures, we applied specific quantitative thresholds supported by qualitative factors to guide the scope, timing, and nature of our work. Materiality also informed our evaluation of the impact of identified misstatements both individually and collectively on the consolidated and separate financial statements as a whole.

Exercising our professional judgment, we established materiality for the consolidated and separate financial statements as a whole as follows:

	Consolidated financial statements	Separate financial statements
Final materiality (‘000)	R37 000	R34 000
How we determined materiality	1.9%* of Total assets	1.9%* of Total assets
Rationale for the materiality benchmark applied	Total assets were selected as the benchmark for materiality, as they reflect the Group’s and Company’s primary objective of holding and managing investments. The value of assets is a key indicator of performance and financial position for stakeholders and provides a consistent basis for evaluating the Group’s and Company’s investment activities.	
	A 1.9% threshold was applied based on professional judgement, ensuring that potential misstatements are identified and addressed while maintaining relevance to the Group’s and Company’s operating environment.	

* Rounded

Group audit scope

The consolidated financial statements were considered to meet the definition of ‘Group financial statements’ as they represent the financial information of more than one component. The Group audit scoping and Group auditor oversight sections were applied to the audit of both the consolidated and separate financial statements.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated and separate financial statements, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group and Company operate.

We performed risk assessment procedures to determine which of the group’s components are likely to include risks of material misstatement to the consolidated financial statements and which further audit procedures to perform at these components to address these risks. Our judgement included assessing the size of the components and the nature of the balances and transactions within the components.

In establishing the overall audit approach for the Group audit, we identified the necessary procedures to be performed on the components by our audit team.

To obtain sufficient appropriate audit evidence, we performed audit work on specific classes of transactions, account balances, and disclosures of the consolidated and separate financial statements, as well as specified procedures for Group reporting purposes.

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.



Independent auditor’s report (continued)

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

Key audit matter	Audit response
<p>Valuation of unlisted investments</p> <p>This key audit matter applies to the consolidated and separate financial statements of the company.</p> <p>Refer to the following sections of the consolidated and separate financial statements for disclosures related to this key audit matter:</p> <ul style="list-style-type: none"> - The Accounting Policies on pages 47 to 48. - Note 2 to the consolidated and separate financial statements. <p>The group and company hold a number of unlisted investments, which are measured at fair value through profit or loss in accordance with IFRS 9: Financial Instruments. This is in line with the requirements for an investment entity, as per IFRS 10. The fair value of these unlisted investments as of 28 February 2026 is R1.595 billion.</p> <p>The fair values of the unlisted investments, as determined by management and management’s valuation specialists and approved by the Board of Directors, were established in accordance with the valuation principles and methodologies required by IFRS 13: <i>Fair Value Measurement</i>. The valuations were determined using generally accepted valuation techniques appropriate to the nature and circumstances of the underlying investments, as disclosed in note 2 to the consolidated and separate financial statements.</p> <p>We considered the fair value of the underlying unlisted investments to be a matter of most significance to the current year audit due to:</p> <ul style="list-style-type: none"> - The magnitude of the unlisted investments in relation to the consolidated and separate financial statements, and - The degree of judgement and estimation applied in determining the fair value of the underlying unlisted investments. - Significant judgement that was exercised in determining that the investment in Huge Distribution and the related call option constitute a single unit of account for accounting and valuation purposes, as well as in estimating the resulting fair value of the investment. The valuation of the call option is inherently complex and involves significant estimation uncertainty due to the use of subjective assumptions and unobservable inputs in determining its value. 	<p>In our evaluation of the fair value of unlisted investments, we conducted comprehensive audit procedures to assess the reasonableness of the assumptions and inputs utilised in the respective valuations. The following are the key procedures performed:</p> <ul style="list-style-type: none"> - We confirmed the board and audit committee approval of the valuations by inspecting the signed board resolution approving the financial statements. - We obtained management’s valuations, noting that some were supported by Birkett Stewart McHendrie (BSM), an independent valuation expert. - We obtained a written representation from BSM to confirm their independence, competency, and relevant experience. - We have performed a thorough background analysis on BSM and found their work to be appropriate for audit purposes. - With the assistance of our internal valuation experts, we gained an understanding of the methodologies applied in the valuation models, as indicated in note 2 to the consolidated and separate financial statements, and compared these to appropriate industry guidance. We noted no material inconsistencies in this regard. - With the involvement of our internal valuation experts, we assessed the inputs and assumptions utilised in the valuation models. This assessment involved the calculation of a comparative peer weighted average cost of capital (WACC), earnings multiples, and transaction multiples, using data from independent and third-party sources. We concluded that the inputs and assumptions used were appropriate. - We reperformed the calculations and castings of the valuation models and found them to be accurate. - We conducted a sensitivity analysis over significant assumptions, To assess the reasonableness of the key inputs used in the valuations. This analysis considered the extent to which changes in the inputs would impact the fair value of unlisted investments. Based on our assessment, we found management’s inputs to be acceptable. - We obtained the audited earnings before interest, tax, depreciation, and amortisation (EBITDA) of the investee entities and found the cash flow projections to be reasonable. - The effective tax rates used in the valuation were scrutinised and found to be accurate. - For investee entities valued on the net asset value (NAV) basis, we obtained the audited financial statements of the underlying companies. We compared the fair value of the investment to the audited net asset value and noted no material discrepancies. - For the investment in preference shares, we used our professional judgment and consulted with our internal valuation experts to assess the required rate of return (RROR) used and found the RROR to be appropriate. - For the investment in Huge Distribution, we evaluated management’s judgement in applying a single unit of account to value the underlying shares together with the related call option through a detailed technical assessment of the application of IFRS 13, supported by consultation with an independent IFRS expert. - We assessed the reasonableness of the valuation of the underlying call option associated with Huge Distribution, with the assistance of our internal valuation experts, who performed an independent assessment using a binomial tree model to corroborate the reasonableness of the fair value recognised by management. - We evaluated the appropriateness of the accounting policies selected and ensured that adequate disclosures were made in the consolidated and separate financial statements, ensuring compliance with IFRS Accounting Standards as issued by the International Accounting Standards Board. <p>Based on the detailed procedures performed, sufficient audit evidence has been obtained to support our conclusion that the group’s determination of the fair value of unlisted investments is appropriate and in accordance with applicable accounting standards.</p>

Independent auditor’s report (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled “Huge Group Limited Integrated Annual Report 2026,” which includes the Directors’ Report, the Audit and Risk Committee’s Report, and the Company Secretary’s Certificate as required by the Companies Act of South Africa. The other information does not include the consolidated and separate financial statements and our auditor’s report thereon.

Our opinion on the consolidated and separate financial statements do not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa, and for such internal controls as the directors determine is necessary to enable the preparation of the consolidated and separate financial statements which are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the group and company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group and/or company or to cease operations, or have no realistic alternative but to do so.

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

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when

it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

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

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

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

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

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 laws or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

Audit Tenure

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that Moore Johannesburg Inc. has been the auditor of Huge Group Limited for 8 years.

Audit Fees and Non-Audit Fees

In terms of the EAR Rule, we disclose the following fee-related matters:

Fee	Amount
Audit fees paid or payable to the firm	R2 630 000
Audit fees paid or payable to network firms	-
Non-Audit fees paid or payable to firm and network firms	R35 000

Moore Johannesburg Inc.

Registered Auditors
Per: A Carneiro
Director
Registered Auditor

29 May 2026

50 Oxford Road
Parktown
Johannesburg
2193



Directors' report

as at 28 February 2026

Nature of the business

Huge Group is an investment holding entity.

Composition of the Board of Directors

The following were directors and prescribed officers of the Company during the current financial year unless otherwise indicated:

Executive directors	Independent non-executive directors	Non-executive directors	Prescribed officers
JC Herbst (Chief Executive Officer)	VHT Kathan (Chairman)		
IDJ van de Merwe (Chief Commercial Officer)	DR Gammie	VM Mokholo	
T van Tonder (Chief Commercial Officer) ¹	CIJ Williams		
C Human (Chief Financial Officer) ²	MA Boakye		
R Douglas (Chief Reporting Officer) ³			

- ¹ T van Tonder resigned as Chief Commercial Officer effective 1 September 2025.
- ² C Human was appointed as Chief Financial Officer effective 1 September 2025.
- ³ R Douglas was appointed as Chief Reporting Officer effective 1 September 2025.

Committee	Committee Chairman
Main Board	VHT Kathan
Audit Committee	DR Gammie
Risk Committee	DR Gammie
Social and Ethics Committee	VM Mokholo
Remuneration Committee	VHT Kathan
Nomination Committee	VHT Kathan
Investment Committee	JC Herbst

Directors retiring in terms of the Company's MOI, all of whom are eligible and offer themselves for re-election, are MA Boakye and C Williams.

Financial results

The AFS have been prepared in accordance with IFRS, the JSE Listings Requirements, and in terms of the requirements of the Companies Act.

Full details of the consolidated and separate financial position, financial performance, and cash flows of the Group are set out in these AFS.

Going concern

The Board has undertaken a detailed review of the going concern capability of the Group (and the portfolio investment companies).

Based upon solvency, cash resources, and forecasts, the Board has concluded that the Group and its portfolio investment companies are going concerns and will remain going concerns for the twelve-month period that follows the date of approval of these AFS. Accordingly, the Group continues to adopt the going concern basis of preparing these AFS.

Share issues or repurchases

No shares were issued or repurchased during the current and previous financial years.

Directors' interests in the share capital of the Company

As at 28 February 2026, the following Directors of the Company held shares in the issued share capital of the Company:

2026 Number of shares held	Direct	Indirect	Total	%
JC Herbst ¹	268 370	25 854 958	26 123 328	15.14
R Douglas	25 039	–	25 039	0.01
	293 409	25 854 958	26 148 367	15.15

2025 Number of shares held	Direct	Indirect	Total	%
JC Herbst ¹	268 370	24 604 958	24 873 328	14.41
MR Beamish ²	2 500 000	18 960 921	21 460 921	12.44
	2 768 370	43 565 879	46 334 249	26.85

- ¹ The indirect shareholding of JC Herbst is non-beneficial and is held by Eagle Creek Investments 223, Pacific Breeze Trading 417, and Silver Meadow Trading 3.
- ² The indirect shareholding of MR Beamish is a combination of beneficial and non-beneficial interests and is held by Praesidium SA Fund en Praesidium Capital Management, and Praesidium Family Trust.



Directors' report (continued)

As at 28 February 2026, the following Directors of major portfolio investment companies held shares in the issued share capital of the Company:

2026 Number of shares held	Direct	Indirect	Total	%
SM Oberholzer ¹	81 210	5 448 907	5 530 117	3.20
KB Sinclair ²	-	5 550 495	5 550 495	3.22
K Schmulian ³	48 755	1 065 688	1 114 443	0.65
D Cameron	607 272	-	607 272	0.35
	737 237	12 065 090	12 802 327	7.42

As at 28 February 2025, the following Directors of major portfolio investment companies held shares in the issued share capital of the Company:

2025 Number of shares held	Direct	Indirect	Total	%
SM Oberholzer ¹	79 041	5 448 907	5 527 948	3.20
KB Sinclair ²	-	5 550 495	5 550 495	3.22
K Schmulian ³	48 755	1 065 688	1 114 443	0.65
D Cameron	607 272	-	607 272	0.35
	735 068	12 065 090	12 800 158	7.42

- ¹ The indirect shareholding of SM Oberholzer, a director of Huge Networks, is held by K2017082648 South Africa Proprietary Limited.
- ² The indirect shareholding of KB Sinclair, a director of Huge Connect, is held by K2017038086 South Africa Proprietary Limited.
- ³ The indirect shareholding of K Schmulian, a director of Huge Connect, is held by K2017038099 South Africa Proprietary Limited.

None of the shareholdings cited above are subject to any pledge or encumbrance. From 28 February 2026 and the date of approval of the AFS there were no changes in the Directors' shareholding.

Dealings in securities

JC Herbst

From 1 March 2025 to 28 February 2026, associates of MR J Herbst acquired 1 250 000 shares at an average price of 181 cents per share amounting to R2 262 500 in the open market. Clearance to deal was obtained.

R Douglas

From 1 March 2025 to 28 February 2026, Miss R Douglas acquired 25 000 shares at an average price of 130 cents per share amounting to R32 500 in the open market. Clearance to deal was obtained.

Directors' personal financial interests

The register of personal financial interests of Directors, held in terms of section 75(4) of the Companies Act, is available to the public on request at the Company's registered address.

Litigation

The Group is not involved in any litigation that is not disclosed in the consolidated and separate financial statements.

Dividends

No dividends were declared for the current and prior financial year.

Events after the reporting period

Other matters

The Directors are not aware of any other significant matters or circumstances arising after the end of the reporting period, which have not otherwise been recognised and disclosed in the AFS, and which affect the financial position of the Group or the results of its operations up to the date of this report.

Governance (Company Secretary and administration)

CIS Company Secretaries Proprietary Limited are the Company Secretary. Contact information for the Company Secretary can be found at page 79 of this report.

Audit Committee

The Directors confirm that the Audit Committee has addressed specific considerations required in terms of section 94(7) of the Companies Act. Further details are contained in the Audit and Risk Committee Report from pages 44-45 of this report.

Auditors

The shareholders appointed Moore Johannesburg Incorporated as the Group's independent auditor for its 2026 financial year and the Audit Committee has recommended that Moore Johannesburg Incorporated remain in office in accordance with section 90(1) of the Companies Act.



Audit and Risk Committee report

Report to the shareholders on the activities of the Audit Committee for the reporting period ended 28 February 2026

The Audit Committee has specific statutory responsibilities to shareholders in terms of the Companies Act. In addition to these responsibilities, the Audit Committee assists the Board by advising and making submissions on the financial reporting, oversight of governance, financial risk management processes, internal financial and non-financial controls, independent audit functions, and statutory and regulatory compliance.

Statutory duties

In executing its duties during the reporting period, the Audit Committee:

- reviewed the terms of engagement of Moore Johannesburg Incorporated, and recommended the re-appointment of Moore Johannesburg Incorporated as its independent auditor. Americo Carneiro from Moore Johannesburg Incorporated will continue as the designated audit partner for the 2026 financial year;
- confirmed that both Moore Johannesburg Incorporated and Mr Carneiro remain independent of the Group, and meet the requirements of the Companies Act, the JSE Listings Requirements, and King IV™;
- Considered and satisfied itself with the independence and objectivity of the external auditor and designated registered auditor and ensured that the scope of non-audit services rendered did not impair their independence.
- Approved the non-audit related services performed by the external auditor during the year in accordance with the policy established and approved by the Board.
- reviewed the fees paid for audit and non-audit services which are disclosed in the Auditor's report. The non-audit service fees represents 1.17% of the audit fees, which is within the Group's policy of 25% of audit fees. The non-audit services relates to Agreed Upon Procedures;

As per policy, the audit partner is rotated every 5 years, this is the current partners' 3rd year on the audit, and will required to be rotated in FY2029.

In compliance with paragraph 5.7(h)(iii) of the JSE Listings Requirements, the Audit Committee has, through discussion with Moore Incorporated Johannesburg, considered, inter alia, (i) the findings of any and all recent inspections undertaken on Moore Johannesburg Incorporated by the Independent Regulatory Board of Auditors; (ii) Moore Johannesburg Incorporated's quality control procedures; and (iii) the outcome and summary of any legal or disciplinary proceedings (if any) conducted against Moore Johannesburg Incorporated within the past seven years and instituted in terms of any legislation or professional body to which Moore Johannesburg Incorporated is accountable.

Delegated duties

Financial Statements

The Audit Committee reviewed the accounting policies, including significant areas of judgement, the AFS, Short-Form Announcements and accompanying reports to shareholders and other announcements made in respect of the Group's results during the reporting period.

Integrated reporting

The Audit Committee reviewed the disclosure contained in the IAR. The Audit Committee is satisfied that the information contained in the IAR is reliable and does not conflict with the financial information. The Audit Committee recommended the IAR to the Board for approval.

Internal audit

Due to the Group's legal structure, assets, size and business operations, the Audit Committee is of the view that an internal audit function is presently not required. However, this requirement is monitored by the Audit Committee on a regular basis.

Risk management

Whilst the Board has delegated responsibility for risk management to the Risk Committee, the Audit Committee remains responsible for the following areas of risk management:

- Financial risks;
- Financial reporting risks;
- Internal financial controls;
- Fraud risks as they relate to financial reporting; and
- IT governance.

Chief Reporting Officer

The Audit Committee has assessed and is satisfied with the appropriateness of the skills, experience, and expertise of R Douglas as the Chief Reporting Officer of the Group and confirms same to shareholders.

Financial function

The Audit Committee has reviewed and is satisfied with the expertise, resources, and experience of the Group's finance function.

Oversight of risk management

The Chairman of the Audit Committee also chairs the Risk Committee. Members of the Board attend the meetings of both the Audit Committee and the Risk Committee by invitation. This provides the Audit Committee with the ability to interact closely with the functions performed by the Risk Committee to ensure that there is an adequate understanding of the risk management processes.



Audit and Risk Committee report (continued)

Internal financial controls

The Audit Committee has ensured that appropriate financial reporting procedures exist and are working, including all entities forming part of the AFS, and that it has access to all financial information of the Group to allow the Group to effectively prepare and report on the AFS.

The Audit Committee has reviewed the efficacy of the Group’s system of internal financial controls, including assurance received from management and the independent auditor. The Audit Committee has reviewed the material issues raised during the independent audit process. Based on the processes and assurances obtained, the Audit Committee is of the view that the internal financial controls are effective.

Key areas from the year-end audit report

The key audit matters from the year-end audit report are outlined on page 40.

Combined assurance

The Group continue to work on improving their combined assurance framework, taking cognisance of the recommendations of King IV™ in respect of the five lines of assurance.

The Group has regard to the following five lines of assurance:

First line:	Line management is responsible for monitoring and managing risk and opportunity.
Second line:	Risk management functions in each company, review and consider risk and opportunity.
Third line:	The Company utilises the services of various experts to assist with managing risk in respect of revenue recognition and regulatory compliance.
Fourth line:	The independent auditor considers and reviews risk management processes that have been implemented and elevate any areas which may require further attention.
Fifth line:	The Risk Committee and the Audit Committee provide the Board with advice and recommendations in respect of risk management and opportunities.

IT Governance

The Audit Committee is responsible for ensuring that a suitable governance framework is in place to oversee and manage information and technology risks. The Audit Committee reviews the relevant policies which are implemented, including the internal control frameworks adopted in this regard. The Board receives independent assurance on the effectiveness of the aforementioned matters from the Audit Committee and the independent auditor. The Audit Committee is cognisant of the ongoing increase in risks related to information and technology, including the Protection of Personal Information Act 4 of 2013. The Audit Committee will report on developments and improvements in the IT governance processes going forward.

Going concern

The Audit Committee satisfied itself, based on the information and explanations supplied by management and obtained through discussions with the external auditor, that the Group can be regarded as a going concern.

Regulatory compliance

The Audit Committee has complied with all its applicable legal and regulatory responsibilities. The Audit Committee has reviewed the AFS prior to approval, both with management and in a separate forum. The Audit Committee reviewed the IAR and the financial statements for the year ended 28 February 2026 and recommended them to the Board for approval.

The Audit Committee is satisfied that it has fulfilled its responsibility in accordance with its terms of reference for the year ended 28 February 2026.

For and on behalf of the Audit Committee

Dennis Gammie

Non-executive Audit and Risk Committee Chairman

Accounting Policies

for the year ended 28 February 2026

Basis of preparation and presentation of Consolidated and Separate Annual Financial Statements

These AFS have been prepared using accounting policies compliant with IFRS, the JSE's Listings Requirements, and the requirements of the Companies Act. The AFS have been prepared on the historical cost basis, with the exception of certain accounting standards requiring measurement at on a fair value basis. The AFS have been prepared on a going concern basis. The AFS are presented in South African Rand, which is the presentation currency of the Group. The functional currency of each entity within the Group is determined separately in accordance with the economic environment in which it operates. All financial information presented in Rand has been rounded off to the nearest thousand.

Details of the Group's material accounting policies are set out below and are consistent with those applied in the previous financial year except for the adopted standards and amendments as listed below.

The preparation of the AFS in conformity with IFRS requires management to make judgements, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is as follows:

Application of the investment entity exemption in terms of IFRS 10 Consolidated Financial Statements

Investment entity status

An investment entity is typically an entity that i) obtains funds from one or more investors for the purpose of providing such investor(s) with investment management services, ii) commits to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both, and iii) measures and evaluates the performance of substantially all its investments on a fair value basis.

Huge Group's strategy is centred on acquisition and expansion of its investment portfolio, generating cash inflows in the form of dividends, interest, loan repayments as well as proceeds from the disposal of investments at a profit. Its approach is that of an investment entity as opposed to a consolidated operating group. Huge Group's vision, strategy, and policies (particularly its Investment Policy) are those of an investment entity.

Huge Group's focus on value creation for its shareholders has not changed. The performance of its investment portfolio is accordingly measured with reference to the fair value of such investments and cashflow generation capabilities rather than their consolidated profitability. Fair value is ultimately dependent on a range of factors such as the entity's market rating, growth prospects, operational performance, profitability, and marketability. Huge Group also has exit strategies in place for its investments to realise value over time.

It is a critical accounting judgement that Huge Group is classified as an investment entity. In making this assessment, management considered whether Huge Group's activities meet the defining elements and characteristics of an investment entity, including whether substantially all investments are managed and evaluated on a fair value basis. Management concluded that, with effect from 1 March 2021, Huge Group meets the criteria to be classified as an investment entity. This is continuously reassessed and for the current reporting period this assessment remains appropriate.

Accounting treatment for an investment entity

IFRS 10 contains special accounting requirements for an investment entity. Where an entity meets the definition of an investment entity, it does not consolidate its subsidiaries, but rather measures subsidiaries at fair value through profit or loss (FVTPL). However, an investment entity is still required to consolidate subsidiaries that provide services related to the investment entity's investment activities (i.e. those wholly owned subsidiaries comprising Huge Group's head office operations).

Application of new and revised IFRS Accounting Standards

The Group has applied all new and revised accounting standards and interpretations that are relevant to its operations and effective for the current financial year.

Management has considered all standards and interpretations that are in issue but not yet effective. The application of these new and revised standards and interpretations, as issued by the IASB, are not expected to have any material impact on the Group. Those that are relevant to the Group, but have not been early adopted, are as follows:

New and revised standards and interpretations in issue and not yet effective:

Standard	Description
Presentation and Disclosure in Financial Statements (IFRS 18)	<p>On 9 April 2024, the IASB issued IFRS 18, which will replace IAS 1 Presentation of Financial Statements. IFRS 18 introduces three key changes aimed at enhancing the presentation of financial performance and improving comparability for investors:</p> <ul style="list-style-type: none"> - Improved comparability in the statement of comprehensive income through the introduction of three defined categories for income and expenses: operating, investing, and financing; - Enhanced transparency through the requirement to disclose and explain company-specific performance measures that relate to the statement of comprehensive income; and - More effective presentation of information in the financial statements, supported by strengthened guidance on the organisation of information and clearer distinctions between what should be presented in the primary financial statements versus the notes. Additional disclosures are also required to increase transparency of operating expenses. This standard is effective for annual reporting periods beginning on or after 1 January 2027.

Consolidation

The AFS incorporate the AFS of Huge Group Limited and its subsidiary companies, Huge Management, Huge Soho, and Huge SPV 1 as at 28 February 2026, on the basis outlined below. These entities have been consolidated in accordance with accounting policies consistently applied in both the current and prior financial years, where relevant.



Accounting Policies (continued)

Subsidiary company

Subsidiaries are entities over which the Company has control. The Company controls an entity when the Company 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 over the entity. Subsidiaries that provide services related to Huge Group's investment activities are consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases.

Subsidiaries other than those rendering services related to Huge Group's investment activities are measured at FVTPL as detailed in the notes to the AFS.

Inter-company transactions, balances, and unrealised gains/losses on transactions between the Company and its subsidiaries that provide services related to Huge Group's investment activities are eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

Critical accounting judgement – Huge Group's classification of Huge Management, Huge SPV 1 and Huge Soho as subsidiaries

In terms of paragraph 31 of IFRS 10 Consolidated Financial Statements (IFRS 10) 'an investment entity shall not consolidate its subsidiaries or apply IFRS 3 when it obtains control of another entity'. However, in terms of paragraph 32 of IFRS 10 'if an investment entity has a subsidiary that is not itself an investment entity and whose main purpose and activities are providing services that relate to the investment entity's investment activities, it shall consolidate that subsidiary.' Huge Management, Huge SPV 1 and Huge Soho are three entities over which Huge Group has control whose main purpose and activities are providing services that relate to Huge Group's investment activities. Huge Management performs Huge Group's treasury function, including managing funding, cash resources and the allocation of capital to investments. Huge SPV 1 and Huge Soho are vehicles used to structure, fund and hold Huge Group's investments. These entities do not have independent investment strategies or decision-making authority, with key decisions made at a holding company level. Management concluded that these entities form part of the Group's centrally managed investment activities and are therefore consolidated by Huge Group. For this reason, they have been consolidated with Huge Group and form part of the same group of companies.

Goodwill

Goodwill is determined as the consideration paid, plus the fair value of any shareholding held prior to obtaining control, plus non-controlling interest and less the fair value of the identifiable assets and liabilities of the acquiree. When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

Irrespective of whether there is any indication of impairment, the Group also tests goodwill acquired in a business combination for impairment annually.

Financial assets

The financial assets of the Group comprise investments held at fair value through profit or loss (FVTPL), loan receivables, trade and other receivables, and cash and cash equivalents.

Classification

Financial assets are classified based on the business model and nature of cash flows associated with the instrument.

Financial assets at amortised cost

Debt instruments that meet the following conditions are measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI).

Financial assets at FVTPL

Financial assets that do not qualify to be measured at amortised cost as described above are measured at FVTPL.

Critical accounting judgement - Valuation of Huge Distribution

Huge Group has concluded a call option agreement (the **COA**) with BlueSky Capital Wealth Proprietary Limited (**BlueSky**) in which Huge Group has granted BlueSky the right to acquire 100 shares (the **Call Option Shares**), being approximately 49.75% of the issued shares of Huge Distribution, at an exercise price of R1 per share (the **Call Option**). The Call Option is exercisable at any time prior to 28 February 2029 and is not subject to substantive legal, regulatory or operational barriers. The COA confirms that Huge Group remains the legal and beneficial owner of the Call Option Shares until such time as the Call Option is exercised and the transfer of the Call Option Shares is perfected.

Significant judgement has been applied in determining the appropriate accounting treatment and fair value measurement of Huge Group's investment in Huge Distribution, specifically whether the Call Option should be recognised separately as a derivative liability or whether the impact of the Call Option should be incorporated into the fair value of the investment itself.

In applying this judgement, management considered whether the Call Option represents a separate contractual obligation of Huge Group or whether it constitutes a single unit of account which is characteristic of the investment interest that market participants would consider in determining the exit price of the investment in accordance with Fair Value.

The directors concluded that the Call Option is intrinsically linked to Huge Group's investment in Huge Distribution and significantly limits the economic benefits that can be realised from the Call Option Shares, notwithstanding that Huge Group retains legal ownership of 100% of Huge Distribution at the reporting date. Accordingly, management believes that a market participant would consider the existence and terms of the Call Option when pricing the investment interest.

The Fair Value of the investment has therefore been determined with reference to the enterprise value of Huge Distribution, adjusted to reflect the economic effect of the Call Option and the resulting limitations on the economic benefits available to Huge Group. Management applied significant judgement in assessing the extent to which the Call Option impacts the Fair Value measurement to arrive at a value that reflects the price that would be received when disposing of its shares in an orderly transaction between market participants at the measurement date in accordance with IFRS 13.

Recognition and measurement

Recognition and measurement of financial assets at FVTPL

Financial assets at FVTPL consists of investments held in portfolio investment companies disclosed in Note 2 of the AFS which are classified and measured at FVTPL. The investments are initially recognised at fair value excluding transaction costs that are directly attributable to the acquisition of the investment and are subsequently remeasured at fair value.

Gains and losses arising from changes in the fair value of these assets are included in the statement of comprehensive income in the period in which they arise. Interest and dividend income arising on financial assets at FVTPL are recognised and disclosed separately in the statement of comprehensive income as part of investment income.

Where available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. The fair values of quoted investments are based on current prices at the close of business on the reporting date. If the market for a financial asset is not active, or if it is unquoted, the Group establishes fair value by using valuation techniques as detailed in Note 2 and in accordance with IFRS 13 fair value principles. The Group's main valuation techniques incorporate all factors that market participants would consider and make maximum use of observable market data.



Accounting Policies (continued)

The existence of published price quotations in an active market is the best evidence of fair value. The phrase “quoted in an active market” means that quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm’s-length basis.

All investments held by the Group are classified as level 3 in the fair value hierarchy.

Recognition and measurement of financial assets at amortised cost

The financial assets consists of loan receivables, trade and other receivables and cash and cash equivalents.

These financial assets are held to collect contractual cash flows which represent SPPI. Interest income from these financial assets is included under interest income and is calculated using the effective interest method in the statement of comprehensive income.

For cash flow purposes, these investments are classified as investing activities.

Impairment of financial assets

The Group assesses impairment of loan receivables and other receivables using the general expected credit loss model. The Group applies the three-stage model to measure expected credit losses based on changes in credit risk since initial recognition. The Group determines whether the credit risk on a financial asset has increased significantly by comparing the risk of default occurring on the financial asset as at the reporting date with the risk of default occurring on the financial asset as at the date of initial recognition, together with reasonable and supporting information that indicates a significant increase in credit risk since initial recognition. Refer to Note 3 for further details on the impairment stages applied under the general approach model.

In assessing expected credit losses on loan receivables from portfolio investment companies, the Group considers both historical default experience and forward-looking information. This includes financial and qualitative indicators relating to the portfolio companies’ performance and expected performance. One of the key considerations in the assessment is the estimated value of the Group’s enterprise and equity interests in the respective companies, which serves as an indicator of their ability to pay. These valuations, along with other available information, are used to inform judgements around the expected recoverability of the loan balances. Forward-looking adjustments are made where appropriate to reflect changes in expected future conditions. The expected credit loss assessments are reviewed regularly to ensure they incorporate the most up-to-date and supportable information available. Refer to Note 2, Note 3 and Note 17 for more detail. A financial asset that is in default is defined as an asset where the prospects of recovery are assessed as remote.

If there is no indication that there has been a significant increase in a financial asset’s credit risk since initial recognition, the loss allowance is measured at an amount equal to the 12-month expected credit losses. However, if the credit risk on a financial asset has increased significantly since initial recognition, the loss allowances are measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial asset, whereas 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within the 12 months after the reporting date.

The Group assesses impairment of trade receivables using the simplified approach credit loss model. Under this approach, a lifetime expected credit loss is recognised for these assets, regardless of whether there has been a significant increase in credit risk since initial recognition. Refer to Note 4 for more detail.

An impairment gain or loss is recognised in the statement of comprehensive income for the amount of expected credit losses, or reversal of expected credit losses, that are required to adjust the loss allowance at the reporting date.

Write-off is a derecognition event. Loans are written off when it has been determined that no reasonable expectation of recovery exists and all efforts to collect have ceased. Cash inflows after write-off are disclosed as bad debts recovered.

Derecognition of financial assets

Financial assets are derecognised when the right to receive cash flows from the financial asset has expired or has been transferred, and the Group has transferred substantially all risks and rewards of ownership.

Financial liabilities

A financial liability is any liability that is a contractual obligation to deliver cash or another financial asset to another entity.

Financial liabilities include trade and other payables, loan payables as well as interest-bearing liabilities.

All financial liabilities are initially recognised at fair value. The best evidence of the fair value at initial recognition is the transaction price (i.e. the fair value of the consideration received) unless the fair value of that instrument is evidenced by comparison with other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable markets.

Financial liabilities at amortised cost (such as trade and other payables) are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period using the effective-interest method.

Financial liabilities, or a portion thereof, are derecognised when the obligation specified in the contract is discharged, cancelled, or expired. On derecognition, the difference between the carrying amount of the financial liability, including related unamortised costs, and settlement amounts paid are included in the statement of comprehensive income.

Financial liabilities are classified as current liabilities if payment is due in less than one year. If not, they are presented as non-current liabilities.

Stated capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction from the proceeds, net of tax.

Where Huge Group purchases its own shares (i.e. treasury shares), the consideration paid, including any directly attributable incremental costs, is deducted from equity attributable to owners of the parent until the shares are cancelled, reissued, or disposed. Where shares are subsequently sold, reissued, or otherwise disposed, any consideration received is included in equity attributable to owners of the parent, net of any directly attributable incremental transaction costs.

Revenue recognition

The portfolio investment companies make use of the name ‘Huge’ and Huge Group’s logo. Their profile is raised because Huge Group is a listed company and they are part of a larger community with significantly more investment scale. The Group provides each portfolio investment company with access to its relationships, including relationships with service providers and debt providers, and it also gives them access to legal advice, professional services, executive management and the Board of the Group. It is on this basis that the Group generates its revenue in the form of dividends, interest income, and fee income.

Fee income

The Group provides investment oversight services and management services under formal service agreements to portfolio investment companies throughout the year.

These services include:

- (i) general management and strategic oversight,
- (ii) access to internal professional resources, and
- (iii) recovery of agreed costs incurred on behalf of the portfolio investment companies.



Accounting Policies (continued)

An output-based method is used to determine management services fee income. Fee income is based on specific factors related to each portfolio investment company, including:

- (i) the profitability of the portfolio investment company,
- (ii) the asset value of the portfolio investment company, and
- (iii) the time and resources required to manage the portfolio investment company.

Control is transferred over time, as services are continuously provided and the portfolio investment companies progressively benefit from the Group's oversight and management.

Performance obligations are satisfied throughout the year, and revenue is recognised in accordance with the service agreements over time.

Dividend income

Dividend income is recognised when the right to receive payment is established and included in investment income in the statement of comprehensive income.

Finance costs

Finance costs are recognised as an expense in the period in which they are incurred based on the effective interest method.

Taxation

Current and deferred income tax

The tax expense for the year comprises current and deferred tax. 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 the tax is also recognised in other comprehensive income or directly in equity respectively.

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 Huge Group's subsidiaries, and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is provided in full using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the AFS. However, if the deferred tax 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 or loss, it is not accounted. Deferred tax is determined

using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

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

Deferred tax is not provided on temporary differences arising on investments in subsidiaries where the Group controls the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred 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 tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Critical accounting judgement – Recognition of deferred tax on investments at FVTPL

Any potential capital gains tax on the disposal of investments at FVTPL is ultimately dependent on the method of realisation (e.g. outright sale) and to what extent such capital gains may be offset against available capital losses. Deferred tax on investments is raised at the effective capital gains tax rate for corporates. Management expects any capital gains tax payable upon realisation of the Investment Portfolio to be limited at present. Furthermore, the Group controls the timing of the reversal of the temporary differences pertaining to its investments at FVTPL and it is not foreseen that the timing differences will reverse within the next 12 months.

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the parent by the weighted average number of outstanding shares (WANOS) during the year (net of treasury shares), with the WANOS comparative adjusted for bonus elements.

Diluted earnings per share

Diluted earnings per share is calculated on the same basis as basic earnings per share, adjusted for the impact that the issue/release of potential Shares on a holding company would have on earnings and WANOS.

Headline and diluted headline earnings per share

Headline and diluted headline earnings per share are calculated on the same basis set out above and in accordance with The South African Institute of Chartered Accountants (SAICA) Circular 1/2023.

Segment reporting

The operating segment's results are reviewed regularly by the Executive Committee, under the authority delegated by the Board (which is the Chief Operating Decision-Maker "CODM" to make decisions about resources to be allocated to each segment and to assess each segment's performance and for which discrete financial information is available.

The fair value of the investment portfolio, as evaluated by the CODM, represents the measure of the segment performance. The IFRS accounting standards values are reconciled in the tables below. Information on the underlying investments held by the Group are also reported to the CODM for the purpose of assessing segment performance. The Investment Committee of Huge Group reports to the CODM in terms of the guidelines on the investment portfolio valuation and reporting processes as set out in the Investment Policy.

The basis of segment reporting has been set out in Note 1.

Events after the reporting period

The Group assesses events after the reporting period in line with IAS 10. Adjusting events, which provide evidence of existing conditions at the reporting date, are incorporated into the financial statements. Non-adjusting events, arising after the reporting period, are disclosed if material to users. No such events; adjusting or non-adjusting; occurred after the reporting date.



Statement of financial position

as at 28 February 2026

	Note(s)	Group		Company	
		2026 R'000	2025 R'000	2026 R'000	2025 R'000
Assets					
Non-current assets					
Goodwill		4 579	4 579	-	-
Property, plant and equipment		139	144	-	-
Investments held	2	1 595 013	1 463 001	1 595 013	1 463 001
Loans receivable	3	314 995	344 939	150 842	146 346
Trade and other receivables	4	28 408	84 468	28 343	84 402
Deferred tax asset	5	-	20 911	-	-
Total non-current assets		1 943 134	1 918 042	1 774 198	1 693 749
Current assets					
Trade and other receivables	4	24 396	14 737	2 991	29
Current tax receivable		1	166	-	21
Cash and cash equivalents	6	5 898	1 825	369	142
Total current assets		30 295	16 728	3 360	192
Total assets		1 973 429	1 934 770	1 777 558	1 693 941
Equity and liabilities					
Equity					
Stated capital	7	611 099	611 099	611 099	611 099
Share-based payment reserve		39 989	39 989	39 989	39 989
Accumulated profit		979 861	951 388	942 568	888 464
		1 630 949	1 602 476	1 593 656	1 539 552
Liabilities					
Non-current liabilities					
Interest-bearing liabilities	8	255 000	300 000	-	-
Deferred tax liabilities	5	8 396	-	156 711	128 394
Loans payable	3	27 251	25 722	25 722	25 722
Total non-current liabilities		290 647	325 722	182 433	154 116
Current liabilities					
Interest-bearing liabilities	8	49 417	4 804	-	-
Trade and other payables		2 416	1 768	1 469	273
Total current liabilities		51 833	6 572	1 469	273
Total liabilities		342 480	332 294	183 902	154 389
Total equity and liabilities		1 973 429	1 934 770	1 777 558	1 693 941
Net asset value per share (cents)		945.14	928.69	-	-

Statement of comprehensive income

for the year ended 28 February 2026

	Note(s)	Group		Company	
		2026 R'000	2025 R'000	2026 R'000	2025 R'000
Net gain/(loss) from financial assets at fair value through profit or loss	2	59 825	(118 959)	59 825	(118 959)
Investment income	9	23 938	65 543	23 801	61 262
Dividend income		23 742	61 142	23 742	61 142
Interest income		196	4 401	59	120
Interest earned on loans		-	34	-	34
Finance income		196	4 367	59	86
Net fee income	15	28 651	12 599	1 500	-
Fee income		28 651	47 349	1 500	-
Fee expense		-	(34 750)	-	-
Other income		-	22	1	14
Foreign exchange gain		-	12	1	14
Other income		-	10	-	-
Expenses	10	(25 814)	(12 112)	(2 706)	(1 505)
Other expenses		(20 646)	(13 259)	(134)	(164)
Employee costs		(5 203)	(3 890)	-	-
Reversal/(provision) for impairment of financial assets		303	5 143	(2 417)	(1 341)
Foreign exchange loss		(155)	-	(155)	-
Depreciation and amortisation		(113)	(106)	-	-
Profit or (loss) before finance costs and taxation		86 600	(52 907)	82 421	(59 188)
Finance costs	11	(28 817)	(31 517)	-	-
Profit or (loss) before taxation		57 783	(84 424)	82 421	(59 188)
Income tax expense	12	(29 310)	22 910	(28 317)	26 021
Profit or (loss) for the year		28 473	(61 514)	54 104	(33 167)
Total comprehensive income or (loss) attributable to:		28 473	(61 514)	54 104	(33 167)
Owners of the parent		28 473	(61 514)	54 104	(33 167)
Earnings or (loss) per share information (cents)	13				
Basic earnings per share		16.50	(35.65)	-	-
Diluted earnings per share		15.18	(35.65)	-	-



Statement of changes in equity

for the year ended 28 February 2026

	Group			
	Total stated capital R'000	Share-based payment reserve R'000	Accumulated profit R'000	Total equity R'000
Group Balance at 1 March 2024	611 099	39 989	1 012 902	1 663 990
Total comprehensive loss for the year	-	-	(61 514)	(61 514)
Balance as at 28 February 2025	611 099	39 989	951 388	1 602 476
Total comprehensive income for the year	-	-	28 473	28 473
Balance as at 28 February 2026	611 099	39 989	979 861	1 630 949

	Company			
	Total stated capital R'000	Share-based payment reserve R'000	Accumulated profit R'000	Total equity R'000
Group Balance at 1 March 2024	611 099	39 989	921 631	1 572 719
Total comprehensive loss for the year	-	-	(33 167)	(33 167)
Balance as at 28 February 2025	611 099	39 989	888 464	1 539 552
Total comprehensive income for the year	-	-	54 104	54 104
Balance as at 28 February 2026	611 099	39 989	942 568	1 593 656

Statement of cash flows

for the year ended 28 February 2026

	Note(s)	Group		Company	
		2026 R'000	2025 R'000	2026 R'000	2025 R'000
Cash flow from operating activities					
Cash generated from/(used in) operations	14	(6 013)	36 549	(302)	(237)
Interest income received		196	4 339	59	58
Dividend income received		7 000	6 800	7 000	6 800
Finance costs paid		(29 205)	(32 050)	-	-
Tax paid		64	(1 096)	20	(335)
Net cash generated from/(used in) operating activities		(27 958)	14 542	6 777	6 286
Cash flows from investing activities					
Purchases of property, plant and equipment		(112)	(59)	-	-
Proceeds from sale of investments		518	-	518	-
Proceeds from sale of property, plant, and equipment		3	-	-	-
Advance of loans by portfolio investment companies		1 529	-	-	-
Advance of loans to portfolio investment companies	3	(55 843)	(260 477)	(27 528)	(125 148)
Repayment of loans by portfolio investment companies	3	85 936	155 113	20 460	117 147
Repayment of loans to portfolio investment companies		-	(700)	-	(700)
Net cash generated from/(used in) investing activities		32 031	(106 123)	(6 550)	(8 701)
Cash flows from financing activities					
Net cash generated from/(used in) financing activities		-	-	-	-
Total cash movement for the period		4 073	(91 581)	227	(2 415)
Cash at the beginning of the period		1 825	93 406	142	2 557
Total cash at the end of the period		5 898	1 825	369	142



Notes to the consolidated and separate Annual Financial Statements

for the year ended 28 February 2026

1. Segment reporting

The Directors have considered IFRS 8 Operating Segments and are of the opinion, based on the information provided to the Executive Committee, being the Chief Operating decision maker, under the authority delegated by the Board, that the current operations of the Company can be split into four main segments based on the investments held: Corporate Office, Cloud and Connectivity, Software and xTech and Distribution. The summarised information included below is in line with the requirements of IFRS 8. The revenue generated by the Group and the PICs as well as services provided by them are generated on a countrywide basis, with no geographical differentiation.

Operating segments during the current and previous reporting period

In terms of the Group's segment report, the **Corporate Office Grouping** comprises the following companies:

- Huge Group, the Investment Holding Company and its subsidiaries including:
 - Huge Management Company;
 - Huge Soho; and
 - Huge SPV 1.
- Other investments:
 - Huge Global; and
 - Huge Capital.

The **Connectivity and Cloud Grouping** comprises the following companies:

- Huge Connect;
- Huge Networks;
- Huge Technologies; and
- Huge TNS.

Huge Group maintains 100% ownership of the issued share capital of Huge TNS, and has the following indirect holdings through this investment:

- Huge Services; and
- Huge Cellular, an associate company of Huge TNS.

The **Software and xTech Grouping** comprises the following companies:

- Huge Platforms (formerly Huge Messaging);
- Huge NXTGN (formerly Huge Media);
- Huge Software;
- Huge Payments,
- Huge Digital Enablement (Huge Digital); and
- Glovent Solutions.

The **Distribution Grouping** comprises the following companies:

- Huge Distribution.

Types of products and services per segment

The Connectivity and Cloud Segment

Huge TNS

Huge TNS caters for the cloud, connectivity, and related technology services needs of businesses in the Corporate, SMME and Work-from-Home segments. Huge TNS provides a comprehensive catalogue of products and services that includes Connectivity, Voice, SD-WAN Management, Connectivity Aggregation, Cyber Security, PBX, Cloud and Hosting services to customers in these segments, generating both annuity revenue and usage-based revenue.

Huge Connect

Huge Connect provides dependable internet access and secure connectivity for payment systems across South Africa, including customer SIM card solutions, bulk messaging solutions, 2G/3G/4G mobile data connectivity, fixed mobile voice solutions, and hosted PBX.

Huge Technologies

Huge Technologies holds the network assets that have been purpose-built for the requirements of Huge TNS.

Huge Networks

Huge Networks is engaged in supplier management in the managed telecommunications industry on behalf of Huge TNS. This entity also holds IECNS and IECS licences with ICASA.

The Software and xTech Segment

Huge Software

Huge Software is a software company that develops, maintains, implements, and supports an ERP (Enterprise Resource Planning) and accounting software solution. It services the Huge Group investment portfolio, together with customers in the mid-tier market in manufacturing, engineering, wholesale distribution, and professional services.

Huge NXTGN and Huge Digital

Huge NXTGN is a next-generation enterprise network enablement partner that provides a cloud-native, turnkey virtual network operator (**VNO**) enablement service to large enterprises and smaller SMME consumer brands. It provides a quick, affordable, and secure platform-as-a-service solution based on one of the most sophisticated local-enablement architectures available, and derives its revenue from services that encompass a full turn-key enablement capability, ranging from professional advisory services through to managed operations and technology enablement services.

Huge Digital, established from the acquisition of Virgin Mobile South Africa, provides Mobile Virtual Network Enabler (**MVNE**) support services to Huge NXTGN.

Huge Payments

Huge Payments' principal operations encompass the leasing of commercial property to affiliated portfolio companies within the Group, while concurrently advancing the development of an Intelligent Payment Solution application for individuals, small merchants, and retailers.

Huge Platforms

Huge Platforms is an IT and platforms-as-a-service provider servicing various PICs across the Huge Group portfolio.



Notes to the consolidated and separate Annual Financial Statements (continued)

1. Segment reporting (continued)

The Distribution Segment

Huge Distribution

Huge Distribution continues to advance its strategic transformation from a traditional ICT distributor into an innovative, multi-product importer and distributor. The Company remains focused on building a sustainable product portfolio tailored to meet the needs of growth industries and emerging markets in South Africa and across Sub-Saharan Africa.

Glovent Solutions

Glovent Solutions is a South African technology company that develops digital platforms and mobile applications for residential estates, gated communities, smart cities, and municipalities, focusing on community management, communication, and operational efficiency.

Geographic areas

The Group's non-current assets are primarily located in South Africa.

Services

The Group generates its revenue in the form of dividends, interest income, and fee income.

Segment portfolio value movements – 2026

Segment	Investments held at 1 March 2025 R'000	Capitalisation/ (Disposal) R'000	Fair value gain/loss R'000	Portfolio interest R'000	Investments held at 28 February 2026 R'000	Percentage of portfolio %
Connectivity and Cloud	1 126 628	72 705	(106 621)	-	1 092 712	68.50
Distribution	1 656	-	86 651	-	88 307	5.54
Software and xTech	334 199	-	79 795	-	413 994	25.96
Corporate Office	518	(518)	-	-	-	0.00
Total	1 463 001	72 187	59 825	-	1 595 013	100.00

Notes: 2, 2, 9, 2

Segment portfolio value movements – 2025

Segment	Investments held at 1 March 2024 R'000	Acquisition R'000	Fair value gain/loss R'000	Portfolio interest R'000	Investments held at 28 February 2025 R'000	Percentage of portfolio %
Connectivity and Cloud	1 346 076	(979)	(218 469)	-	1 126 628	77.01
Distribution	-	-	1 656	-	1 656	0.11
Software and xTech	235 366	979	97 854	-	334 199	22.84
Corporate Office	491	-	-	27	518	0.04
Total	1 581 933	-	(118 959)	27	1 463 001	100.00

Segment portfolio returns – 2026

Segment	Dividend income R'000	Interest income R'000	Finance income R'000	Net Fee income R'000	Total R'000
Income					
Connectivity and Cloud	23 742	-	-	15 149	38 891
Distribution	-	-	196	77	273
Software and xTech	-	-	-	12 857	12 857
Corporate Office	-	-	-	568	568
Expense					
Software and xTech	-	-	-	-	-
Total	23 742	-	196	28 651	52 589

Segment portfolio returns – 2025

Segment	Dividend income R'000	Interest income R'000	Finance income R'000	Net Fee income R'000	Total R'000
Income					
Connectivity and Cloud	61 142	-	-	17 851	78 993
Distribution	-	-	-	76	76
Software and xTech	-	63	-	29 159	29 222
Corporate Office	-	(29)	4 367	263	4 601
Expense					
Software and xTech	-	-	-	(34 750)	(34 750)
Total	61 142	34	4 367	12 599	78 142



Notes to the consolidated and separate Annual Financial Statements (continued)

2. Investments held

Investment held	Held by	Group		Company	
		Fair value 2026 R'000	Fair value 2025 R'000	Fair value 2026 R'000	Fair value 2025 R'000
Huge Connect		654 589	564 255	654 589	564 255
Huge Connect – Ordinary shares held	Huge Group	197 514	107 180	197 514	107 180
Huge Connect – Preference shares held	Huge Group	457 075	457 075	457 075	457 075
Huge Distribution	Huge Group	88 307	1 656	88 307	1 656
Huge Networks	Huge Connect	18 162	14 693	18 162	14 693
Huge NXTGN Go-to-market cluster	Huge Group	400 992	321 686	400 992	321 686
Huge Digital	Huge Group	132 889	126 052	132 889	126 052
Huge NXTGN	Huge Soho	268 103	195 634	268 103	195 634
Huge Platforms	Huge Group	918	903	918	903
Huge Software	Huge Group	12 084	11 609	12 084	11 609
Huge TNS cluster	Huge Group	419 961	547 681	419 961	547 681
Huge TNS	Huge Group	416 156	543 785	416 156	543 785
Huge Services	Huge TNS	3 805	3 896	3 805	3 896
Total unlisted investments fair value		1 595 013	1 462 483	1 595 013	1 462 483
Discovery Invest Endowment Plan	Huge Group	-	518	-	518
Total listed investments fair value		-	518	-	518
Total investments fair value		1 595 013	1 463 001	1 595 013	1 463 001

- All portfolio investment companies are incorporated in South Africa and their principal place of business is in South Africa.
- Glovent, Huge Capital, Huge Cellular, Huge Global, and Huge Payments are held at nil fair value in both the current and prior year.
- The endowment investment matured during the current period, and the cash proceeds have been received, resulting in a nil balance.

Movement in investments held – Group and Company – 2026

Investments held	Fair value at 1 March 2025 R'000	Capitalisation/ (sale) during the period R'000	Fair value gain/(loss) at 28 February 2026 R'000	Finance income on endowment R'000	Closing balance – Fair value at 28 February 2026 R'000
Unlisted investments	1 462 483	72 705	59 825	-	1 595 013
Listed investments	518	(518)	-	-	-
Total investments	1 463 001	72 187	59 825	-	1 595 013

Movement in investments held – Group and Company – 2025

Investments held	Fair value at 1 March 2024 R'000	Acquisition/ (sale) during the period R'000	Fair value gain/(loss) at 28 February 2025 R'000	Finance income on endowment R'000	Closing balance – Fair value at 28 February 2025 R'000
Unlisted investments	1 581 442	-	(118 959)	-	1 462 483
Listed investments	491	-	-	27	518
Total Investments	1 581 933	-	(118 959)	27	1 463 001



Notes to the consolidated and separate Annual Financial Statements (continued)

2. Investments held (continued)

Net gain or loss from financial assets at fair value through profit or loss – Group and Company – 2026

	1 March 2025 Fair value R'000	28 February 2026 Fair value R'000	Fair value gain/(loss) R'000
Huge Connect	564 255	654 589	90 334
Huge Connect – Ordinary shares held	107 180	197 514	90 334
Huge Connect – Preference shares held	457 075	457 075	-
Huge Distribution	1 656	88 307	86 651
Huge Networks	14 693	18 162	3 469
Huge NXTGN Go-to-market cluster	321 686	400 992	79 306
Huge Digital	126 052	132 889	6 837
Huge NXTGN	195 634	268 103	72 469
Huge Platforms	903	918	15
Huge Software	11 609	12 084	475
Huge TNS cluster	547 681	419 961	(127 720)
Huge TNS	543 785	416 156	(127 629)
Huge Services	3 896	3 805	(91)
Total unlisted investments	1 462 483	1 595 013	132 530
Fair value loss of capitalisation of preference dividends receivable to preference shares held			(72 705)
Net fair value gain/(loss)			59 825

Net gain or loss from financial assets at fair value through profit or loss – Group and Company – 2025

	1 March 2024 Fair value R'000	28 February 2025 Fair value R'000	Fair value gain/(loss) R'000
Huge Connect	719 872	564 255	(155 617)
Huge Connect – Ordinary shares held	156 500	107 180	(49 320)
Huge Connect – Preference shares held	563 372	457 075	(106 297)
Huge Distribution	-	1 656	1 656
Huge Networks	13 967	14 693	726
Huge NXTGN Go-to-market cluster	229 658	321 686	92 028
Huge Digital	125 758	126 052	294
Huge NXTGN	103 900	195 634	91 734
Huge Platforms	979	903	(76)
Huge Software	5 708	11 609	5 901
Huge TNS cluster	611 258	547 681	(63 577)
Huge TNS	607 700	543 785	(63 915)
Huge Services	3 558	3 896	338
Total unlisted investments	1 581 442	1 462 483	(118 959)

Fair value of investments held at 28 February 2026

The fair values of the investments held as at 28 February 2026 were calculated by management in accordance with IFRS 13 and were consistent with the methodology applied in prior periods. The fair values of Huge TNS and Huge Connect ordinary shares were subject to an independent valuation performed by Birkett Stewart McHendrie (BSM) which were considered and utilised by management as part of its valuation assessment. However, the valuations recognised are based on management's own calculations. The assumptions informing the year end valuations as at 28 February 2026 have been detailed below:



Notes to the consolidated and separate Annual Financial Statements (continued)

Unlisted investments	Economic interest	Primary valuation approach	Fair value hierarchy	Valuation method	Key unobservable Inputs	28 February 2026 Fair value R'000
Huge Capital ²	49.00%	Net assets	Level 3	Attributable NAV		-
Huge Connect						
Huge Connect – Ordinary shares held	83.71%	Income approach	Level 3	Maintainable earnings model	WACC 17.40% Terminal growth 1.65% Revenue growth 10.28% Sustainable GP margin 47.94%	197 514
Huge Connect – Preference shares held	100.00%	Dividend discount	Level 3	Dividend payable average coupon rate	Required rate of return 11.25%	457 075
Huge Distribution	100.00%	Income approach	Level 3	Maintainable earnings model	WACC 18.60% Terminal growth 1.65% Revenue growth 49.40% Sustainable GP margin 15.62%	88 307
Huge Networks ²	100.00%	Net assets	Level 3	Attributable NAV		18 162
Huge Global ²	100.00%	Net assets	Level 3	Attributable NAV		-
Huge NXTGN Go-to-market cluster						
Huge Digital ¹	93.00%	Income approach	Level 3	Net present value of future cashflows	WACC 19.63%	132 889
Huge NXTGN	76.00%	Income approach	Level 3	Maintainable earnings model	WACC 17.74% Terminal growth 1.65% Revenue growth 91.58% Sustainable EBIT margin 54.53%	268 103
Huge Payments ²	48.99%	Net assets	Level 3	Attributable NAV		-
Huge Platforms ²	100.00%	Net assets	Level 3	Attributable NAV		918
Huge Software	75.00%	Income approach	Level 3	Maintainable earnings model	WACC 23.17% Terminal growth 1.65% Revenue growth 16.70% Sustainable GP margin 71.09%	12 084
Huge Technologies ²	100.00%	Net assets	Level 3	Attributable NAV		-

Unlisted investments	Economic interest	Primary valuation approach	Fair value hierarchy	Valuation method	Key unobservable Inputs	28 February 2026 Fair value R'000
Huge TNS cluster						
Huge TNS	100.00%	Income approach	Level 3	Maintainable earnings model	WACC 14.83% Terminal growth 1.65% Revenue growth 11.74% Sustainable GP margin 43.95%	416 156
Huge Cellular ²	49.00%	Net assets	Level 3	Attributable NAV		-
Huge Services ²	100.00%	Net assets	Level 3	Attributable NAV		3 805
Glovent	20.46%	Income approach	Level 3	Maintainable earnings model	WACC 22.70% Terminal growth 1.65% Revenue growth 6.61% Sustainable GP margin 53.03%	-
Total unlisted holdings						1 595 013
Discovery Invest Endowment Plan			Level 3			-
Total Holdings						1 595 013

Notes:

- Huge Digital** holds Mobile Virtual Network Enabler (MVNE) intellectual property and provides MVNE support services to Huge NXTGN. The forecast cashflows are derived from the commercial asset held by this entity which is a recapitalisation asset. The recapitalisation asset will be realised through a balance sheet restructure (and recapitalisation) by way of an issue of equity in order to repay loans owing.
- The following entities are special purpose entities or shared services companies within the portfolio and are valued based on the net asset value approach which is the most appropriate valuation technique based on the nature of their operations, life cycle, and the nature of their asset base:
 - Huge Capital** is a special purpose credit and capital services entity as well as a procurement supplier in the managed telecommunications industry servicing various PICs across the Huge Group portfolio.
 - Huge Cellular** is a procurement supplier in the managed telecommunications industry primarily servicing Huge TNS.
 - Huge Global** is a special purpose investment holding company domiciled in Mauritius.
 - Huge Networks** is engaged in supplier management in the managed telecommunications industry on behalf of Huge TNS. This entity also holds IECNS and IECS licences with ICASA. Huge Group holds a legal interest of 83.71% in Huge Networks, while retaining a 100% economic interest in the entity.
 - Huge Payments** is engaged in the development of a mobile payments solution for individuals, small merchants, and large retailers. This entity is also a procurement supplier in the managed telecommunications industry primarily servicing Huge Connect and leases commercial property to PICs.
 - Huge Platforms** is an IT and platforms-as-a-service provider servicing various PICs across the Huge Group portfolio with a current focus on the development of technology in the MVNE space.
 - Huge Services** is a special purpose entity providing commercial property related services to the Huge Group portfolio.
 - Huge Technologies** is the holder of network assets and gives Huge TNS the right of use of the assets for a charge.


Notes to the consolidated and separate Annual Financial Statements (continued)

Unlisted investments	Economic interest	Primary valuation approach	Fair value hierarchy	Valuation method	Key Unobservable Inputs	28 February 2025 Fair value R'000
Huge Capital ²	49.00%	Net assets	Level 3	Attributable NAV		-
Huge Connect						
Huge Connect - Ordinary shares held	83.71%	Income approach	Level 3	Maintainable earnings model	WACC 20.32% Terminal growth 1.30% Revenue growth 12.30% Sustainable GP margin 46.30%	107 180
Huge Connect - Preference shares held	100.00%	Dividend discount	Level 3	Dividend payable average coupon rate	Required rate of return 12.00%	457 075
Huge Distribution	100.00%	Income approach	Level 3	Maintainable earnings model	WACC 17.28% Terminal growth 1.30% Revenue growth 21.53% Sustainable GP margin 16.82%	1 656
Huge Networks ²	100.00%	Net assets	Level 3	Attributable NAV		14 693
Huge Global ²	100.00%	Net assets	Level 3	Attributable NAV		-
Huge NXTGN Go-to-market cluster						
Huge Digital ¹	93.00%	Income approach	Level 3	Net present value of future cashflows	WACC 26.03%	126 052
Huge NXTGN	76.00%	Income approach	Level 3	Maintainable earnings model	WACC 17.41% Terminal growth 1.30% Revenue growth 85.00% (see note) Sustainable EBIT margin 42.63% (see note)	195 634

Unlisted investments	Economic interest	Primary valuation approach	Fair value hierarchy	Valuation method	Key Unobservable Inputs	28 February 2025 Fair value R'000
Huge Payments ²	48.99%	Net assets	Level 3	Attributable NAV		-
Huge Platforms ²	100.00%	Net assets	Level 3	Attributable NAV		903
Huge Software	75.00%	Income approach	Level 3	Maintainable earnings model	WACC 24.73% Terminal growth 1.30% Revenue growth 15.58% Sustainable GP margin 76.39%	11 609
Huge Technologies ²	100.00%	Net assets	Level 3	Attributable NAV		-
Huge TNS cluster						
Huge TNS	100.00%	Income approach	Level 3	Maintainable earnings model	WACC 17.20% Terminal growth 1.30% Revenue growth 16.22% Sustainable GP margin 44.39%	543 785
Huge Cellular ²	49.00%	Net assets	Level 3	Attributable NAV		-
Huge Services	100.00%	Net assets	Level 3	Attributable NAV		3 896
Glovent	20.46%	Income approach	Level 3	Maintainable earnings model	WACC 22.70% Terminal growth 1.30% Revenue growth 24.22% Sustainable GP margin 51.59%	-
Total unlisted holdings						1 462 483
Discovery Invest Endowment Plan			Level 3			518
Total Holdings						1 463 001



Notes to the consolidated and separate Annual Financial Statements (continued)

2. Investments held (continued)

Primary valuation approaches applied

- The fair value of investments is determined using appropriate valuation techniques, primarily the income approach (including discounted cash flow and dividend discount models) and the net asset value (NAV) approach.
- Under the income approach, estimated future cash flows or dividends are discounted to present value using a discount rate that reflects current market assessments of the time value of money and risks specific to the investment. The NAV approach is based on the fair value of the underlying assets and liabilities of the investee.

Key valuation components in determination of the Weighted Average Cost of Capital (WACC)

Where a discounted cash flow approach is applied, the key inputs used to determine the discount rate include the risk-free rate, equity market risk premium and beta, which are derived from observable market data and applied to reflect the risk profile of each investment.

Risk free rate

The risk free rate is the rate that investors would require on a risk free asset. The risk free rate used by management of 7.15% is approximated by the spot rate of a South African Government Bond with a maturity of 5 years, as quoted by the South African Reserve Bank on 28 February 2026. (2025: 9.13%)

Systematic risk premium or market premium

The equity market risk premium (**EMRP**) was obtained from data published by the Aswath Damodaran (NYU Stern Professor). Market risk premium represents the difference between return on equities and a risk-free investment, which is normally associated with short-term government bonds. Applying this model generates an EMRP for the South African equity market of 8.13% (2025: 8.35%).

Beta

A beta analysis was conducted based the average Aswath Damodaran Beta for related segments in Emerging Markets, which was re-levered using each portfolio investment companies’ capital structure and effective tax rate.

- Huge Connect and Huge TNS, unlevered Beta of 0.39 for the services and wireless telecommunications sector across 39 and 12 emerging market companies, respectively and Huge NXTGN and Huge Digital, unlevered beta of 0.63 for the services and wireless telecommunications sector across 57 and 12 emerging market companies, respectively (2025: 0.56 for Huge TNS and Huge Connect, Huge NXTGN, and Huge Digital).
- Huge Distribution: unlevered Beta of 0.92 for the equipment telecommunications sector across 57 emerging market companies (2025: 0.95).
- Huge Software and Glovent: unlevered Beta of 1.25 for the software systems and applications telecommunications sector across 309 emerging market companies (2025: 1.22).

Specific risk (Alpha)

The specific risk for each individual PIC was considered. Risk premiums related to items such as management’s depth of expertise, leverage, access to capital, forecasting risk, customer concentration, nature of revenue, sales model, current and potential competition, supplier concentration and pricing power, product diversification, geographical distribution, internal culture, industry specific regulations, litigation, technology risk, internal controls were applied. Specific risk premium for each PIC are as follows:

- Huge TNS 12.88% (2025: 12.88%)
- Huge Connect 10.60% (2025: 10.60%)

Specific risk (Alpha) (continued)

- Huge Digital 10.50% (2025: 9.50%)
- Huge Distribution 16.05% (2025: 8.15%)
- Huge NXTGN 15.86% (2025: 13.40%)
- Huge Software 9.61% (2025: 9.61%)
- Glovent 11.13% (2025: 11.13%)

Weighting of debt and equity

The target debt equity ratios applied in the respective Weighted Average Cost of Capital (WACC) calculations of the PICs are consistent with the prior year and generally range from 60% debt/40% equity for the higher geared investments, to 30% debt | 70% equity for the lower geared investments.

Cost of debt

The current terms of the RMB Preference Share Agreement are 90% of Prime for Tranche A Preference Shares (R150 million) and Prime for Tranche B Preference Shares (R150 million), both tranches have a 15 basis point reduction on Prime. The Prime Rate at the 28 February 2026 valuation date was 10.25% (2025: 11.00%). Huge Group operates a centralised treasury function through Huge Management and is responsible for providing capital to Huge Group’s PICs. The objectives of this centralised treasury function include reducing the cost of debt and improving the internal oversight of each PICs’ borrowings and lending. The function provides the PICs with a single point of contact for their borrowing requirements, and it simplifies processes and allows the PICs to focus on important objectives relating to business strategies and growth. It also allows Huge Group to leverage the strong relationships it has with its lenders and the experience of the executive management team in cashflow management and funding processes. The debt to equity ratio of the Group is 21.00% (2025: 20.73%).

Sensitivity analysis for the investment valuations: portfolio investment companies

The tables below set out the results of the sensitivity analysis performed in relation to changes in the variables used in the valuations prepared for the relevant investments held. “High road” and “Low road” case scenarios have been applied and the percentage change to the variable has been depicted in the assumption tables.

Huge Connect – Ordinary Shares

Assumption	WACC %	Terminal growth rate %	Revenue growth %	Sustainable GP margin %
High road	plus (1%)	plus 1%	plus 5%	plus 1%
Base case	plus 0%	plus 0%	plus 0%	plus 0%
Low road	plus 1%	plus (1%)	plus (5%)	plus (1%)

Equity value	WACC R’000	Terminal growth rate R’000	Revenue growth R’000	Sustainable GP margin R’000
High road	217 805	209 372	243 541	202 199
Base case	197 514	197 514	197 514	197 514
Low road	179 720	187 072	151 487	192 829



Notes to the consolidated and separate Annual Financial Statements (continued)

2. Investments held (continued)

Huge Connect – Preference Shares

There is only one valuation input that will have an impact on the value of the Preference Shares, which is the Required Rate of Return applied. This is based on the Preference Dividend Coupon Rate as stipulated in the Contract, which is linked to the Prime Rate. The Coupon Rate and the Required Rate of Return are equally linked with reference to the Prime Rate and therefore do not impact on the fair value of the investment.

Huge TNS

Assumption	WACC %	Terminal growth rate %	Revenue growth %	Sustainable GP margin %
High road	plus (1%)	plus 1%	plus 5%	plus 1%
Base case	plus 0%	plus 0%	plus 0%	plus 0%
Low road	plus 1%	plus (1%)	plus (5%)	plus (1%)

Equity value	WACC R'000	Terminal growth rate R'000	Revenue growth R'000	Sustainable GP margin R'000
High road	450 458	437 534	515 096	427 683
Base case	416 156	416 156	416 156	416 156
Low road	386 748	397 793	317 217	404 630

Huge NXTGN (formerly know as Huge Media)

Assumption	WACC %	Terminal growth rate %	Revenue growth %	Sustainable GP margin %
High road	plus (1%)	plus 1%	plus 5%	plus 1%
Base case	plus 0%	plus 0%	plus 0%	plus 0%
Low road	plus 1%	plus (1%)	plus (5%)	plus (1%)

Equity value	WACC R'000	Terminal growth rate R'000	Revenue growth R'000	Sustainable GP margin R'000
High road	294 793	283 994	291 254	268 820
Base case	268 103	268 103	268 103	268 103
Low road	244 692	254 071	244 951	267 385

Huge Digital Enablement

Assumption	WACC %	Equity Value R'000
High road	plus (1%)	136 153
Base case	plus 0%	132 889
Low road	plus 1%	129 884

Huge Distribution

Assumption	WACC %	Terminal growth rate %	Revenue growth %	Sustainable GP margin %
High road	plus (1%)	plus 1%	plus 5%	plus 1%
Base case	plus 0%	plus 0%	plus 0%	plus 0%
Low road	plus 1%	plus (1%)	plus (5%)	plus (1%)

Equity value	WACC R'000	Terminal growth rate R'000	Revenue growth R'000	Sustainable GP margin R'000
High road	43 144	41 474	60 708	43 669
Base case	38 808	38 808	38 808	38 808
Low road	35 035	36 467	16 908	33 947



Notes to the consolidated and separate Annual Financial Statements (continued)

3. Loans receivable

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Glovent	-	-	-	-
Glovent	4 308	2 861	4 308	2 861
Glovent loan impairment provision	(4 308)	(2 861)	(4 308)	(2 861)
Huge Capital	-	171	-	-
Huge Cellular	-	-	-	-
Huge Cellular loan	42 250	42 250	-	-
Huge Cellular loan impairment provision	(42 250)	(42 250)	-	-
Huge Connect	58 400	66 500	-	-
Huge Digital	77 203	49 888	-	-
Huge Distribution	19 402	30 201	-	-
Huge Distribution loan	43 873	54 672	-	-
Huge Distribution loan impairment provision	(24 471)	(24 471)	-	-
Huge Global	-	1 125	-	1 125
Huge Global loan	970	1 125	970	1 125
Huge Global loan impairment provision	(970)	-	(970)	-
Huge Management Company loan	-	-	150 842	145 221
Huge Management Company	-	-	150 842	145 221
Huge Management Company loan impairment provision	-	-	-	-
Huge NXTGN (formerly Huge Media)	7 983	9 447	-	-
Huge NXTGN loan	7 983	9 447	-	-
Huge NXTGN loan impairment provision	-	-	-	-

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Huge Payments	-	-	-	-
Huge Payments loan	5 793	8 513	-	-
Huge Payments loan impairment provision	(5 793)	(8 513)	-	-
Huge Platforms (formerly Huge Messaging)	33 042	22 417	-	-
Huge Services	471	426	-	-
Huge Software	-	-	-	-
Huge Software loan	6 652	6 802	-	-
Huge Software loan impairment provision	(6 652)	(6 802)	-	-
Huge Technologies	65 037	74 057	-	-
Huge TNS	53 457	90 507	-	-
Other	-	200	-	-
Loans receivable	314 995	344 939	150 842	146 346
Loan balance	399 438	429 836	156 120	149 207
Loan impairment provision	(84 443)	(84 897)	(5 278)	(2 861)
Huge Capital	(1 529)	-	-	-
Huge Networks	(25 722)	(25 722)	(25 722)	(25 722)
Loans payable	(27 251)	(25 722)	(25 722)	(25 722)
Total net loans receivable	287 744	319 217	125 120	120 624

The value of all the above loans closely approximates their fair values.

Material loan movements in the current year:

Loans receivable decreased in the current year primarily due to loan repayments received.



Notes to the consolidated and separate Annual Financial Statements (continued)

3. Loans receivable (continued)

Loan terms:

Loans are interest-free and are repayable on demand, subject to 12 months' notice. All loans are unsecured unless otherwise stated.

Other notable loan terms includes:

– **Huge Digital:** The loan is secured through the cession and pledge agreement executed on 10 November 2021 between the Company and Tethys Mobile. Tethys Mobile pledged the IT Intellectual Property to Huge Group as a continuing general covering collateral security for the payment in full of all the secured obligations as set out in the agreement.

Expected credit loss assessment:

Loans receivable balances have been assessed in relation to the Group's credit risk policy. The detailed factors considered have been disclosed in the credit risk disclosure below.

Investment valuations are a key element in assessing expected credit losses. The enterprise value is the total value of a company, which includes both debt and equity investors. The equity value of our investments is calculated by deducting net debt from the enterprise value. The carrying amount of reported loans payable to the Group in this Note 3 is therefore supported by investment valuations. See Note 2 for more information on investment valuations.

Financial risk disclosure

Credit risk

The above loans do not expose the Group to any significant amount of interest rate or credit risk. Loss allowances for loans are measured under the general expected credit loss impairment model to the categories detailed below:

Category	Description and assessment methodology
Stage 1	Financial assets are up-to-date with no indication of significant increase in credit risk.
Stage 2	Financial assets have a significant increase in credit risk, but are not credit impaired. A significant increase in credit risk may result from factors such as: <ul style="list-style-type: none"> – The counterparty missing payments or; – The portfolio investment company not performing as expected; or – The portfolio investment company enterprise value is lower than the carrying value of the financial asset.
Stage 3	Financial assets are assessed as credit impaired as a result of factors such as: <ul style="list-style-type: none"> – Legal proceedings have been instituted to recover the loan; – Significant financial difficulties experienced by the borrower; or – Prospects of repayment assessed as remote.
Write off	Financial assets are written off when there is no reasonable expectation of further recovery and all recovery activities have ceased or it is no longer operational or able to meet its financial obligations. Recovery activities include ongoing engagement with management of the portfolio investment company, monitoring of financial performance and cash flows.

Loans and the related loss allowances can be analysed as follows applying the aforementioned categories:

Group – 2026	Stage 1 R'000	Stage 2 R'000	Stage 3 R'000	Total R'000
Gross carrying value	295 594	99 688	4 308	399 590
Loss allowances	-	(80 287)	(4 308)	(84 595)
Opening balance	-	(82 037)	(2 861)	(84 898)
Charged to profit or (loss)	-	1 750	(1 447)	303
Net carrying value	295 594	19 401	-	314 995

Group – 2025	Stage 1 R'000	Stage 2 R'000	Stage 3 R'000	Total R'000
Gross carrying value	314 738	112 237	2 861	429 836
Loss allowances	-	(82 036)	(2 861)	(84 897)
Opening balance	-	(82 865)	-	(82 865)
Charged to profit or (loss)	-	829	(2 861)	(2 032)
Net carrying value	314 738	30 201	-	344 939

Company – 2026	Stage 1 R'000	Stage 2 R'000	Stage 3 R'000	Total R'000
Gross carrying value	150 842	-	5 278	156 120
Loss allowances	-	-	(5 278)	(5 278)
Opening balance	-	-	(2 861)	(2 861)
Charged to profit or (loss)	-	-	(2 417)	(2 417)
Net carrying value	150 842	-	-	150 842

Company – 2025	Stage 1 R'000	Stage 2 R'000	Stage 3 R'000	Total R'000
Gross carrying value	146 346	-	2 861	149 207
Loss allowances	-	-	(2 861)	(2 861)
Opening balance	(1 520)	-	-	(1 520)
Charged to profit or (loss)	1 520	-	(2 861)	(1 341)
Net carrying value	146 346	-	-	146 346

Please refer to Note 15 and 17 for further disclosure around credit risk and related party loans.



Notes to the consolidated and separate Annual Financial Statements (continued)

4. Trade and other receivables

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Non-current assets	28 408	84 468	28 343	84 402
Preference dividends ¹	28 343	84 402	28 343	84 402
Deposits	64	65	-	-
Other long term receivables	-	1	-	-
Current assets	24 396	14 737	2 991	29
Trade receivables ²	24 396	14 080	2 991	29
Prepayments	-	628	-	-
VAT	-	29	-	-
Total trade and other receivables	52 803	99 205	31 334	84 431

1. The ordinary and preference dividends receivable from Huge Connect are repayable when it is commercially convenient to do so.

2. Refer to Note 15 Related party balances for further information.

Categorisation of trade and other receivables

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
At amortised cost	52 803	98 548	31 334	84 431
Non-financial instruments	-	657	-	-
	52 803	99 205	31 334	84 431

Financial risk disclosure – credit risk

The Group is not exposed to any significant credit risk for any single counterparty or any group of counterparties having similar characteristics.

Loss allowances for trade and other receivables are measured under the simplified approach.

Trade and other receivables includes the following material balances:

- (i) Preference dividends receivable from Huge Connect. The dividend owing by Huge Connect was deducted (as part of net debt) from the enterprise value in determining the equity value of Huge Connect, and as such, remains recoverable.
- (ii) Management fees receivable from portfolio investment companies. Management fees are charged for ongoing services and are repayable within 12 months of invoice. Past payment performance and forecast cash inflows supports the recoverability of the respective receivables owing at year end.

In light of the assessments performed, no risk of default has been identified in the current year.

5. Deferred tax

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Deferred tax asset	4 530	3 558	-	-
Deferred tax liability	(12 926)	17 353	(156 711)	(128 394)
Net deferred tax balance	(8 396)	20 911	(156 711)	(128 394)

Recognition of deferred tax asset

Deferred tax assets are recognised for unused tax losses, unutilised capital losses, and deductions for credit loss allowances. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the deferred tax assets can be used. The Group is required to make significant estimates in assessing whether future taxable profits will be available, and considers valuation forecasts and general business strategies for the Group and its portfolio investment companies in its assessments.

Deferred tax assets on unutilised capital losses are available for set off against future capital gains (deferred tax liabilities on fair value adjustments of investments held). Deferred tax assets on deductions for credit loss allowances are supported by future taxable income in the form of investment and fee income from the portfolio.

The assessment of recoverability is based on expected future taxable profits primarily derived from investment income, fee income and the realisation of fair value gains on underlying investments. These forecasts are based on the strategic plans of the Group and its portfolio investment companies. Management is satisfied that sufficient taxable profits will be available to utilise the recognised deferred tax assets



Notes to the consolidated and separate Annual Financial Statements (continued)

5. Deferred tax (continued)

Reconciliation of deferred tax balances

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Balance at the beginning of the year - Asset/(Liability)	20 911	(2 310)	(128 394)	(154 415)
Included in income tax (expense)/income	(29 307)	24 178	(28 317)	26 021
Prior period adjustment	-	(957)	-	-
Balance at the reporting period date - Asset/(Liability)	(8 396)	20 911	(156 711)	(128 394)
Composition of deferred tax				
Fair value adjustments on investments held	(31 020)	(432)	(165 818)	(137 191)
Accrual for leave pay	28	44	-	-
Prepayments	-	(170)	-	-
Provisions for credit loss allowances	11 703	12 037	855	463
Tax losses available for set-off against future taxable income	10 893	9 432	8 252	8 334
Balance at the reporting period date	(8 396)	20 911	(156 711)	(128 394)

6. Cash and cash equivalents

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Cash on hand	5 919	1 841	369	142
Bank overdraft	(21)	(16)	-	-
Total cash and cash equivalents	5 898	1 825	369	142

Credit risk

Cash and cash equivalents are held with large reputable bank and financial institution counterparties.

Impairment of cash and cash equivalents has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

7. Stated capital

The company has 1 000 000 000 Authorised Shares.

	Group		Company	
	Number of Shares	Stated capital R	Stated capital R	Stated capital R
Issued stated capital				
Opening balance at 28 February 2021	162 097 685	599 946 683	599 946 683	
Opening balance 28 February 2022	173 061 721	612 578 113	612 578 113	
Share buy-back ¹	(500 000)	(1 478 978)	(1 478 978)	
Closing balance at 28 February 2023	172 561 721	611 099 135	611 099 135	
Closing balance at 29 February 2024	172 561 721	611 099 135	611 099 135	
Closing balance at 28 February 2025	172 561 721	611 099 135	611 099 135	
Closing balance at 28 February 2026	172 561 721	611 099 135	611 099 135	

1. As at 28 February 2026, the Company had 172 561 721 (FY2025: 172 561 721) Shares in issue. 500 000 Shares were repurchased by Huge Group during FY2023, which shares have reverted to the authorised but unissued share capital of Huge Group in accordance with section 35(5) of the Companies Act. The average price paid for the repurchased securities was R2.80 per share.

8. Interest bearing liabilities held at amortised cost

	Group	
	2026 R'000	2025 R'000
Non-current interest bearing liabilities:		
Rand Merchant Bank Cumulative Redeemable Preference Share Agreement (held through Huge SPV 1)	255 000	300 000
Total	255 000	300 000
Current interest bearing liabilities		
Accrued interest	4 417	4 804
Rand Merchant Bank Cumulative Redeemable Preference Share Agreement (held through Huge SPV 1)	45 000	-
Total	49 417	4 804

Notes to the consolidated and separate Annual Financial Statements (continued)

8. Interest bearing liabilities held at amortised cost (continued)

Rand Merchant Bank R300 million Cumulative Redeemable Preference Share Agreement

Background

Huge Group concluded a R300 million Cumulative Redeemable Preference Share Agreement with RMB, a division of FirstRand Bank Limited on 6 December 2023. R192 million of the capital was used to settle outstanding obligations at the inception of the agreement which related to the existing R240 million RMB Facility held by Huge Group and the R30 million Rand Merchant Bank Overdraft Facility held by Huge TNS.

The RMB Cumulative Redeemable Preference Share comprises two tranches: A Preference Shares of R150 million bearing a dividend rate of 90% of Prime, less a 15 basis point adjustment and B Preference Shares of R150 million bearing a dividend rate of Prime, less a 15 basis point adjustment. Redemption of capital of both tranches is set out below:

Preference Share A:

Year	Cumulative Capital Redeemed %
The date falling 3 years and 1 day after the issue date	30
The date falling 4 years after the issue date	47
The date falling 5 years after the issue date	100

Preference Share B:

Year	Cumulative Capital Redeemed %
The date falling 5 years after the issue date	100

The cumulative preference shares pay a variable rate of dividend linked with the Prime Rate and with mandatory capital redemption at future dates. The substance is that they are a contractual obligation to deliver cash and, therefore, should be recognised as a liability.

The preference share dividends are compounded and are payable in June and December. The short term portion of the redeemable preference shares is computed and verified with reference to the RMB preference share amortisation schedule. This is what management has estimated to be the most reasonable representation of the current portion of the redeemable preference shares.

Dividends:

For the 12 months ended 28 February 2026, dividends of R29 126 928 were declared and paid to RMB (FY2025: R31 961 168).

Covenants:

The Group has met the required covenants as at the reporting date. The covenants are assessed at an aggregate portfolio level and have been detailed below:

The debt service cover ratio must be:

Greater than 1.30 times;

Dividend cover ratio must be:

- commencing on the Signature Date until and including the first anniversary of the Signature Date, greater than 3 times;
- commencing on the first anniversary of the Signature Date until and including the second anniversary of the Signature Date, greater than 3.50 times;
- commencing on the second anniversary of the Signature Date until and including the third anniversary of the Signature Date, greater than 3.75 times;
- after the fourth anniversary of the Signature Date until the Interim Discharge Date, greater than 4.00 times;

Net Debt to EBIDTA Ratio in respect of any measurement period:

- commencing on the Signature Date until and including the first anniversary of the Signature Date, must be less than 2.50 times;
- commencing on the first anniversary of the Signature Date until and including the second anniversary of the Signature Date must be less than 2.00 times;
- commencing on the second anniversary of the Signature Date until and including the third anniversary of the Signature Date must be less than 1.75 times;
- after the fourth anniversary of the Signature Date until the Interim Discharge Date must be less than 1.5 times.

Guarantees

The Preference Share Agreement governs overall financial indebtedness of the Huge Group portfolio, which includes an overdraft facility of R15 million held by Huge TNS with Rand Merchant Bank. The Group has provided a guarantee in relation to the facility. Amounts owing are repayable on demand.

Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern.

The capital structure of the Group consists of debt, which includes the borrowings disclosed in notes 4 (trade and other receivables), 8 (interest-bearing liabilities), loans as disclosed in notes 3 (loans receivable/payable) and trade and other payables, as well as equity as disclosed in the statement of financial position.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure, and it adjusts the capital structure in the light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the amounts of dividends paid to shareholders, return capital to shareholders, issue shares, or sell assets to reduce debt.

The Group monitors its capital structure using measures such as the ratio of debt to equity and liquidity levels, to ensure it maintains an appropriate balance between funding its investments and preserving financial flexibility. Summary quantitative information relating to the Group's capital, including total equity and interest-bearing liabilities, is presented in the statement of financial position. There are externally imposed capital requirements which are regularly monitored and form an integral part of the overall capital risk management processes.

Refer to Note 17 for further detail around liquidity risk management.



Notes to the consolidated and separate Annual Financial Statements (continued)

9. Investment income

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Interest earned on loans:				
Loans receivable	-	34	-	34
Total interest earned on loans	-	34	-	34
Finance income				
Bank	192	4 339	59	58
Discovery endowment	-	28	-	28
Other interest	4	-	-	-
Total finance income	196	4 367	59	86
Dividend income				
Portfolio Investment companies ¹	23 742	61 142	23 742	61 142
Total dividend income	23 742	61 142	23 742	61 142
Total investment income	23 938	65 543	23 801	61 262

1. Ordinary and Preference dividends were raised in terms of the Ordinary and Preference Shares held in Huge Connect.

10. Expenses

Operating expenses for the year is stated after accounting for the following:

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Admin Expenses	(896)	(1 194)	(6)	(75)
Consulting and professional fees	(10 017)	(3 090)	51	103
Insurance expenses	(1 955)	(1 151)	-	-
Legal expenses	(1 894)	(1 482)	-	-
Non-executive director fees	(3 084)	(3 721)	-	-
Short-term lease charges	(1 919)	(1 697)	-	-
Statutory and listing fees	(881)	(924)	(179)	(192)
Total other expenses	(20 646)	(13 259)	(134)	(164)
Salaries and other benefits	(4 195)	(3 319)	-	-
Retirement benefit plans: defined contribution expense	(1 008)	(571)	-	-
Total employee costs	(5 203)	(3 890)	-	-
Depreciation and amortisation	(113)	(106)	-	-
(Provision)/reversal of provision for impairment of loans	303	5 143	(2 417)	(1 341)
Foreign exchange gain/(loss)	(155)	-	(155)	-
Total expenses	(25 814)	(12 112)	(2 706)	(1 505)

11. Finance costs

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Interest bearing liabilities	28 739	31 428	-	-
Trade and other payables	-	-	-	-
Bank	78	89	-	-
Total finance costs	28 817	31 517	-	-



Notes to the consolidated and separate Annual Financial Statements (continued)

12. Income tax

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Income tax expense note				
Current tax	4	311	-	-
Local income tax – current period	4	2	-	-
Local income tax – recognised in current period for prior period	-	309	-	-
Deferred tax				
Deferred tax asset	(23 722)	(34 041)	82	(326)
Originating temporary differences	82	(326)	82	(326)
Reversing temporary differences	(25 765)	(34 672)	-	-
Prior year adjustment	1 961	957	-	-
Deferred tax liability	53 028	10 820	28 235	(25 695)
Originating temporary differences	53 028	10 820	28 235	(25 695)
Reversing temporary differences	-	-	-	-
	29 306	(23 221)	28 317	(26 021)
Total income tax expense/(income)	29 310	(22 910)	28 317	(26 021)

	Group		Company	
	2026 %	2025 %	2026 %	2025 %
Tax rate recon				
Applicable tax rate	27.0	27.0	27.0	27.0
Exempt income ¹	(11.09)	19.55	(7.78)	27.89
Disallowable expenditure ²	47.40	(10.12)	23.82	(0.07)
Prior year tax	(0.20)	(1.69)	0.00	0.00
Capital gains tax effect ³	(12.39)	(7.61)	(8.68)	(10.85)
Effective tax rate	50.72	27.13	34.36	43.97

1. Exempt income consists of dividends received by the Company from Huge Connect.

2. Disallowed expenditure mainly consists of preference dividends in Huge SPV 1 in relation to the preference share funding obtained from Rand Merchant Bank, together with other immaterial non deductible items in the Group.

3. Capital gains tax effect consists of non taxable capital gains on the fair value remeasurements on investments held.

13. Earnings and headline earnings per share

Basic earnings and headline earnings per share are calculated by dividing the relevant earnings amount by the weighted-average number of shares in issue. Diluted earnings and diluted headline earnings per share are calculated by dividing the relevant earnings by the weighted-average number of shares in issue after taking the dilutive impact of potential ordinary shares to be issued into account.

Earnings and headline earnings per share

	Group	
	2026 R'000	2025 R'000
Profit attributable to owners of the parent	28 473	(61 514)
Headline earnings	28 473	(61 514)
Weighted average number of ordinary shares issued at 1 March ¹	172 562	172 562
Outstanding shares 1 March	172 562	172 562
Weighted average number of ordinary shares in issue at reporting date (basic, and headline)	172 562	172 562
Executive share options ²	15 000	15 000
Weighted average number of ordinary shares in issue (diluted)	187 562	187 562
Per share statistics (cents)		
Earnings or (loss) per share	16.50	(35.65)
Headline earnings or (loss) per share	16.50	(35.65)
Diluted basic earnings or (loss) per share	15.18	(35.65)
Diluted headline earnings or (loss) per share	15.18	(35.65)

1. No new shares were issued or bought back.

2. The Company concluded Executive Share Option Agreements with JC Herbst and AP Openshaw on 29 August 2019 (the Effective Date) which were approved by the shareholders of Huge Group on 26 February 2020 (the Grant Date). The Option Agreement concluded with JC Herbst contemplates the granting by the Company of a right to subscribe for 7 500 000 Shares and the Option Agreement concluded with AP Openshaw contemplates the granting by the Company of a right to subscribe for 7 500 000.

Huge Group utilises NAV per share as its key performance metric for trading statement purposes.



Notes to the consolidated and separate Annual Financial Statements (continued)

14. Cash generated from operations

	Note(s)	Group		Company	
		2026 R'000	2025 R'000	2026 R'000	2025 R'000
Profit before taxation		57 783	(84 424)	82 420	(59 188)
Adjustments for					
Depreciation		113	106	-	-
Dividend income		(23 742)	(61 142)	(23 742)	(61 142)
Finance income		(196)	(4 401)	(59)	(120)
Finance costs		28 817	31 517	-	-
Net loss from financial assets at fair value through profit or loss		(59 825)	118 959	(59 825)	118 959
Foreign exchange gain		155	(12)	155	(14)
Provision for/(release of) impairment of loans		(302)	(5 143)	2 417	1 341
Non-cash movement in investment held		-	1	-	2
Non-cash movement in loan receivable		-	(155)	-	(155)
Changes in working capital:					
Trade and other receivables	4	(9 562)	50 998	(2 865)	4
Trade and other payables		746	(9 755)	1 197	76
		(6 013)	36 549	(302)	(237)

Reconciliation of cash generated from financing activities related to borrowings:

	Note(s)	Group		Company	
		2026 R'000	2025 R'000	2026 R'000	2025 R'000
Borrowings at the beginning of the year		304 804	305 337	-	-
Current		4 804	5 337	-	-
Non-current		300 000	300 000	-	-
Cashflows		(387)	(533)	-	-
Cash		-	-	-	-
Proceeds from borrowings		-	-	-	-
Repayment of borrowings		-	-	-	-
Non-cash		-	-	-	-
Proceeds from borrowings		-	-	-	-
Repayment of borrowings		-	-	-	-
Other movements		(387)	(533)	-	-
Interest accrued		28 739	31 428	-	-
Interest paid		(29 126)	(31 961)	-	-
Borrowings at the end of the year¹		304 417	304 804	-	-
Current		49 417	4 804	-	-
Non-current		255 000	300 000	-	-

1. Refer to interest bearing liabilities Note 8 for further detail.



Notes to the consolidated and separate Annual Financial Statements (continued)

15. Related parties

Relationships	2026
Subsidiary Companies	Huge Management Company Huge SPV 1
Indirect Subsidiary Company	Huge Soho
Related parties	Huge Connect Huge Digital Huge Distribution Huge Global Glovent Huge Platforms (formerly Huge Messaging) Huge Software Huge Technologies Huge TNS
Subsidiary of:	
- Huge Connect	Huge Networks
- Huge Soho	Huge NXTGN (formerly Huge Media)
- Huge TNS	Huge Services
Associate of:	
- Huge Group	Huge Capital Huge Payments
- Huge TNS	Huge Cellular
Members of key management	JC Herbst IDJ Van De Merwe R Douglas C Human

Related party balances

Loan accounts - Owing by related parties

Refer to note 3 for further detail.

Trade and other receivables/(trade and other payables) - Owing (to)/by related party

	Note(s)	Group		Company	
		2026 R'000	2025 R'000	2026 R'000	2025 R'000
Trade and other receivables					
Huge Cellular		2 290	5 020	-	-
Huge Connect		1 571	-	-	-
Huge Digital		10	5	-	-
Huge Distribution		15	14	-	-
Huge Payments		14 720	7 360	-	-
Huge TNS		5 784	1 678	-	-
Total trade and other receivables	4	24 390	14 077	-	-
Trade and other payables					
Huge Connect		(27)	-	-	-
Huge Digital		(93)	-	-	-
Huge Distribution		-	(36)	-	-
Huge Payments		(154)	-	-	-
Huge TNS		-	(33)	-	-
Key management personnel		-	(159)	-	-
Total trade and other payables		(274)	(228)	-	-
Total trade and other receivables/ (payables)		24 116	13 849	-	-

Related party trade and other receivables and trade and other payables generally relate to fee income earned from or charged by related parties. Refer to Note 4 for related credit risk disclosure.

Dividend receivable - owing by related party

Refer to note 4 for further detail.



Notes to the consolidated and separate Annual Financial Statements (continued)

15. Related parties (continued)

Interest income – earned from related party

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Glovent	-	63	-	63
Huge Global	-	(29)	-	(29)
Total	-	34	-	34

Dividend income – earned from related party

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Huge Connect	23 742	61 142	23 742	61 142
Total	23 742	61 142	23 742	61 142

Net Fee Income – earned from related party

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Huge Connect	2 091	594	-	-
Huge Digital	9	19	-	-
Huge Distribution	77	76	-	-
Huge Management	-	-	1 500	-
Huge Networks	-	26	-	-
Huge Payments	12 800	29 140	-	-
Huge TNS	13 057	17 231	-	-
Other	617	263	-	-
Fee Income	28 651	47 349	1 500	-
Huge Digital	-	(34 750)	-	-
Fee Expense	-	(34 750)	-	-
Net Fee Income	28 651	12 599	1 500	-

16. Directors' remuneration

Executive

2026	Services to the Company salary R'000	Risk, retirement, and medical contributions paid or payable R'000	Total short term employee benefits R'000
JC Herbst	526	194	720
IDJ Van De Merwe	423	252	675
R Douglas ¹	580	20	600
C Human ²	684	66	750
T van Tonder ³	300	-	300
Total	2 513	532	3 045

1. R Douglas was appointed as CRO effective 1 September 2025.

2. C Human was appointed as CFO effective 1 September 2025.

3. T van Tonder resigned as CCO effective 1 September 2025.

2025	Services to the Company salary R'000	Risk, retirement, and medical contributions paid or payable R'000	Total short term employee benefits R'000
JC Herbst	607	184	791
IDJ Van De Merwe	465	227	692
T van Tonder	600	8	608
M Heraty	149	59	208
Total	1 821	478	2 299



Notes to the consolidated and separate Annual Financial Statements (continued)

16. Directors' remuneration (continued)

Non-executive

	2026			2025		
	Director's fees R'000	Board meeting fees R'000	Total R'000	Director's fees R'000	Board meeting fees R'000	Total R'000
VHT Kathan ²	830	72	902	780	72	852
DR Gammie	600	72	672	600	72	672
MR Beamish ¹	-	-	-	480	54	534
VM Mokholo ³	720	72	792	720	72	792
CIJ Williams	420	72	492	420	72	492
MA Boakye	420	72	492	420	72	492
Total	2 990	360	3 350	3 420	414	3 834

1. MR Beamish resigned as Director effective 7 February 2025.

2. VHT Kathan received director fees of R25 000 from Huge Connect and R25 000 from Huge TNS for the current financial year.

3. VM Mokholo received director fees of R240 000 from Huge Connect for the current financial year.

17. Financial instruments and risk management

The Group's activities expose it to a variety of financial risks: market risk (including cash flow and fair value risk), credit risk, interest rate risk and liquidity risk. The Group's overall risk management programme focuses on managing risks to ensure that the Group continues as a going concern while maximising the return to shareholders.

Risk management is carried out as part of the day-to-day activities of each major PIC under policies approved by the respective boards of directors. Each major PIC's board of directors provides principles for overall risk management, as well as policies covering specific areas.

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and while it retains ultimate responsibility for risk management, it has delegated the authority for designing and operating processes that ensure the effective implementation of objectives and policies to Huge Group's Executive Committee. Each PIC is responsible for their own risk management, which is reported to the Huge Group Executive Committee on a monthly basis.

Categorisation of financial assets and financial liabilities

Group – 2026	Total R'000	Amortised cost R'000	Fair value through profit and loss R'000	Non-financial R'000
Assets				
Non-current assets				
Goodwill	4 579	-	-	4 579
Property, plant and equipment	139	-	-	139
Investments held	1 595 013	-	1 595 013	-
Loans receivable	314 995	314 995	-	-
Trade and other receivables	28 408	28 408	-	-
Total non-current assets	1 943 134	343 403	1 595 013	4 718
Current assets				
Trade and other receivables	24 396	24 396	-	-
Current tax receivable	1	-	-	1
Cash and cash equivalents	5 898	5 898	-	-
Total current assets	30 295	30 294	-	1
Total assets	1 973 429	373 697	1 595 013	4 719
Liabilities				
Non-current liabilities				
Interest-bearing liabilities	255 000	255 000	-	-
Deferred tax liabilities	8 396	-	-	8 396
Loans payable	27 251	27 251	-	-
Total non-current liabilities	290 647	282 251	-	8 396
Current liabilities				
Interest-bearing liabilities	49 417	49 417	-	-
Trade and other payables	2 416	1 154	-	1 262
Total current liabilities	51 833	50 571	-	1 262
Total liabilities	342 480	332 822	-	9 658



Notes to the consolidated and separate Annual Financial Statements (continued)

17. Financial instruments and risk management (continued)

Group – 2025	Total R'000	Amortised cost R'000	Fair value through profit and loss R'000	Non-financial R'000
Assets				
Non-current assets				
Goodwill	4 579	-	-	4 579
Property, plant and equipment	144	-	-	144
Investments held	1 463 001	-	1 463 001	-
Loans receivable	344 939	344 939	-	-
Trade and other receivables	84 468	84 468	-	-
Deferred tax asset	20 911	-	-	20 911
Total non-current assets	1 918 042	429 407	1 463 001	25 634
Current assets				
Trade and other receivables	14 737	14 080	-	657
Current tax receivable	166	-	-	166
Cash and cash equivalents	1 825	1 825	-	-
Total current assets	16 728	15 905	-	823
Total assets	1 934 770	445 312	1 463 001	26 457
Liabilities				
Non-current liabilities				
Interest-bearing liabilities	300 000	300 000	-	-
Loans payable	25 722	25 722	-	-
Total non-current liabilities	325 722	325 722	-	-
Current liabilities				
Interest-bearing liabilities	4 804	4 804	-	-
Trade and other payables	1 768	511	-	1 257
Total current liabilities	6 572	5 315	-	1 257
Total liabilities	332 294	331 037	-	1 257

Company – 2026	Total R'000	Amortised cost R'000	Fair value through profit and loss R'000	Non-financial R'000
Assets				
Non-current assets				
Investments held	1 595 013	-	1 595 013	-
Loans receivable	150 842	150 842	-	-
Trade and other receivables	28 343	28 343	-	-
Deferred tax asset	-	-	-	-
Total non-current assets	1 774 198	179 185	1 595 013	-
Current assets				
Trade and other receivables	2 991	2 991	-	-
Cash and cash equivalents	369	369	-	-
Total current assets	3 360	3 360	-	-
Total assets	1 777 558	182 545	1 595 013	-
Liabilities				
Non-current liabilities				
Deferred tax liabilities	156 711	-	-	156 711
Loans payable	25 722	25 722	-	-
Total non-current liabilities	182 433	25 722	-	156 711
Current liabilities				
Trade and other payables	1 469	1 469	-	-
Total current liabilities	1 469	1 469	-	-
Total liabilities	183 902	27 191	-	156 711



Notes to the consolidated and separate Annual Financial Statements (continued)

17. Financial instruments and risk management (continued)

Company - 2025	Total R'000	Amortised cost R'000	Fair value through profit and loss R'000	Non-financial R'000
Assets				
Non-current assets				
Investments held	1 463 001	-	1 463 001	-
Loans receivable	146 346	146 346	-	-
Trade and other receivables	84 402	84 402	-	-
Total non-current assets	1 693 749	230 748	1 463 001	-
Current assets				
Trade and other receivables	29	29	-	-
Current tax receivable	21	-	-	21
Cash and cash equivalents	142	142	-	-
Total current assets	192	171	-	21
Total assets	1 693 941	230 919	1 463 001	21
Liabilities				
Non-current liabilities				
Deferred tax liabilities	128 394	-	-	128 394
Loans payable	25 722	25 722	-	-
Total non-current liabilities	154 116	25 722	-	128 394
Current liabilities				
Trade and other payables	273	273	-	-
Total current liabilities	273	273	-	-
Total liabilities	154 389	25 995	-	128 394

Fair value estimation

Refer to Investments Held note 2 for further detail.

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, and having access to available funding in terms of an adequate amount of committed credit facilities. Prudent liquidity risk management also applies to the ability to close out market positions. Due to the dynamic nature of the underlying entities, Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The Group's exposure to liquidity risk is that there may be insufficient funds available to cover future commitments. The Group manages liquidity risk through ongoing review of forecast cashflow, future commitments and credit facilities.

The Group manages its liquidity needs by carefully monitoring the scheduled debt servicing of long-term interest bearing financial liabilities, as well as forecasting cash inflows and outflows on a day-to-day basis. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis as well as on a rolling 30-day projection. Long-term liquidity needs for a 180-day and a 360-day outlook period are identified monthly. Net cash requirements are compared to available borrowing facilities to determine headroom or shortfalls. This analysis indicates whether available borrowing facilities are expected to be sufficient over the outlook period.

To meet its liquidity requirement for the periods referred to above, the Group maintains cash balances at appropriate levels. Funding for long-term liquidity needs is secured by an adequate amount of committed credit facilities.



Notes to the consolidated and separate Annual Financial Statements (continued)

17. Financial instruments and risk management (continued)

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

Group – 2026	Note(s)	Carrying value R'000	Contractual cash flow R'000	Between one and 12 months R'000	Between one and two years R'000	Between three and five years R'000
Non-current liabilities						
Interest bearing liabilities	8	255 000	321 646	23 116	48 931	249 599
Loan payable	3	27 251	27 251	-	27 251	-
Current liabilities						
Trade and other payables		2 416	2 416	2 416	-	-
Interest bearing liabilities	8	49 417	49 417	49 417	-	-
As at 28 February 2026		334 084	400 730	74 949	76 182	249 599

Company – 2026	Note(s)	Carrying value R'000	Contractual cash flow R'000	Between one and 12 months R'000	Between one and two years R'000	Between three and five years R'000
Non-current liabilities						
Loan payable	3	25 722	25 722	-	25 722	-
Current liabilities						
Trade and other payables		1 469	1 469	1 469	-	-
As at 28 February 2026		27 191	27 191	1 469	25 722	-

Group – 2025	Note(s)	Carrying value R'000	Contractual cash flow R'000	Between one and 12 months R'000	Between one and two years R'000	Between three and five years R'000
Non-current liabilities						
Interest bearing liabilities	8	300 000	401 557	25 106	74 621	301 830
Loan payable	3	25 722	25 722	-	25 722	-
Current liabilities						
Trade and other payables		511	511	511	-	-
Interest bearing liabilities	8	4 804	4 804	4 804	-	-
As at 28 February 2025		331 037	432 594	30 421	100 343	301 830

Company – 2025	Note(s)	Carrying value R'000	Contractual cash flow R'000	Between one and 12 months R'000	Between one and two years R'000	Between three and five years R'000
Non-current liabilities						
Loan payable	3	25 722	25 722	-	25 722	-
Current liabilities						
Trade and other payables		273	273	273	-	-
As at 28 February 2025		25 995	25 995	273	25 722	-



17. Financial instruments and risk management (continued)

Interest rate risk

The Group's interest rate risk arises from borrowings that are issued at variable rates of interest. The Group's borrowings are variable rate borrowings which are denominated in Rand and linked to the Prime lending rate. The sensitivity analysis is based on year-end exposures.

At the reporting date, if interest rates on Rand-denominated borrowings had been 100 basis points higher/lower with all other variables held constant, pre-tax profit for the year of the Group would have been R3.1 million lower/higher, respectively.

At the previous reporting date, if interest rates on Rand-denominated borrowings had been 100 basis points higher/lower with all other variables held constant, pre-tax profit for the year of the Group would have been R3.2 million lower/higher, respectively.

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Variable interest rate instruments				
Cash and cash equivalents	5 898	1 825	369	142
Interest bearing liabilities	300 000	300 000	-	-
	305 898	301 825	369	142

	Group		Company	
	2026 R'000	2025 R'000	2026 R'000	2025 R'000
Financial assets				
Loans receivable	314 995	344 939	150 842	146 346
Trade and other receivables	28 408	84 468	28 343	84 402
Cash and cash equivalents	5 919	1 841	369	142
	349 322	431 248	179 554	230 890

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. The financial assets that expose the Group to credit risk consist of loans receivable, trade and other receivables, and cash and cash equivalents. The Group's credit risk is limited to the carrying amount of these financial assets at the reporting date. Loans receivable and trade and other receivables inherently expose the Group to credit risk, being the risk that the Group will incur financial loss if customers fail to make payments as they fall due.

The Group does not require collateral in respect of trade and other receivables and loans receivable, apart from the collateral provided by Huge Digital. Refer to note 3 loans receivable for further detail. These loans receivable relate mainly to advances to portfolio investment companies which have been assessed in terms of recoverability.

Loans to portfolio investment companies are assessed in accordance with IFRS 9. The expected credit losses (ECLs) are calculated using historical and forward-looking potential default risks. Each portfolio investment company in the Huge Group portfolio is required to provide a detailed 5-year forecast and to do so on a bi-annual basis (every 6 months). As part of this exercise, it is required to outline the key forecast assumptions informing its forecast. The projections are very detailed and account for forward-looking information at an entity level. The forward-looking information includes future expectations of key forecast assumptions and drivers that are applied to each individual line item. This includes, inflation, unit price expectations on sales and cost of sales, usage/volume expectations, customer growth and churn, amongst others.

Once the respective forecasts are received, they are reviewed and analysed by Huge Management Company, the subsidiary company of Huge Group responsible for the portfolio management of its portfolio investment companies. These comprehensive individual entity level forecasts are then taken into account in the appropriate valuation models and subject to further review by the Huge Management Executive. The valuation models incorporate additional forward looking macro-economic factors which test the veracity of these forecast assumptions. Factors such as country specific risk-free rates, market risk equity premiums, unlevered beta ratios, and the entity-specific cost of debt are incorporated. All of these inputs and assumptions result in the determination of an investment's enterprise value. Enterprise values are a critical factor when performing ECL assessments for assets receivable (loans receivable and trade and other receivables).

Where a portfolio investment company's enterprise value is not sufficient to cover the loans receivable and trade and other receivables, then an ECL is recognised for this asset. Each portfolio investment company has the necessary means to settle its obligations and no risk of default or concern has been identified through the IFRS 9 credit loss allowance process, other than credit loss allowances raised and disclosed. The loans advanced for the current reporting period, do not expose the Group to any significant credit risk not already taken into account in the carrying value of reported receivables.

18. Going concern

The AFS have been prepared on the going concern basis of accounting.

The Company generated a net profit for the year ended 28 February 2026 of R54.1 million and incurred a loss of R33.1 million in the prior financial year. As at 28 February 2026, the Company's total assets exceeded its total liabilities by R1 593.7 million (FY25: R1 539.6 million).

The Group generated a net profit for the year ended 28 February 2026 of R28.5 million and incurred a loss of R61.5 million in the prior financial year. As at 28 February 2026, the Group's total assets exceeded its total liabilities by R1 630.9 million (FY25: R1 602.4 million).

Based upon solvency, cash resources, and forecasts, the Board has concluded that the Group and its PICs are going concerns and will remain going concerns for the twelve-month period that follows the date of approval of these AFS. Accordingly, the Group continues to adopt the going concern basis of preparing these AFS.

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

19. Events after the reporting period

The Directors are not aware of any other significant matters or circumstances arising after the end of the reporting period, which have not otherwise been recognised and disclosed in the AFS, and which affect the financial position of the Group, or the results of its operations up to the date of this report.



Shareholder analysis

	2026		2025	
	Number of shares	Number of Shareholders	Number of shares	Number of Shareholders
Public Shareholding	123 979 103	2 684	73 226 489	2 361
Non-Public Shareholding	48 582 618	11	99 335 232	13
Total Shareholders	172 561 721	2 695	172 561 721	2 374

	2026		2025	
	Number of shares	Number of Shareholders	Number of shares	Number of Shareholders
Non-public shareholder analysis				
Beneficial shareholding				
Beneficial direct shareholding of directors of Huge	293 409	2	2 768 370	2
Beneficial direct shareholding of directors of major subsidiaries of Huge	737 237	3	735 068	3
Total beneficial direct shareholding of directors	1 030 646	5	3 503 438	5
Beneficial indirect shareholding of directors of Huge	-	-	18 960 921	1
Beneficial indirect shareholding of directors of major subsidiaries of Huge	12 065 090	3	12 065 090	3
Total beneficial indirect shareholding of directors	12 065 090	3	31 026 011	4
Non-beneficial shareholding				
Non-beneficial shareholding related to executive directors of Huge	25 854 958	1	24 604 958	1
Non-beneficial shareholding related to non-executive directors of Huge	-	-	30 568 901	1
Non-beneficial shareholding related to trusts on which directors of major subsidiaries of Huge are trustees	2 717 408	1	2 717 408	1
Total non-beneficial shareholding of directors	28 572 366	2	57 891 267	3
Shareholding of subsidiaries of Huge (Huge TNS)	6 914 516	1	6 914 516	1
Total Non-Public Shareholding	48 582 618	11	99 335 232	13

	2026		2025	
	Number of shares	% Shareholding	Number of shares	% Shareholding
Major shareholders¹				
Praesidium SA Fund en Commandite Partnership	43 080 258	24.97	44 130 072	25.57
Pacific Breeze Trading 417	14 260 891	8.26	14 260 891	8.26
Peresec Prime Brokers	4 885	0.00	523 867	0.30
Stanlib Absolute Plus Fund	-	0.00	9 967 386	5.78
Eagle Creek Investments 223	11 155 567	6.46	9 805 567	5.68
Government Employees Pension Fund	-	0.00	10 421 739	6.04
Huge TNS	6 914 516	4.01	6 914 516	4.01
Ubs South Africa Pty Ltd	15 362 352	8.90	-	0.00
South Africa Alpha Spc	28 273 083	16.38	-	0.00
Total	119 051 552	68.98	96 024 038	55.64

1. Shareholders who own more than 4% is seen as major shareholders. Peresec Prime Brokers are no longer classified as a major shareholder in 2025.

	2026		2025	
	Number of shares	Number of Shareholders	Number of shares	Number of Shareholders
Size of shareholding				
0 to 1 000	200 789	2 299	176 112	1 955
1 001 to 5 000	459 862	192	464 759	190
5 001 to 100 000	3 811 531	151	4 126 830	162
100 001 to 1 000 000	11 527 772	35	14 097 050	41
More than 1 000 000	156 561 767	18	153 696 970	26
	172 561 721	2 695	172 561 721	2 374



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Corporate information and definitions

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About this report

We are pleased to present Huge Group Limited’s Integrated Annual Report for the year ended February 2026.

The reporting scope includes our leadership insight, investment philosophy, strategy, and approach to building value in the context of the external environment for all our stakeholders, providing a holistic view of our **long-term purpose**. We present our risk management process and top risks on page 15, and how we determine our material matters and material themes on pages 12-13.

Our statutory reporting boundary

Audited Annual Financial Statements from pages 46-74.

Remuneration Policy and Remuneration Implementation Report from pages 35-36.

King IV™ Governance report can be found on our website.

Forward-looking statements

Throughout this report, we provide readers with forward-looking information on the potential challenges we face and the opportunities we may pursue. By their nature, these statements involve uncertainty because they relate to unknown events which might occur, and which might be outside our control and circumstances which have not yet manifested. These events and circumstances can be internal and/or external in nature. Accordingly, the forward-looking statements have not been reviewed, or reported on, by Huge Group’s independent auditor.

Frameworks and assurance

We align with industry best reporting practices, and we are guided by the principles of the IFRS, the JSE’s Listings Requirements, the King Code on Corporate Governance 2016 (King IV™), and the requirements of the Companies Act, as amended. As an investment entity, we apply the requirements pertaining to investment entities as set out in IFRS 10.

The Board of Huge Group Limited has approved the publication of this Integrated Annual Report for the year ended 28 February 2026.

Corporate information

Company registration number	2006/023587/06
Country of incorporation and domicile	South Africa
JSE Code	HUG
A2X Code	HUG
ISIN	ZAE000102042
Tax reference number	9378909155
Registered postal address	Unit 23, 1 Melrose Boulevard, Melrose Arch, Johannesburg, Gauteng, 2076
Registered business address	Unit 23, 1 Melrose Boulevard, Melrose Arch, Johannesburg, Gauteng 2076
Nature of business and principal activities	Investment entity with an investment portfolio.
Executive Directors	CEO: James Herbst (J Herbst, Chief Executive Officer) CCO: Zak Van De Merwe (Z Van De Merwe, Chief Commercial Officer) Former CCO: T van Tonder (former Chief Commercial Officer) (resigned 1 September 2025) CFO: Chantal Human (C Human, Chief Financial Officer) CRO: Rachele Douglas (R Douglas, Chief Reporting Officer)
Non-executive directors	Veran Kathan (V Kathan, Chairman) Dennis Gammie (D Gammie) Vincent Mokholo (V Mokholo) Conway Williams (C Williams) Mary-Ann Boakye (M Boakye)



Group structure

The Company	Huge Group Limited
Investment portfolio	<p>Portfolio investment companies:</p> <ul style="list-style-type: none"> - Glovent Solutions Proprietary Limited - Huge Connect Proprietary Limited - Huge Distribution Proprietary Limited - Huge NXTGN Proprietary Limited - Huge TNS Proprietary Limited
	<p>Shared Service Companies:</p> <ul style="list-style-type: none"> - Huge Cellular Proprietary Limited (associate company through Huge TNS) - Huge Capital Proprietary Limited (associate company) - Huge Digital Enablement Proprietary Limited - Huge Payments Proprietary Limited (associate company) - Huge Platforms Proprietary Limited - Huge Services Proprietary Limited - Huge Software Proprietary Limited
	<p>Special Purpose Entities:</p> <ul style="list-style-type: none"> - Huge Global Limited - Huge Networks Proprietary Limited - Huge Technologies Proprietary Limited
Subsidiary companies	<ul style="list-style-type: none"> Huge Management Company Proprietary Limited Huge SPV 1 Proprietary Limited Huge Soho Proprietary Limited (indirect subsidiary through Huge SPV 1)

Portfolio investment companies

Company Name	Ownership %	Company Registration Number
Glovent Solutions	20.46%	2011/132991/07
Huge Connect	83.71%	2004/005721/07
Huge Distribution	100.00%	2015/142454/07
Huge NXTGN	76.00% (via Huge Soho)	2007/004818/07
Huge TNS	100.00%	1993/003902/07

Other Investment Companies

Shared Service Companies

Company Name	Ownership %	Company Registration Number
Huge Capital	49.00%	2018/636769/07
Huge Cellular	49.00%	2008/004068/07
Huge Digital Enablement	93.00%	2004/005291/07
Huge Payments	48.99%	2014/11295/07
Huge Platforms	100.00%	2008/001288/07
Huge Services	100.00%	2006/02767/07
Huge Software	75.00%	2005/042514/07

Special Purpose Entities

Company Name	Ownership %	Company Registration Number
Huge Global	100.00%	194181
Huge Networks	83.71% (via Huge Connect)	2014/009214/07
Huge SOHO	100.00% (via Huge SPV 1)	2002/022642/07
Huge SPV 1	100.00%	2023/097221/07
Huge Technologies	100.00%	2008/006066/07



Definitions

In this report, unless it otherwise indicates a contrary intention, an expression which denotes a gender includes the other genders, a natural person includes a juristic person and vice versa, the singular includes the plural and vice versa, and the expressions in the first column have the meaning stated opposite them in the second column.

A2X markets	A2X Proprietary Limited, a stock exchange licensed in terms of the Financial Markets Act 19 of 2012, on which the Company has a secondary listing.
AFS	Consolidated Annual Financial Statements in the case of the Group, and Separate Annual Financial Statements in the case of the Company.
AGM	An Annual General Meeting of the Company.
AltX	The Alternative Exchange of the JSE.
B-BBEE	Broad-Based Black Economic Empowerment.
Board	The Board of Directors of the Company as constituted from time to time.
Company	Huge Group Limited.
Companies Act	The Companies Act of South Africa (Act 71 of 2008), as amended.
Company Secretary	CIS Company Secretaries Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank
Eagle Creek Investments 223	Eagle Creek Investments 223 Proprietary Limited, Registration number 2004/019418/07, a private company controlled by Mrs Herbst, the spouse of Mr Herbst (it is a related party to Huge Group given that Mrs Herbst is the spouse of Mr Herbst, who is a director of the Company).
EBITDA	Earnings before interest, taxation, depreciation and amortisation.
ECA	The Electronic Communications Act, No. 36 of 2005 (ECA).
EPS	Earnings per share.
Executive Committee	Refers to Mr Herbst, Mr Van De Merwe, Mrs Human, and Miss Douglas.
Executive Share Option Agreements	The Company concluded Executive Share Option Agreements (the Option Agreements) with JC Herbst (the Chief Executive Officer), AP Openshaw (the former Chief Operating Officer), and SL Sequeira (the former Chief Financial Officer) on 29 August 2019 (the Effective Date) and the Option Agreements were approved by the Shareholders of Huge Group on 26 February 2020 (the Grant Date).

eSIM	Embedded SIM is a digital SIM card that is embedded directly into a device and enables connectivity to mobile networks without the need for a removable card.
FirstRand Bank	FirstRand Bank Limited, registration number 1929/001225/06.
Futuregrowth	Futuregrowth Asset Management Proprietary Limited, registration number 1996/018222/07, a former funder of Huge Group.
FVTPL	Fair value through profit and loss.
FY20XX	Each respective financial year of Huge Group commencing on 1 March of every year and ending on the last day of February of every year.
Goodwill	The goodwill acquired by Huge SPV1 on the acquisition of Huge Soho.
Group	Collectively Huge Group, Huge Management, Huge Soho and Huge SPV and separately Huge Group.
GSM	Global System for Mobile communication and in the context of this Report, refers to a digital mobile telephone system.
HEPS	Headline earnings per share.
IAR	Integrated Annual Report.
IASB	International Accounting Standards Board.
ICASA	The Independent Communications Authority of South Africa, established under the ECA.
IECS	(Individual Electronic Communications Service license) Grants the holder the right to provide electronic communications services to the public using a network.
IECNS	(Individual Electronic Communications Network Service license) Grants the holder the right to build, operate, and maintain electronic communications networks.
IFRS	IFRS Accounting Standards as issued by the International Accounting Standards Board
Investment Portfolio	All legal entities within the Huge Group investment portfolio including PICs, SSCs and SPEs.



Definitions (continued)

IoT	Internet of things.
JSE	The Johannesburg Stock Exchange, a stock exchange licensed in terms of the Financial Markets Act 19 of 2012, operated by the JSE Limited, on which the Company has its primary listing.
King IV™	King IV Report on Corporate Governance for South Africa, 2016.
Listings requirements	The Listings Requirements of the JSE.
MOI	Memorandum of Incorporation.
MVNE	Mobile Virtual Network Enabler.
MVNO	Mobile Virtual Network Operator.
Moore Johannesburg Incorporated	Moore Johannesburg Incorporated, the independent external auditor of the Company.
NAV	Net Asset Value.
NPV	Net Present Value.
Pacific Breeze Trading 417	Pacific Breeze Trading 417 Proprietary Limited, registration number 2006/008999/07, a private company controlled by Mrs Herbst, the spouse of Mr Herbst (it is a related party to Huge Group given that Mrs Herbst is the spouse of Mr Herbst, who is a director of the Company).
Peresec Prime Brokers	Peresec Prime Brokers Proprietary Limited, registration number 1999/010976/07), the prime brokers to the Praesidium SA Fund en Commandite Partnership.
PIC	An operating entity within the Investment Portfolio that forms part of the Go to Market Cluster.
PPE	Property, plant, and equipment.
Praesidium Capital	Praesidium Capital Management Proprietary Limited, registration number 2003/012046/07, a private company controlled by Mr Beamish (it was a related party to Huge Group during the time that Mr Beamish was a non-executive director of the Company).
Praesidium Family Trust	The trustees for the time being of Praesidium Family Trust, Masters reference No. IT485/2010, a trust duly registered in accordance with the laws of the Republic of South Africa, of which Mr Beamish is a Trustee and a Beneficiary.
Praesidium SA Fund en Commandite Partnership	An <i>en Commandite</i> partnership managed by Praesidium Capital, as the General Partner.

Questco	Questco Advisory Proprietary Limited, the Sponsor to the Company.
RMB	Rand Merchant Bank, registration number 1929/001225/06, a division of FirstRand, the bankers and funders of Huge Group.
RMB Facilities	Preference shares issued by Huge SPV 1 to RMB in the amount of R300 million.
SAICA	South African Institute of Chartered Accountants.
SENS	Stock Exchange News Service.
Shares	Ordinary no par value shares in the share capital of the Company.
Silver Meadow Trading 3	Silver Meadow Trading 3 Proprietary Limited, registration number 2006/006464/07, a private company controlled by Mrs Herbst, who is the spouse of Mr Herbst (it is a related party to Huge Group given that Mrs Herbst is the spouse of Mr Herbst, who is a director of the Company).
SPE	A special purpose entity within the Investment Portfolio.
SPPI	Solely payments of principles and interest.
SSC	A shared service company within the Investment Portfolio.
Transactions with non-controlling interests	Once control has been achieved and acquisition accounting applied, any subsequent transactions between the parent and non-controlling interests (both acquisitions and disposals that do not result in a loss of control) are accounted for as equity transactions; consequently, additional goodwill does not arise on any increase in parent interest, and there is no remeasurement of net assets to fair value, and no gain or loss is recognised on any decrease in parent interest.
VAT	Value Added Tax.
WANOS	Weighted Average number of outstanding Shares.
xTech	The opportunity where digital and other emerging technologies converge and transform diverse traditional industry sectors, through new processes, products, channels, and business model.