OMNIA

Omnia Holdings Limited
Audited Results

For the year ended 31 March 2025

Living our Purpose,
Shaping our Future

Salient ESG features

Fatalities

Zero

(FY24: zero)

Recordable case rate (RCR)

number of recordable cases or injuries relative to 200 000 working/exposure hours

0.20

(FY24: 0.05)

Lost-time injury incidents

injuries leading to a person's inability to perform their regular duties for at least one full shift

11

(FY24: 4)

Fire, explosion and releases (FER)

0.17

(FY24: 0.38)

B-BBEE rating

Level 2

(FY24: Level 2)

Global Credit Rating

long term: A+ short term: A1, both with stable outlook

(FY24: long term A+, short term: A1, both with stable outlook)

CO_2 intensity

per tonne manufactured

0.034 tonnes CO_2e

(FY24: 0.040 tonnes CO_2e)

Energy use efficiency (net)

per tonne manufactured

0.26 gigajoules

(FY24: 0.26 gigajoules)

Renewable energy use

solar generation (output)

20 109 MWh

(FY24: 12 976 MWh)

Water use efficiency

per tonne manufactured

0.40 kilolitres

(FY24: 0.41 kilolitres)

Water recycled or reused

194 megalitres

(FY24: 182[1] megalitres)

Used oil consumed

27 dry megalitres

(FY24: 25 dry megalitres)

[1] Water recycled or reused FY24: Restated due to new reporting system and updated data validation processes.

Financial highlights

Financial indicators

Revenue

↑ 3%

R22 818 million

(FY24: R22 219 million)

Operating profit

R1 698 million

(FY24: R1 703 million)

Excluding Chemicals restructuring costs increased from FY24 by 6% to R1 797 million

Operating margin

↓ 3%

7.4%

(FY24: 7.7%)

Ex Chemicals restructuring costs increased from FY24 by 3% to 7.9%

EBITDA [1]

R2 302 million

(FY24: R2 308 million)

Excluding Chemicals restructuring costs increased from FY24 by 4% to R2 401 million

Earnings per share

↓ 2%

692 cents

(FY24: 705 cents)

Headline earnings per share

↑ 1%

704 cents

(FY24: 699 cents)

Total dividend distribution
ordinary dividend of **400 cents** and special dividend of **275 cents**

(FY24: ordinary dividend 375 cents, special dividend of 325 cents)

Disciplined net working capital management

R3 426 million

(FY24: R3 604 million)

Strong net cash position[2]

R1 770 million

(FY24: R2 301 million)

Net asset value

R10 428 million

(FY24: R10 820 million)

1 Non IFRS measure. Excludes impairments of R13 million (FY24: R nil).

2 Excluding lease liabilities.

Business summary

Overview

Omnia delivered a strong performance for FY25, underpinned by robust contributions from the Mining segment as well as Agriculture South Africa (RSA) and International operations. This performance was achieved in a challenging operating environment characterised by volatile market conditions, extreme weather including excessive rainfall and severe droughts, and macroeconomic uncertainty.

The Mining segment continued its outstanding growth trajectory, achieving increased volumes, improved profitability, and stronger margins. Agriculture RSA delivered near-record volumes and higher margins, the segment's performance was complemented by a strong contribution from its Agriculture International operations. However, this performance was partially offset by operational and regulatory challenges experienced in the segment's Rest of Africa operations.

An accelerated restructuring of the Chemicals segment was implemented as part of the strategic objective to drive future operational efficiencies and profitability. This process resulted in restructuring costs of R99 million. Headline earnings per share increased by 1% to 704 cents (FY24: 699 cents), while operating profit remained stable at R1 698 million (FY24: R1 703 million) despite the inclusion of the restructuring costs along with the impact of severe drought conditions, changes to the competitive landscape and regulatory challenges in the Agriculture segment's Rest of Africa markets.

Omnia's focus on operational excellence and strategic execution has strengthened manufacturing processes, and optimised supply chain performance. These initiatives supported sales efforts, reinforcing the Group's competitive position and ensuring reliable supply to its customers amidst macroeconomic challenges.

Omnia demonstrated disciplined working capital management, achieving a favourable working capital-to-revenue ratio of 15.0% (FY24: 16.2%), reflecting efficient resource utilisation. This combined with continued strong underlying operational performance, supported healthy cash generation from operations, excluding movements in net working capital, of R2 577 million (FY24: R2 450 million). This disciplined approach maintained a solid net cash balance of R1 770 million (FY24: R2 301 million), underpinning the Group's strong financial position.

The Group maintains a disciplined capital allocation framework that aligns attractive shareholder distributions with continued investment for long term value creation. In line with this framework, the Group invested in protecting and growing its core operations as well as deploying capital towards international expansion and sustainability initiatives — reinforcing its long-term value creation strategy.

Reflecting the Group's strong financial position, consistent free cash flow generation, and disciplined capital allocation, the board has declared a total dividend of 675 cents per share for the year. This comprises an ordinary dividend of 400 cents and a special dividend of 275 cents per share, returning R1 095 billion to shareholders.

The declared dividend reflects the Group's strong operational performance and continued progress in executing its strategy, most notably the growing contribution from the Mining segment. As this segment's profitability and cash flow continue to increase, the board resolved to increase the earnings pay out ratio. This decision is underpinned by confidence in the sustainability and quality of the Group's earnings and cash flows.

The Group's strategy to grow and diversify its business, both geographically and across sectors, is yielding tangible results. The robust performance of the Mining segment illustrates this success and reinforces Omnia's competitive position in a structurally attractive global market. These developments further support the Group's commitment to delivering sustainable shareholder returns through economic cycles.

In concluding another successful financial year, Omnia acknowledges and appreciates the outstanding efforts, dedication, and commitment demonstrated by its people. Driven by its core purpose of *innovating to enhance life, together creating a greener future*, Omnia continues to advance its mission of enabling mineral extraction and economic growth as well as food security, through its mining and agricultural activities, contributing to a more sustainable future for all stakeholders.

Safety

Safety remains integral to Omnia. The safety and well-being of employees and all stakeholders remain the Group's highest priority. During the year, the Recordable Case Rate (RCR) increased to 0.20 in FY25 from 0.05 in FY24. While this outcome is disappointing, the Mining segment recorded a world class RCR performance of 0.00 for the third consecutive year. The Group notes that the long-term trend since FY20 continues to reflect steady progress, underscoring the effectiveness of safety measures implemented over the years.

Safety is a core value for the Group and is deeply embedded within its organisational culture. This is further supported by transparent communication, active near-miss reporting, and the promotion of Omnia's proactive safety motto: "See something. Say something. Do something." Through this comprehensive and proactive approach, Omnia reaffirms its commitment to zero harm and to protecting the health and safety of its people and the communities in which it operates.

Macro environment

Global growth remained resilient through much of FY25, supported by declining inflation and cautious monetary policy easing in several economies. However, signs of instability and slower momentum emerged towards early 2025, driven by escalating trade tensions and heightened policy uncertainty.

Geopolitical tensions escalated, disrupting global consumption patterns and supply chains, and contributing to increased volatility in commodity markets. The rise of trade protectionism further strained international trade and manufacturing activity. Notably, recent US–China trade measures, including tariff increases and retaliatory actions, added to global uncertainty despite a temporary easing agreement.

These pressures have elevated input costs for businesses, complicated supply chain planning, and underscored the ongoing fragility of the global economic landscape.

Additionally, climate change remained a key structural risk, with erratic weather patterns disrupting agricultural cycles, infrastructure resilience, and water resource availability. These external forces collectively highlight the vulnerability inherent in global economic systems, integrated supply chains, and commodity market stability.

The global mining and agriculture sectors, however, continued to demonstrate resilience despite ongoing macroeconomic and geopolitical challenges. In the mining sector, sustained demand for critical minerals supporting the global energy transition, underpinned exploration activity and supported positive fundamentals for the explosives market. Notwithstanding this, geopolitical tensions and trade policy uncertainty present ongoing risks. In the agriculture sector, demand was supported by demographic growth, rising income levels, technological advancement, and government-backed food security initiatives. However, adverse weather events contributed to increased price volatility in some commodities. In response, the sector has accelerated the adoption of precision agriculture and sustainable farming practices to enhance productivity and mitigate climate-related risks. Both sectors remain exposed to ongoing volatility, but continue to benefit from structural demand drivers and targeted investment in operational resilience and sustainability.

Regional economic dynamics reflected considerable divergence:

- In South Africa, the economy remained under pressure, impacted by continued though reduced loadshedding and persistent logistical inefficiencies. These challenges weighed heavily on manufacturing, construction, and mining — particularly in iron ore and coal — where production remained subdued and infrastructure constraints persisted.
- African markets continued to experience broad-based macroeconomic pressures, including persistent currency depreciation driven by constrained access to US dollars, elevated sovereign risk, and tightening global financial conditions. Foreign exchange shortages remained a key constraint across several markets, impacting import-dependent sectors and cross-border trade. In the mining sector, investment sentiment remained mixed, with select markets continuing to attract capital for battery and critical minerals exploration, while others were impacted by infrastructure constraints and policy unpredictability. Agricultural activity across the region was shaped by erratic weather patterns, fluctuating input costs, and logistical inefficiencies.
- Indonesia continued to experience strong growth, supported by resilient domestic consumption, improved export performance, and a buoyant mining sector.
- Brazil's economy showed moderate resilience, supported by strong domestic demand, a recovering labour market, and robust commodity exports. However, high inflation, elevated interest rates, and a historic drought — strained consumer spending, agriculture, and the currency. Agribusiness exports, driven by strong Chinese demand however, continued to underpin the external sector, making up nearly half of total exports.
- In Australia, economic activity remained subdued in FY25, with the economy expanding at a slower pace compared to 2023. While the agriculture and mining sectors benefited from favourable export dynamics, their performance was constrained by adverse weather conditions, volatile commodity prices, and ongoing global economic uncertainty.
- Canada posted moderate economic expansion, driven by strong consumer spending and resilient labour market conditions. Investment in mining, especially in critical and precious minerals, remained firm. US tariffs pose a risk to the economy.

Business review

In the context of heightened global and regional volatility, businesses are required to operate with increased agility, discipline, and resilience. Economic uncertainty, logistical disruptions, and sector-specific challenges have underscored the need for cost control, diversification, and operational efficiency. The Group's performance for the year reflects its ability to navigate these external pressures effectively, with targeted investments, prudent financial management, and continued focus on supply chain resilience and market responsiveness. The financial and operational outcomes outlined below demonstrate the Group's ability to sustain growth, generate cash, and maintain a strong financial position amid a complex and evolving operating environment.

Revenue increased by 2.7% to R22 818 million (FY24: R22 219 million), primarily driven by stronger performance in the Mining segment. This growth offset the impact of lower average but more stable selling prices in the Agriculture SADC region.

Operating profit remained broadly in line with the prior year at R1 698 million (FY24: R1 703 million) despite the costs associated with the Protea Chemicals restructuring, increased credit loss provisions in the Agriculture Rest of Africa business and currency volatility. Profit for the year declined by 5.7% to R1 097 million (FY24: R1 163 million) due to a reduction in net finance income on debtors and cash.

The Group's operating margin declined slightly to 7.4% (FY24: 7.7%), primarily due to margin pressure in the Chemicals segment, which offset margin resilience in both the Agriculture and Mining segments. The Mining segment delivered an improved operating margin of 12.4% (FY24: 12.1%), supported by strong performance from Mining RSA and Mining International, as well as higher throughput and efficiencies. The Agriculture segment also recorded a higher operating margin of 8.5% (FY24: 8.1%), driven by operational efficiencies and increased volumes which was enabled by enhanced manufacturing and supply chain capabilities. Additionally, the Agriculture International business further improved its high-margin profile at 25.4% (FY24: 23.0%), despite ongoing investment to expand distribution capabilities in the US and the impact of extreme drought conditions and resultant currency depreciation in Brazil.

Net working capital decreased to R3 426 million (FY24: R3 604 million), reflecting a focus on disciplined cash conversion. This was driven by high debtors collections, stringent inventory management and increased trade payables. This was partially offset by a strategic investment in safety inventory in anticipation of a planned shutdown by a key supplier, aimed at ensuring uninterrupted operations and increased inventory in the Agriculture Rest of Africa division due to changing supply routes in SADC. The Group's disciplined capital allocation and stringent working capital management supported the maintenance of a strong financial position, resulting in a net cash balance of R1 770 million (FY24: R2 301 million).

The Agriculture segment delivered a resilient performance, underpinned by strong contributions from the RSA and International divisions, despite a challenging operating environment marked by adverse weather conditions in SADC and Brazil, currency volatility, and broader macroeconomic headwinds. Agriculture RSA reported increased volumes with demand underpinned by Omnia's differentiated Nutriology® model, favourable agronomic conditions, targeted marketing initiatives and enhanced operational agility. In contrast, demand in the Rest of Africa was impacted by severe drought conditions across the region, while heightened competition and regulatory challenges further constrained performance. Agriculture International reported increased volumes both locally and through exports in Australia. In Brazil, volumes remained stable despite the country's severe drought, although earnings declined due to currency depreciation. The business continues to be supported by strong market demand and continued investment in the segment's distribution network.

The Mining segment delivered a robust performance, supported by strong operational execution and the continued success of its global diversification strategy. This was achieved despite a challenging macroeconomic environment, infrastructure constraints, and periodic adverse weather conditions. Security of supply to customers was maintained throughout the year, reflecting Omnia's effective supply chain management and operational stability. Increased contributions from operations in Indonesia, West Africa, and the SADC region boosted overall results. BME Metallurgy delivered a solid contribution, driven by higher ammonia derivatives sales and continued strong performance from Namibia.

The Chemicals segment has faced ongoing challenges in both global and domestic manufacturing markets, including subdued economic growth, weak demand, and increasing margin pressures. While the Group has made several efforts over time to address these issues, a more definitive course of action was taken in FY25 following a comprehensive strategic review of the business. This led to the initiation of a Section 189 process and a restructure of the segment. Key measures included site and product rationalisation, the separation of the profitable Water Care business which is being held for sale, and greater integration of the profitable bulk trading business into the broader Omnia Group. These actions are part of a broader initiative to realign the segment with prevailing market dynamics, improve operational efficiency, and support long-term sustainability and growth.

Capital allocation

Omnia's disciplined capital allocation is central to achieving its strategy and long-term value creation objectives. The Group applies a structured and strategic approach to capital deployment, ensuring that investments support operational resilience, sustainable growth, and the delivery of consistent shareholder returns. All capital decisions are assessed for alignment with the Group's strategic priorities, including growth, efficiency, and ESG commitments.

Investment to protect the core and grow internationally

During the year, R253 million was invested in maintenance, safety, and regulatory capital expenditure, aligned with the Group's commitment to continuous improvement and operational excellence. Key initiatives included the upgrade of technology infrastructure at the Sasolburg integrated manufacturing complex, ongoing investment in the Mining segment's Mobile Manufacturing Unit (MMU) renewal programme, and targeted projects to enhance resilience against water insecurity in the Sasolburg region.

An additional R53 million was allocated to ESG-related investments in FY25, primarily directed toward expanding solar energy capacity in South Africa. This initiative contributed to an increase in the proportion of renewable energy in the Group's total energy consumption to 11.89% (FY24: 10.85%).

Growth in the core business was underpinned by the successful execution of several growth capital initiatives. In Sasolburg, Ammonium Nitrate (AN) storage capacity was doubled, enhancing operational resilience and enabling the onboarding of new customer contracts. Investment in integrated manufacturing and supply chain capabilities continues to reinforce Omnia's competitive positioning, facilitating market share gains across front-facing segments, including Agriculture, Mining, and ammonia derivatives sales.

The Mining segment secured multiple contract wins and extensions across the SADC region, with capital deployed to support execution. This includes the mobilisation of BME Blasting Solutions and BME Metallurgy operations in Namibia, extension of a major South African contract, and the renewal of several contracts throughout the region.

In Mining International, the Group's Indonesian MNK joint venture secured new contracts, necessitating further capital investment in operational assets. In Canada, commissioning of non-electric and electronic detonator facilities were completed, while collaboration with Hypex Bio continues on the manufacturing of a hydrogen peroxide emulsion plant for local market trials. In Australia infrastructure development remains on track, with strategic partnership discussions ongoing.

In the Agriculture International segment, ongoing research and development initiatives are expanding the biostimulant product portfolio, aimed at improving water and nutrient use efficiencies for customers. These developments support the Group's strategic objective of enabling sustainable agricultural practices globally.

Share repurchase programme

On 11 September 2024, we obtained shareholder approval for a share repurchase programme, authorising Omnia to buy back up to 5% of outstanding share capital. Shares repurchased under this programme are subsequently cancelled. During the period, 2.6 million (FY24: 2.9 million) shares were repurchased for R172 million (FY24: R176 million). Share repurchases have been value accretive for shareholders since commencing in 2023 and continue to be considered a key pillar of our capital allocation framework.

Dividend declaration

The Group's dividend policy targets an ordinary dividend cover range of 1.5x to 2.5x headline earnings. In line with this policy, the board has approved a final ordinary dividend of 400 cents (FY24: 375 cents) per share, or R649 million (FY24: R619 million) reflecting a strong track record of consistent free cash flow generation and the increasing share of profitability from the Mining segment supporting that cash flow.

Taking into consideration the Group's liquidity position, the strength of its financial position, the outlook for operations, sustaining capital requirements and growth opportunities, a special dividend of 275 cents (FY24: 325 cents) per share or R446 million (FY24: R537 million) has also been approved by the board. This brings the dividend distribution for the year to 675 cents per share, or R1 095 million.

Environmental stewardship

Omnia remains committed to advancing its environmental stewardship by minimising its impact on natural resources to create a healthier environment. This is demonstrated by ongoing improvements in key environmental performance indicators.

In FY25 water efficiency improved to 0.40 kilolitres per tonne manufactured (FY24: 0.41 kilolitres per tonne). Water efficiency and responsible water management continue to be key focus areas within the Group's broader sustainability strategy.

Notable progress was made in reducing emissions, with carbon intensity (CO_2e) declining to 0.034 CO_2e per tonne manufactured. This was primarily driven by a significant reduction in Scope 1 emissions and increased use of renewable energy, particularly solar power generated at the Sasolburg manufacturing complex, which has a peak installed capacity of 10 MW. As a result, overall energy consumption declined and energy efficiency remained stable at 0.26 GJ per tonne manufactured. Additional renewable energy capacity is currently under development and is expected to contribute approximately 10 000 MWh in future periods.

Omnia continues to integrate ESG principles across its operations, recognising that reducing environmental impact is essential to delivering on its long-term purpose. Through ongoing investment in energy efficiency, emissions reduction, and sustainable resource use, the Group aims to enhance operational resilience while creating long-term value for all stakeholders.

South African Revenue Service (SARS)

On 30 September 2022, SARS partially allowed our objection to the additional tax assessments raised in respect of the Group's 2014 to 2016 years of assessment, resulting in a nominal reduction in the original tax assessments raised by SARS. The Group disagrees with SARS' findings and lodged an appeal against the revised assessments indicating our willingness to participate in Alternative Dispute Resolution (ADR) proceedings. On 17 February 2023, SARS confirmed that the matter was appropriate for ADR, suspending the appeal until the ADR process is concluded.

While a final resolution to the matter has not yet been reached, the Group has engaged extensively with SARS throughout FY25 and anticipates that the ADR proceedings, which are at an advanced stage, will conclude in the near term. Should the ADR process not result in a satisfactory resolution, the Group will advance its appeal by seeking adjudication by the courts if necessary.

Outlook

Globally, the macroeconomic environment is expected to remain challenging, influenced by persistent geopolitical tensions, including ongoing conflicts and trade disruptions that could continue to impact energy and commodity markets. Increasing trade tariffs in key global markets may further exacerbate these disruptions, affecting international trade flows and economic stability. Heightened inflationary pressures and supply chain disruptions are expected to add to economic volatility. South Africa's economic growth outlook remains subdued due to ongoing fiscal pressures, declining commodity prices, reduced export opportunities linked to sluggish global economic conditions and geopolitical risks, as well as enduring domestic infrastructure challenges.

However, the global outlook for agriculture and mining remains fundamentally strong. Driven by increasing global populations and urbanisation, the demand for food, technology, and basic materials continues to rise, underpinning the strategic importance of Omnia's primary markets. Food security and the need to address climate change remain pivotal macroeconomic priorities globally, reinforcing the essential role agriculture plays in sustainable development. Simultaneously, the mining sector benefits from the accelerated global shift towards urbanisation and decarbonisation, increasing demand for critical minerals and materials. These strong and positive fundamentals are expected to provide growth opportunities for Omnia, positioning the company to capitalise on increasing demand in these critical sectors. The Group's strategic focus on innovation, sustainability, and global expansion further strengthens its ability to leverage these positive industry dynamics.

The manufacturing and supply chain capabilities will continue to ensure operational reliability and mitigate risks in the current environment of heightened supplier challenges, logistical disruptions and infrastructure constraints.

The outlook for Omnia's Agriculture segment remains positive, driven by expected improvements in agronomic conditions across key regions. The proprietary Nutriology® model will remain integral, enabling the Group to support farmers by reducing production risks and improving returns, while actively managing costs and navigating commodity price volatility. The Group anticipates resilient demand in South Africa despite pricing pressures, whereas operations in the Rest of Africa remain cautious amidst complex infrastructure and regulatory conditions, particularly with improving prospects in Zambia. Internationally, the Agriculture segment is poised for growth through expanded AgriBio offerings and strengthened global distribution networks.

The Mining segment is well-positioned for continued growth across its primary markets in Africa, North America, and Asia-Pacific. In South Africa, although sector pressures persist, the business will focus on organic growth through new and existing customer relationships. Increased demand for uranium, copper, and green metals is expected to boost mining volumes in the SADC region, while operational efficiencies and profitability will be prioritised in West Africa despite ongoing regional risks.

Internationally, the Indonesian joint venture aims to expand its commodity diversification, and product portfolio in key growth markets. The commissioning of our AXXIS™ detonator plants in Canada, as well as the introduction of a hydrogen peroxide emulsion plant marks a significant strategic advancement in the region. The development of key infrastructure in Australia confirms our commitment to this important market. Additionally, BME Metallurgy is set to capitalise on growth opportunities, particularly in the uranium sector in Namibia. Strategic partnerships and technological integration will continue to drive competitiveness, profitability, and shareholder value across Omnia's mining operations globally.

In the Chemicals segment, strategic restructuring initiatives have been undertaken to ensure the long-term sustainability and profitability of Protea Chemicals. FY26 will be a significant transition year, in which non-core assets and business lines will be sold, capital released and returns improved.

Omnia continues to execute its strategy with clarity and discipline, expanding its global footprint and reinforcing the competitiveness of its core operations. The Group's leadership remains steadfast in its belief that long-term value is built through disciplined capital allocation, operational excellence, customer-centric innovation, and a relentless commitment to sustainability. Omnia's strong financial foundation and proven resilience across market cycles reflect the quality of its portfolio and the depth of its management capabilities.

The Group's differentiated approach pursues growth with capital discipline while focussing on innovation and impact. This positions the Group for sustained success in an increasingly complex global environment. With an integrated value chain, agility in responding to geopolitical and macroeconomic shifts, and a culture rooted in continuous improvement, Omnia is set to compete and lead across its core markets.

Anchored in its purpose of *innovating to enhance life, together creating a greener future*, Omnia is not merely adapting to the global transitions in energy, food, and resources, it is shaping them. Strategic investments in sustainability, digitalisation, and targeted market expansion will continue to unlock new growth pathways, meeting the evolving needs of customers in agriculture, mining, and industrial sectors.

Looking ahead, enduring value will be created not only through performance but through bold, future-focused action. With a clear strategic direction, a high-performance culture, and a steadfast commitment to responsible growth, Omnia is positioned to deliver competitive returns and play a meaningful role in building a more sustainable and secure global future.

Investors are referred to **https://www.omnia.co.za/investor-hub#financial-results-centre** where a detailed analysis of the Group's financial results, including a statement of comprehensive income and a statement of financial position, can be found.

Shareholders are reminded that should they wish to make use of the Group's electronic communication notification system to receive all shareholder-entitled communication electronically as opposed to delivery through physical mail, and have not already done so; this option can still be elected by advising the Group's transfer secretaries at the following email address: **ecomms@jseinvestorservices.co.za** or contacting the call centre on +27 86 154 6572.
Other related queries can be sent to **omniaIR@omnia.co.za**.

Summary consolidated statement of comprehensive income

for the year ended 31 March 2025

Rm	Audited 12 months 31 March 2025	Audited 12 months 31 March 2024	% change
Revenue	**22 818**	22 219	3
Cost of sales	**(17 689)**	(17 374)	(2)
Gross profit	**5 129**	4 845	6
Distribution expenses	**(1 343)**	(1 369)	2
Administrative expenses	**(2 010)**	(1 773)	(13)
Other operating income	**166**	141	18
Other operating expenses	**(166)**	(123)	(35)
Impairment losses on non-financial assets	**(13)**	—	(>100)
Impairment losses on financial assets	**(116)**	(46)	(>100)
Share of net profit of investments: equity accounted	**59**	37	59
Operating profit before items below	**1 706**	1 712	—
Net impact of hyperinflation and foreign exchange losses	**(8)**	(9)	11
Net foreign exchange losses	**(3)**	(6)	50
Monetary adjustment for hyperinflation	**(5)**	(3)	(67)
Operating profit	**1 698**	1 703	—
Finance income	**114**	203	(44)
Finance expense	**(207)**	(204)	(1)
Profit before income tax	**1 605**	1 702	(6)
Income tax expense	**(508)**	(539)	6
Profit for the year	**1 097**	1 163	(6)
Other comprehensive income			
Items that may be reclassified to profit or loss (net of tax)			
Currency translation differences – Zimbabwe	**—**	(7)	>100
Currency translation differences (including)/excluding Zimbabwe[1]	**(177)**	129	(>100)
Reclassification of currency translation differences	**30**	—	>100
Other comprehensive (loss) / income for the year	**(147)**	122	(>100)
Total comprehensive income for the year	**950**	1 285	(26)

[1] Includes Zimbabwe for FY25 and excludes Zimbabwe in FY24, Zimbabwe is shown separately for FY24.

Summary consolidated statement of comprehensive income continued

for the year ended 31 March 2025

Rm	Audited 12 months 31 March 2025	Audited 12 months 31 March 2024	% change
Profit for the year attributable to:			
Owners of Omnia Holdings Limited	**1 142**	1 160	(2)
Non-controlling interest	**(45)**	3	(>100)
	1 097	1 163	(6)
Total comprehensive income for the year attributable to:			
Owners of Omnia Holdings Limited	**994**	1 284	(23)
Non-controlling interest	**(44)**	1	(>100)
	950	1 285	(26)
Earnings per share attributable to the equity holders of Omnia Holdings Limited			
Basic earnings per share (cents)	**692**	705	(2)
Diluted earnings per share (cents)[1]	**692**	696	(1)

[1] In FY25, the diluted earnings per share is limited to the basic earnings per share due to the calculation being antidilutive in nature.

Summary consolidated statement of financial position

as at 31 March 2025

Rm	Audited 12 months 31 March 2025	Audited 12 months 31 March 2024
Assets		
Non-current assets	**5 898**	5 916
Property, plant and equipment	**4 799**	4 842
Right-of-use assets	**440**	362
Goodwill and intangible assets	**18**	91
Investments accounted for using the equity method	**288**	252
Financial assets at fair value through profit and loss or other comprehensive income	**228**	201
Trade and other receivables	**—**	4
Deferred income tax	**125**	164
Current assets	**10 936**	11 609
Inventories	**4 738**	4 350
Trade and other receivables	**3 891**	4 501
Derivative financial instruments	**11**	1
Income tax	**331**	307
Cash and cash equivalents	**1 940**	2 450
Restricted receivable	**25**	—
Assets classified as held for sale	**343**	1
Total assets	**17 177**	17 526
Equity		
Capital and reserves attributable to the owners of Omnia Holdings Limited	**10 491**	10 839
Share capital	**2 718**	2 926
Reserves	**1 037**	1 167
Retained earnings	**6 736**	6 746
Non-controlling interest	**(63)**	(19)
Total equity	**10 428**	10 820

Summary consolidated statement of financial position continued

as at 31 March 2025

Rm	Audited 12 months 31 March 2025	Audited 12 months 31 March 2024
Liabilities		
Non-current liabilities	**870**	908
Deferred income tax	**405**	479
Interest-bearing borrowings	**—**	1
Lease liabilities	**430**	361
Provisions	**35**	67
Current liabilities	**5 811**	5 798
Interest-bearing borrowings	**159**	148
Lease liabilities	**69**	58
Bank overdrafts	**11**	—
Derivative financial instruments	**7**	1
Income tax	**239**	308
Contract liabilities	**564**	557
Provisions	**63**	36
Trade payables – supply chain financing	**847**	727
Trade and other payables	**3 852**	3 963
Liabilities directly associated with assets classified as held for sale	**68**	—
Total liabilities	**6 749**	6 706
Total equity and liabilities	**17 177**	17 526
Additional information		
Net working capital[1]	**3 426**	3 604
Net cash (including lease liabilities)[2]	**1 271**	1 882
Net cash (excluding lease liabilities)[2]	**1 770**	2 301
Net asset value per share (Rand)	**66**	67
Capital expenditure		
Depreciation	**523**	537
Amortisation	**68**	68
Capital expenditure incurred	**703**	713
Capital expenditure - authorised and contracted	**164**	149
Capital expenditure - authorised but not contracted	**499**	520

1 Includes trade payables – supply chain financing.

2 Excludes trade payables – supply chain financing.

Summary consolidated statement of cash flows

for the year ended 31 March 2025

Rm	Audited 12 months 31 March 2025	Audited 12 months 31 March 2024
Net cash inflow from operating activities	**3 864**	3 252
Cash generated from operations	**4 638**	3 844
Interest paid	**(204)**	(137)
Interest received	**99**	178
Income taxes paid	**(669)**	(633)
Net cash outflow from investing activities	**(663)**	(1 002)
Purchase of property, plant and equipment	**(702)**	(713)
Proceeds on disposal of property, plant and equipment, and intangible assets	**58**	47
Additions to intangible assets	**(1)**	—
Purchase of shares in Hypex Bio	**—**	(184)
Restricted receivable (raised)/released	**(25)**	17
Investment in joint venture (MNK) and associate	**—**	(176)
Proceeds on disposal of joint venture	**7**	7
Net cash outflow from financing activities	**(3 676)**	(1 659)
Proceeds on treasury shares forfeited under share schemes	**21**	26
Purchase of treasury shares	**(308)**	(190)
Proceeds from interest-bearing borrowings raised	**228**	481
Repayment of interest-bearing borrowings	**(231)**	(474)
Repayment of trade payables – supply chain financing	**(2 154)**	(791)
Repayment of lease liabilities	**(80)**	(82)
Dividends paid	**(1 152)**	(629)
Net (decrease)/increase in cash and cash equivalents	**(475)**	591
Net cash and cash equivalents at the beginning of the year	**2 450**	1 861
Effect of foreign currency movement	**(46)**	(2)
Net cash and cash equivalents at the end of the year	**1 929**	2 450

Summary consolidated statement of changes in equity

for the year ended 31 March 2025

Rm	Share capital	Treasury shares	Other reserves	Retained earnings	Non-controlling interest	Total
	Attributable to the owners of Omnia Holdings Limited					
At 31 March 2023	3 534	(505)	1 031	6 215	(20)	10 255
Profit for the year	—	—	—	1 160	3	1 163
Other comprehensive income	—	—	124	—	(2)	122
Total	3 534	(505)	1 155	7 375	(19)	11 540
Transactions with shareholders						
Shares repurchased and cancelled	(300)	124	—	—	—	(176)
Shares acquired and disposed as part of a share-based incentive scheme	—	13	—	—	—	13
Share-based payment transactions	—	60	12	—	—	72
Dividends paid	—	—	—	(629)	—	(629)
At 31 March 2024	3 234	(308)	1 167	6 746	(19)	10 820
Profit for the year	**—**	**—**	**—**	**1 142**	**(45)**	**1 097**
Other comprehensive loss	**—**	**—**	**(148)**	**—**	**1**	**(147)**
Total	**3 234**	**(308)**	**1 019**	**7 888**	**(63)**	**11 770**
Transactions with shareholders						
Shares repurchased and cancelled	**(172)**	**—**	**—**	**—**	**—**	**(172)**
Shares acquired and disposed of as part of a share-based incentive scheme	**—**	**(115)**	**—**	**—**	**—**	**(115)**
Share-based payment transactions	**—**	**79**	**18**	**—**	**—**	**97**
Dividends paid	**—**	**—**	**—**	**(1 152)**	**—**	**(1 152)**
At 31 March 2025	**3 062**	**(344)**	**1 037**	**6 736**	**(63)**	**10 428**

Reconciliation of headline earnings

for the year ended 31 March 2025

Rm	**Audited 12 months 31 March 2025**	Audited 12 months 31 March 2024
Basic and diluted earnings attributable to the owners of Omnia Holdings Limited		
Profit attributable to the owners of Omnia Holdings Limited	**1 142**	1 160
Less: Dividends distributed to participants of the share incentive schemes on unvested shares	**(44)**	(24)
Basic earnings attributable to the owners of Omnia Holdings Limited	**1 098**	1 136
Adjusted for:		
Insurance income for replacement of property, plant and equipment	**(1)**	(1)
Profit on disposal of property, plant and equipment	**(18)**	(11)
Tax effect	**4**	3
Reclassification of foreign currency translation reserve to profit or loss	**30**	—
Impairment included in share of profit of investments : equity accounted	**1**	—
Impairment of intangible assets and fixed assets	**3**	—
Headline earnings	**1 117**	1 127
Add: Dividends distributed to participants of the share schemes on unvested shares	**44**	24
Diluted headline earnings	**1 161**	1 151

(‘000)	**Audited 12 months 31 March 2025**	Audited 12 months 31 March 2024
Number of shares		
Weighted average number of shares in issue	**158 601**	161 226
Weighted average number of diluted shares in issue	**163 874**	166 567
Number of shares in issue (excluding treasury shares)	**156 982**	159 954
Headline earnings per share (cents)	**704**	699
Diluted headline earnings per share (cents)[1]	**704**	691

1 For FY25 the diluted headline earnings per share is limited to the headline earnings per share due to the calculation being antidilutive in nature.

Segmental information

The Group's chief operating decision maker has been identified as the executive committee, consisting of the chief executive officer, the finance director, chief operating officer, managing directors of the Group's operating segments and executives of other Group functions. The executive committee is responsible for allocating resources, assessing the performance of operating segments and making strategic decisions.

Some operating segments have been aggregated and are reported as reportable segments. Operating segments have been grouped in terms of the three industries in which the Group trades, namely Agriculture, Mining and Chemicals.

Effective FY25, the Agriculture International division was disaggregated separating Agriculture Rest of Africa and Agriculture International. In addition, following the change of the functional currency of Omnia Zimbabwe to USD with effect from 1 April 2023, Omnia Zimbabwe is no longer separately reported and has been reported within the Agriculture Rest of Africa division. Comparatives have been restated as required. The executive committee primarily reviews revenue, operating profit, operating margins, profit before tax, EBITDA (operating profit excluding depreciation, amortisation and impairment losses on non-financial assets), net working capital and net-controlled assets (total controlled assets including trapped cash less income tax assets, deferred taxation assets and non-interest-bearing liabilities, with the exclusion of trade payables – supply chain finance included in net working capital) on a segment level.

The executive committee reviews the Group's performance from both a product and a geographical perspective and has identified the following operating segments within the Group which are described below:

Agriculture RSA

Agriculture RSA: As part of its innovative Nutriology® proposition, this division manufactures and trades in granular, liquid and speciality fertilizers, humates and other biostimulants, as well as value-added services and solutions. The South African customer base includes commercial and small-scale farmers, cooperatives and other corporate customers. The business also supplies raw material and manufactured goods to Agriculture Rest of Africa, Agriculture International, Mining and Chemicals.

Agriculture Rest of Africa

Agriculture Rest of Africa: As part of its innovative Nutriology® proposition, this division manufactures and trades in granular and speciality fertilizers, humates and other biostimulants, as well as value-added services and solutions. The customer base includes commercial and small-scale farmers, retail customers, cooperatives, government support programmes and other corporate customers.

Agriculture International

Agriculture International: This division manufactures and trades in liquid and speciality fertilizers, biostimulants including humates, fulvates, kelp and microbial products. A full range of trace elements, biostimulants and plant health products are sold globally to improve crop health, yields and soil health in a sustainable and environmentally conscious way. Products, value-added services and solutions are delivered to a broad customer base through the operations in Australia, Brazil and the US.

Mining RSA

Mining RSA: This division comprises of the BME Blasting Solutions business in South Africa. The business focuses on blasting agents – bulk emulsion and blended bulk explosives – complemented by the AXXIS™ electronic detonator system and modern software crucial to cost-efficient, safe and environmentally friendly mining operations. BME leverages its blasting products, equipment, accessories, technical services and digital solutions to add value to customers' blasting operations. A part of Mining RSA's revenue relates to recovering costs for services. This division also provides raw materials and other supplies to Mining International.

Mining International

Mining International: This division relates to the BME Blasting Solutions businesses outside of South Africa (supplying similar products and services to Mining RSA) and includes the mining chemicals business, BME Metallurgy. The territories in which this division operates include SADC, West Africa, Australia, US, Canada, and Indonesia.

Chemicals

Chemicals: This division is a well-known manufacturer and distributor of specialty, functional and effect chemicals, and solutions serving both South African and export customers. The business supplies a range of specialty, technical and product application support and SHEQ-related services to the water, agricultural, industrial and life sciences sectors.

Head office

Head office: This includes certain acquisition-related costs, amortisation of intangible assets arising from acquisitions, employee share-based payment expenses, reclassification of foreign currency reserves to profit or loss and certain once-off costs.

Segmental analysis of revenue

for the year ended 31 March 2025

Rm	Gross revenue Audited 12 months 31 March 2025	Restated[1] Gross revenue Audited 12 months 31 March 2024	Net revenue[2] Audited 12 months 31 March 2025	Restated[1] Net revenue[2] Audited 12 months 31 March 2024
Agriculture RSA	**12 760**	12 455	**8 715**	8 823
Agriculture Rest of Africa	**3 007**	3 073	**2 208**	2 438
Agriculture International	**656**	647	**618**	557
Total Agriculture	**16 423**	16 175	**11 541**	11 818
Mining RSA	**5 715**	5 262	**4 009**	3 860
Mining International	**5 598**	4 792	**5 112**	4 429
Total Mining	**11 313**	10 054	**9 121**	8 289
Chemicals	**2 327**	2 369	**2 156**	2 112
Total Chemicals	**2 327**	2 369	**2 156**	2 112
Total	**30 063**	28 598	**22 818**	22 219

1 Restated following the disaggregation of the Agriculture International division into Agriculture Rest of Africa and Agriculture International. In addition, Agriculture Zimbabwe, which had previously been separately disclosed, has now been aggregated into Agriculture Rest of Africa. In the current year the above changes aligns with the revised internal reporting to the CODM.

2 Net revenue excludes inter-company transactions eliminated on consolidation.

Segmental analysis of profit or loss

for the year ended 31 March 2025

Rm	Operating profit Audited 12 months 31 March 2025	Restated[1] Operating profit Audited 12 months 31 March 2024	Profit before tax Audited 12 months 31 March 2025	Restated[1] Profit before tax Audited 12 months 31 March 2024	EBITDA Audited 12 months 31 March 2025	Restated[1] EBITDA Audited 12 months 31 March 2024
Agriculture RSA	**886**	694	**815**	654	**1 218**	1 014
Agriculture Rest of Africa	**(62)**	132	**(81)**	174	**(39)**	155
Agriculture International	**157**	128	**167**	137	**166**	137
Total Agriculture	**981**	954	**901**	965	**1 345**	1 306
Mining RSA	**472**	419	**471**	418	**582**	536
Mining International	**657**	580	**662**	580	**722**	629
Total Mining	**1 129**	999	**1 133**	998	**1 304**	1 165
Chemicals	**(133)**	11	**(139)**	9	**(104)**	54
Total Chemicals	**(133)**	11	**(139)**	9	**(104)**	54
Head office and elimination[2]	**(279)**	(261)	**(290)**	(270)	**(243)**	(217)
Total	**1 698**	1 703	**1 605**	1 702	**2 302**	2 308

1 Restated following the disaggregation of the Agriculture International division into Agriculture Rest of Africa and Agriculture International. In addition, Agriculture Zimbabwe, which had previously been separately disclosed, has now been aggregated into Agriculture Rest of Africa. Within Agriculture Rest of Africa profit before taxation, interest income for FY24 has been reallocated to head office and eliminations as it related to Group funding transactions. In the current year the above changes aligns with the revised internal reporting to the CODM.

2 Head office and elimination includes acquisition-related costs, amortisation of intangible assets arising from acquisitions, employee share-based payment expenses, reclassification of foreign currency reserves to profit or loss and certain other once-off costs.

The restructuring of the Chemicals segment includes the earmarked sale of the Water Care business and the closure and sale of the remaining owned sites. The bulk trading business which will be retained, will be integrated into the Omnia Group to better leverage synergies. Outlined below is an analysis of the Chemicals segment's performance split between the remaining business and that being restructured.

Rm	Gross revenue	Net revenue[1]	Operating profit	Profit before taxation
Year ended 31 March 2025				
Chemicals - Remaining	**1 082**	**1 031**	**52**	**51**
Chemicals - Restructured[2]	**1 245**	**1 125**	**(185)**	**(190)**
Total Chemicals	**2 327**	**2 156**	**(133)**	**(139)**
Year ended 31 March 2024				
Chemicals - Remaining	1 119	982	61	61
Chemicals - Restructured	1 250	1 130	(50)	(52)
Total Chemicals	2 369	2 112	11	9

1 Net revenue excludes inter-company transactions eliminated on consolidation.

2 Included in operating profit is total restructuring cost of R99 million relating to severance pay, inventory provisions and costs associated with closing of sites.

Segmental analysis of profit or loss

for the year ended 31 March 2025

Rm	Year ended 31 March 2025: Operating profit/(loss)	Year ended 31 March 2025: Depreciation and amortisation	Year ended 31 March 2025: Net impairment losses on non-financial assets	Year ended 31 March 2025: EBITDA	Year ended 31 March 2024[1]: Operating profit/(loss)	Year ended 31 March 2024[1]: Depreciation and amortisation	Year ended 31 March 2024[1]: Net impairment losses on non-financial assets	Year ended 31 March 2024[1]: EBITDA
Agriculture RSA	**886**	**332**	**—**	**1 218**	694	320	—	1 014
Agriculture Rest of Africa	**(62)**	**23**	**—**	**(39)**	132	23	—	155
Agriculture International	**157**	**9**	**—**	**166**	128	9	—	137
Total Agriculture	**981**	**364**	**—**	**1 345**	954	352	—	1 306
Mining RSA	**472**	**110**	**—**	**582**	419	117	—	536
Mining International	**657**	**52**	**13**	**722**	580	49	—	629
Total Mining	**1 129**	**162**	**13**	**1 304**	999	166	—	1 165
Chemicals	**(133)**	**29**	**—**	**(104)**	11	43	—	54
Total Chemicals	**(133)**	**29**	**—**	**(104)**	11	43	—	54
Head office and elimination[2]	**(279)**	**36**	**—**	**(243)**	(261)	44	—	(217)
Total	**1 698**	**591**	**13**	**2 302**	1 703	605	—	2 308

1 Restated following the disaggregation of the Agriculture International division into Agriculture Rest of Africa and Agriculture International. In addition, Agriculture Zimbabwe, which had previously been separately disclosed, has now been aggregated into Agriculture Rest of Africa.

2 Head office and elimination includes acquisition-related costs, amortisation of intangible assets arising from acquisitions, employee share-based payment expenses, reclassification of foreign currency reserves to profit or loss and certain other once-off costs.

Segmental analysis of the statement of financial position

as at 31 March 2025

Rm	**Net working capital[1] Audited 31 March 2025 Rm**	Restated[2] Net working capital[1] Audited 31 March 2024 Rm	**Net-controlled assets[3] Audited 31 March 2025 Rm**	Restated[2] Net-controlled assets[3] Audited 31 March 2024 Rm	**Return on net-controlled assets Audited 31 March 2025 %**	Restated[2] Return on net-controlled assets Audited 31 March 2024 %
Agriculture RSA	**(141)**	66	**3 502**	3 556	**25.3**	19.5
Agriculture Rest of Africa	**1 519**	1 451	**1 739**	1 566	**(3.6)**	8.4
Agriculture International	**274**	281	**426**	442	**36.9**	29.0
Total Agriculture	**1 652**	1 798	**5 667**	5 564	**17.3**	17.1
Mining RSA	**702**	635	**1 511**	1 386	**31.2**	30.2
Mining International	**930**	858	**1 647**	1 516	**39.9**	38.3
Total Mining	**1 632**	1 493	**3 158**	2 902	**35.8**	34.4
Chemicals	**421**	517	**637**	733	**(20.9)**	1.5
Total Chemicals	**421**	517	**637**	733	**(20.9)**	1.5
Head office and eliminations[4]	**(279)**	(204)	**(130)**	(21)	**(>100)**	(>100)
Total	**3 426**	3 604	**9 332**	9 178	**18.2**	18.6

1 Net working capital includes supply chain financing.

2 Restated following the disaggregation of the Agriculture International division into Agriculture Rest of Africa and Agriculture International. In addition, Agriculture Zimbabwe, which had previously been separately disclosed, has now been aggregated into Agriculture Rest of Africa.

3 Net-controlled assets are total assets (including trapped cash) less cash, financial assets held at fair value, non-current trade and other receivables, income and deferred taxation and non-interest-bearing liabilities (with the exclusion of trade payables - supply chain finance included as part of net working capital) and is a measure of the Group's capital invested.

4 Head office and elimination includes acquisition-related costs, amortisation of intangible assets arising from acquisitions, employee share-based payment expenses, reclassification of foreign currency reserves to profit or loss and certain other once-off costs.

Analysis of net working capital and net controlled assets	31 March 2025		31 March 2024	
Rm	**Net working capital[1]**	**Net-controlled assets[2]**	Net working capital[1]	Net-controlled assets[2]
Property, plant and equipment	**—**	**4 799**	—	4 842
Right-of-use assets	**—**	**440**	—	362
Goodwill and intangible assets	**—**	**18**	—	91
Investments accounted for using the equity method	**—**	**288**	—	252
Inventories	**4 738**	**4 738**	4 350	4 350
Trade and other receivables	**3 891**	**3 891**	4 501	4 501
Contract liabilities	**(564)**	**(564)**	(557)	(557)
Trade and other payables[1]	**(4 699)**	**(4 699)**	(4 690)	(4 690)
Derivative financial instruments (net)	**4**	**4**	—	—
Cash in countries with liquidity constraints	**—**	**126**	—	26
Assets held for sale	**56**	**291**	—	1
Total	**3 426**	**9 332**	3 604	9 178

1 Net working capital includes supply chain financing.

2 Net-controlled assets are total assets (including trapped cash) less cash, financial assets held at fair value, non-current trade and other receivables, income and deferred taxation and non-interest-bearing liabilities (with the exclusion of trade payables - supply chain finance included as part of net working capital) and is a measure of the Group's capital invested.

Revenue

for the year ended 31 March 2025

Revenue for the year per performance obligation is as follows:

Rm	Net revenue[1] Audited 12 months 31 March 2025	Net revenue[1] Audited 12 months 31 March 2024
Product	**21 634**	21 086
Transport	**558**	539
Services	**626**	594
Revenue per performance obligation	**22 818**	22 219

Analysis of revenue per performance obligation per segment:

Rm	Product	Transport	Services	Net revenue[1]
Year ended 31 March 2025				
Agriculture RSA	**8 261**	**361**	**93**	**8 715**
Agriculture Rest of Africa	**2 200**	**8**	**—**	**2 208**
Agriculture International	**618**	**—**	**—**	**618**
Total Agriculture	**11 079**	**369**	**93**	**11 541**
Mining RSA	**3 674**	**59**	**276**	**4 009**
Mining International	**4 735**	**120**	**257**	**5 112**
Total Mining	**8 409**	**179**	**533**	**9 121**
Chemicals	**2 146**	**10**	**—**	**2 156**
Total Chemicals	**2 146**	**10**	**—**	**2 156**
Total	**21 634**	**558**	**626**	**22 818**
Year ended 31 March 2024 Restated[2]				
Agriculture RSA	8 387	352	84	8 823
Agriculture Rest of Africa	2 435	3	—	2 438
Agriculture International	542	—	15	557
Total Agriculture	11 364	355	99	11 818
Mining RSA	3 556	77	227	3 860
Mining International	4 067	94	268	4 429
Total Mining	7 623	171	495	8 289
Chemicals	2 099	13	—	2 112
Total Chemicals	2 099	13	—	2 112
Total	21 086	539	594	22 219

1 Net revenue excludes inter-company transactions eliminated on consolidation.

2 Restated following the disaggregation of the Agriculture International division into Agriculture Rest of Africa and Agriculture International. In addition, Agriculture Zimbabwe, which had previously been separately disclosed, has now been aggregated into Agriculture Rest of Africa.

Analysis of revenue per performance obligation per geographical segment:

Rm	Product	Transport	Services	Net revenue[1]
Year ended 31 March 2025				
Agriculture				
– South Africa	**8 258**	**360**	**93**	**8 711**
– Rest of Africa	**2 204**	**9**	**—**	**2 213**
– Rest of the world	**617**	**—**	**—**	**617**
Total Agriculture	**11 079**	**369**	**93**	**11 541**
Mining				
– South Africa	**4 641**	**85**	**273**	**4 999**
– Rest of Africa	**3 579**	**94**	**215**	**3 888**
– Rest of the world	**189**	**—**	**45**	**234**
Total Mining	**8 409**	**179**	**533**	**9 121**
Chemicals				
– South Africa	**2 000**	**4**	**—**	**2 004**
– Rest of Africa	**146**	**6**	**—**	**152**
– Rest of the world	**—**	**—**	**—**	**—**
Total Chemicals	**2 146**	**10**	**—**	**2 156**
Total	**21 634**	**558**	**626**	**22 818**
Year ended 31 March 2024				
Agriculture				
– South Africa	8 346	350	84	8 780
– Rest of Africa	2 475	5	—	2 480
– Rest of the world	543	—	15	558
Total Agriculture	11 364	355	99	11 818
Mining				
– South Africa	4 185	75	226	4 486
– Rest of Africa	3 212	96	197	3 505
– Rest of the world	226	—	72	298
Total Mining	7 623	171	495	8 289
Chemicals				
– South Africa	1 970	8	—	1 978
– Rest of Africa	125	5	—	130
– Rest of the world	4	—	—	4
Total Chemicals	2 099	13	—	2 112
Total	21 086	539	594	22 219

[1] Net revenue excludes inter-company transactions eliminated on consolidation.

Items of expenses and other income

for the year ended 31 March 2025

Analysis of expenses per segment:

Rm	Total Cost of sales	Administrative expenses	Distribution expenses	Impairment loss/(gain) on financial assets
Year ended 31 March 2025				
Agriculture RSA	**10 773**	**652**	**435**	**19**
Agriculture Rest of Africa	**2 715**	**111**	**112**	**66**
Agriculture International	**316**	**94**	**112**	**3**
Total Agriculture	**13 804**	**857**	**659**	**88**
Mining RSA	**4 506**	**387**	**323**	**5**
Mining International	**4 521**	**278**	**172**	**17**
Total Mining	**9 027**	**665**	**495**	**22**
Chemicals	**2 062**	**230**	**189**	**6**
Total Chemicals	**2 062**	**230**	**189**	**6**
Head office and eliminations	**(7 204)**	**258**	**—**	**—**
Total	**17 689**	**2 010**	**1 343**	**116**
Year ended 31 March 2024				
Agriculture RSA	10 683	577	526	25
Agriculture Rest of Africa	2 766	80	98	(1)
Agriculture International	342	78	103	—
Total Agriculture	13 791	735	727	24
Mining RSA	4 172	338	304	7
Mining International	3 836	248	135	8
Total Mining	8 008	586	439	15
Chemicals	1 986	179	203	10
Total Chemicals	1 986	179	203	10
Head office and eliminations	(6 411)	273	—	(3)
Total	17 374	1 773	1 369	46

Analysis of other income or expenses by segment:

Rm	Net forex & derivative gains and (losses)	Share of net profits in associates	Finance expenses	Finance income
Year ended 31 March 2025				
Agriculture RSA	**17**	**5**	**(130)**	**58**
Agriculture Rest of Africa	**(66)**	**—**	**(19)**	**1**
Agriculture International	**10**	**—**	**(1)**	**11**
Total Agriculture	**(39)**	**5**	**(150)**	**70**
Mining RSA	**(9)**	**—**	**(2)**	**1**
Mining International	**3**	**54**	**(2)**	**7**
Total Mining	**(6)**	**54**	**(4)**	**8**
Chemicals	**4**	**—**	**(6)**	**—**
Total Chemicals	**4**	**—**	**(6)**	**—**
Head office and eliminations	**(37)**	**—**	**(47)**	**36**
Total	**(78)**	**59**	**(207)**	**114**
Year ended 31 March 2024				
Agriculture RSA	49	5	(107)	67
Agriculture Rest of Africa	(25)	—	(6)	48
Agriculture International	2	—	(1)	10
Total Agriculture	26	5	(114)	125
Mining RSA	—	—	(2)	1
Mining International	(38)	32	(5)	5
Total Mining	(38)	32	(7)	6
Chemicals	4	—	(2)	—
Total Chemicals	4	—	(2)	—
Head office and eliminations	12	—	(81)	72
Total	4	37	(204)	203

Segmental review and prospects

Agriculture segment

	Net[1] revenue Audited 12 months 31 March 2025 Rm	Restated[2] Net[1] revenue Audited 12 months 31 March 2024 Rm	**Operating profit Audited 12 months 31 March 2025 Rm**	Restated[2] Operating profit Audited 12 months 31 March 2024 Rm	**Operating margin Audited 12 months 31 March 2025 %**	Restated[2] Operating margin Audited 12 months 31 March 2024 %
Agriculture RSA	**8 715**	8 823	**886**	694	**10.2**	7.9
Agriculture Rest of Africa	**2 208**	2 438	**(62)**	132	**(2.8)**	5.4
Agriculture International	**618**	557	**157**	128	**25.4**	23.0
Total Agriculture	**11 541**	11 818	**981**	954	**8.5**	8.1

1 Net revenue excludes intercompany transactions eliminated on consolidation.

2 Restated following the disaggregation of the Agriculture International division into Agriculture Rest of Africa and Agriculture International. In addition, Agriculture Zimbabwe, which had previously been separately disclosed, has now been aggregated into Agriculture Rest of Africa.

The Agriculture segment delivered a resilient performance during the period, despite operating in a challenging environment characterised by adverse weather conditions, supply chain and infrastructure constraints, currency volatility, and other economic headwinds. This performance was driven by strong results in Agriculture RSA and International divisions, partially offset by weaker performance in the Rest of Africa.

Omnia's differentiated Nutriology® model, which integrates scientific crop nutrition with specialised on-farm advisory services, continued to be a key driver of customer engagement and value creation in the South African market. The consistent delivery of high-quality products, customised solutions, and expert technical support further reinforced customer loyalty and supported a stronger sales performance. Favourable agronomic conditions, following the transition from El Niño to La Niña contributed to increased agricultural activity. Intensified marketing efforts and enhanced operational agility led to higher demand and volume growth. Despite the increase in fertilizer volumes, global pressure on commodity prices partially offset the increase in volumes sold.

The business continued to effectively navigate infrastructure and supply chain disruptions, supported by its integrated manufacturing facilities and supply chain, which ensured reliable customer supply, improved efficiencies and enabled volume growth.

The Rest of Africa division sales volumes were impacted by reduced commercial activity particularly in Zambia, as a result of severe drought conditions experienced in the SADC region. The drought adversely affected crop health and electricity generation, that led to currency depreciation and delayed debtor collections. In addition, the business faced broader macroeconomic challenges and shifting market dynamics across the region.

The global agricultural market continues to reflect a growing trend for sustainable farming practices including the use of biostimulants, which is particularly evident in developed markets. Agriculture International, delivered notable growth in biostimulant volumes and improved margins, driven primarily by new contracts and the recovery of two key customers, even as the business continues to develop its distribution capability in the US market. In Australia the business experienced strong volume growth, supported by robust domestic sales and increased exports. Brazil maintained resilient volume performance despite challenging drought conditions, benefiting from sustained demand from key customers. The Brazilian business was however impacted by the depreciation of the Real during the period. This was partly driven by macroeconomic effects linked to the severe drought, which weighed on investor confidence in the region.

The Agriculture segment reported a 2.3% decrease in revenue to R11 541 million (FY24: R11 818 million) as lower selling prices offset higher volumes. This was particularly acute in the SADC region due to drought conditions, heightened competition and changing market dynamics.

Operating profit for the year increased by 2.8% to R981 million (FY24: R954 million). Operating margins improved to 8.5% (FY24: 8.1%), driven by higher margin extraction in South Africa, supported by relatively stable albeit lower commodity prices, higher manufacturing output, and efficiency improvements in the Manufacturing and Supply chain capability. Margins were further supported by the strong performance of the International business, which continued to deliver healthy returns. In contrast, performance in the Rest of Africa was weaker, impacted by challenging economic conditions, foreign exchange movements, regulatory challenges and delayed debtor collection.

Net working capital decreased by 8.1% to R1 652 million (FY24: R1 798 million), driven primarily by good cash collections in South Africa and increased utilisation of supply chain finance.

During the year, the segment recorded an RCR of 0.33 (FY24: 0.06), reflecting a disappointing deterioration in safety performance. In response, targeted interventions have been implemented, including reinforcement of safety protocols, intensified training programmes, and increased management oversight. Safety and ESG continue to be business imperatives, with ongoing initiatives to reinforce safety and environmental awareness across all operations, in alignment with the Group's commitment to achieving zero harm.

Manufacturing and Supply Chain

The Manufacturing and Supply Chain (MOS) capabilities remained central to the Group's operational efficiency and long-term competitive advantage. These functions played a pivotal role in supporting customer-facing business segments by improving responsiveness, driving cost efficiency, and ensuring consistent product availability across key markets. Enhanced MOS capabilities contributed directly to higher sales volumes and more effective margin management throughout the Group.

Manufacturing operations maintained a strong focus on maximising plant output to enhance margins. Efforts centred on improving plant reliability and availability, as well as the optimal use of manufacturing inputs.

The ammonia value chain was strengthened by alternative sourcing strategies and investment in logistics infrastructure. Key enhancements to supply security included the increased utilisation of road and rail tankers and the commissioning of a new 5,000-tonne AN storage tank at the Sasolburg manufacturing complex. These initiatives ensured a reliable supply of ammonium nitrate-based products to the Group's extensive agriculture and mining customer network across the region. In addition, increased throughput and reliability in the nitric acid plants supported the strategic growth area of third-party ammonia derivatives and a further shift towards long-term contracts.

ESG initiatives continued to progress according to plan. An additional 5 MW of renewable energy capacity is scheduled for commissioning in FY26, which will bring the total annual renewable energy generation to approximately 30 000 MWh. This investment is expected to increase the proportion of self generated electricity used in operations to more than 50%.

The MOS capabilities remains well positioned to drive key strategic priorities, including cost competitive, reliable and sustainable production, improving return on capital and fostering innovation through targeted technology upgrades.

Agriculture RSA's net revenue decreased by 1.2% to R8 715 million (FY24: R8 823 million) due to lower average selling prices, partially offset by higher volumes. Operating profit for the period increased by 27.7% to R886 million (FY24: R694 million) due to strong margin extraction, increased manufacturing throughput and effective inventory price risk management. Operating margins increased to 10.2% (FY24: 7.9%).

Agriculture Rest of Africa's net revenue decreased by 9.4% to R2 208 million (FY24: R2 438 million) due to lower selling prices and increased competition. Operating loss for the year was R62 million (operating profit FY24: R132 million), due to deteriorating customer credit positions and foreign exchange impact. Operating margins decreased to (2.8)% (FY24: 5.4%).

Agriculture International's net revenue increased by 11.0% to R618 million (FY24: R557 million) due to higher volumes both from Australia and exports. Operating profit which includes the impact of mobilisation costs in the US increased by 22.7% to R157 million (FY24: R128 million). Operating margins improved to 25.4% (FY24: 23.0%).

Outlook

The outlook remains positive, supported by forecasts of improved agronomic conditions across key operating regions.

Manufacturing and supply chain capabilities continue to be critical enablers of operational delivery and customer service. In the year ahead, focus will remain on ensuring supply security through disciplined inventory management and proactive risk mitigation. Given the importance of the ammonia supply chain, specific emphasis will be placed on managing increased supplier risk, partly due to planned maintenance shutdowns. This is particularly significant in light of continued disruptions related to logistics and utility infrastructure constraints in South Africa.

Omnia's proprietary Nutriology® model remains central to its value proposition, delivering crop lifecycle solutions that aim to mitigate production risk and improve value creation for customers. This model continues to support efforts to defend and grow the core business, while enabling an enhanced and diversified product mix. In addition to leveraging its strong market presence and customer relationships, the Agriculture segment will continue to prioritise cost efficiency, operational discipline, and net working capital management to navigate margin pressures associated with soft commodity pricing and supply chain volatility.

In South Africa, demand is expected to remain resilient due to supportive agronomic conditions and favourable farming economics. The operating environment across the Rest of Africa remains complex, characterised by infrastructure limitations, and increasing market competition. In response, the Group will continue implementing operating model changes and pursue strategic initiatives to position these businesses more favourably. While a recovery in performance in the Rest of Africa is anticipated, the Group remains cautious about the evolving risks in these markets. Zambia continues to be a strategically important market and early indicators suggest an improvement over the prior period, supported by a more stable electricity outlook.

Agriculture International is expected to deliver growth through its expanding AgriBio offering, supported by an increase in global demand for sustainable agricultural practices. Growth will be underpinned by the expansion of the wholesale distribution footprint and expansion in volumes for both existing and new customers. The Group's continued investment in the US distribution capabilities also support the long-term international growth strategy.

Mining segment

	Net[1] revenue Audited 12 months 31 March 2025 Rm	Net[1] revenue Audited 12 months 31 March 2024 Rm	Operating profit Audited 12 months 31 March 2025 Rm	Operating profit Audited 12 months 31 March 2024 Rm	Operating margin Audited 12 months 31 March 2025 %	Operating margin Audited 12 months 31 March 2024 %
Mining RSA	**4 009**	3 860	**472**	419	**11.8**	10.9
Mining International	**5 112**	4 429	**657**	580	**12.9**	13.1
Total Mining	**9 121**	8 289	**1 129**	999	**12.4**	12.1

[1] Net revenue excludes intercompany transactions eliminated on consolidation.

The Mining segment delivered a robust performance against a challenging macro-economic environment, coupled with periodic adverse weather conditions in the last quarter and sustained infrastructure challenges in South Africa. Despite this, volumes in SADC continued to grow and the security of supply to customers was maintained. The segment's strategy to diversify earnings across commodities and internationally is yielding results with increased earnings from Indonesia, West Africa and SADC offsetting challenges experienced in Canada. In BME Metallurgy, performance remained strong with increased contributions from Namibia and ammonia derivatives sales.

Overall revenue increased by 10.0% to R9 121 million (FY24: R8 289 million) due to increased volumes, new contract wins and extensions in South Africa (in the iron ore, platinum, zinc and manganese sectors) and SADC (uranium sector in Namibia, and copper in Zambia). BME Metallurgy's higher revenue was driven by increased volumes, including ammonia derivatives sales. Operating profit rose by 13.0% to R1 129 million (FY24: R999 million) as a result of strong growth in RSA, Indonesia and West Africa, partially offset by the loss of a surface mine contract in Canada. Overall the operating margin increased to 12.4% (FY24: 12.1%) and remained above the segments's medium term guidance range of 10%-12%.

Mining maintained its RCR performance of 0.00 (FY24: 0.00) for the third consecutive year. This achievement is attributable to the positive safety culture engendered by our Safety for Life programme. Notwithstanding this performance the segment remains relentlessly focused on driving a safety culture.

The ERP system in key regions was upgraded successfully, which will improve the ability to support and drive operational efficiencies.

Mining RSA's sales volumes were marginally behind the prior year due to external challenges in the Eastern region with some coal mine closures and others going into care and maintenance. Volumes were also impacted by a declining diamond sector and excessive rainfall in the latter part of FY25. This was offset by successfully securing contract extensions and gaining new business in both surface and underground mines. Net revenue increased by 3.9% to R4 009 million (FY24: R3 860 million). Operating profit grew by 12.6% to R472 million (FY24: R419 million) driven by management actions undertaken which resulted in cost efficiencies, including an increase in used oil.

Mining International's net revenue increased by 15.4% to R5 112 million (FY24: R4 429 million) due to increased volumes in Zambia and Namibia, but offset against a lower ammonia price. Operating profit increased by 13.3% to R657 million (FY24: R580 million) supported by an increased contribution from Namibia and Indonesia, improved product mix in BME Blasting Solutions and BME Metallurgy and margin improvement in West Africa. In Zambia, despite experiencing a significant drought for most of the year which had an impact on electricity supply, volumes increased through organic growth and contract extensions. BME also secured new business across SADC in both the blasting solutions and Metallurgy businesses.

West Africa's volumes remained relatively consistent despite the winding down and exit from Burkina Faso due to security concerns. Continued focus on operational and commercial efficiencies contributed to an improvement in profit. The operations in Mauritania and Mali continued to perform well, despite localised instability in some regions which is being closely monitored.

The integration process with Indonesian partner MNK has progressed, with most contracts ceded into the JV. In addition, the JV successfully secured six new contracts since inception, including a metal mine as the business continues to focus on diversifying commodity exposure. The JV has a strong pipeline for new business and is bidding for additional opportunities with top tier metal mines. The introduction of dual salt emulsion and AXXIS™ detonators will improve efficiencies and reduce environmental impact.

In Canada, the loss of a surface mining contract in November 2024 and subsequent impairment of assets relating to the contract has impacted the profitability of the business. Despite this setback, the focus remains on executing against the market strategy and leveraging partnerships in the region. The Nairn facility is progressing well, with the AXXIS™ electronic detonator and non-electric detonator assembly lines commissioned and awaiting regulatory approval. This will also provide a platform for the export of detonators into the region.

The strategic partnership with Hypex Bio is advancing well with the hydrogen peroxide emulsion plant under construction and due for installation in the second half of FY26 at the Nairn facility in Canada. Trials are expected to commence in the latter part of FY26. Work is also underway to introduce this technology to other regions within BME's footprint. Hypex Bio are currently commercially blasting in Europe and continue to trial their technology on new mines in other territories. There is growing interest from global mining businesses to use this technology in order to address their ESG goals.

The segment has continued to pursue an organic growth strategy with infrastructure development in Australia. Good progress has been made on the set up of the AXXIS™ electronic detonator assembly plant in Kalgoorlie, Western Australia. The commissioning of the detonator line is expected in Q2 FY26, the first in the region. Planning is progressing for additional infrastructure in Eastern Australia. In addition, the business will continue to assess partnership opportunities to accelerate market penetration.

In BME Metallurgy, the rebrand and integration into BME has been completed successfully. The business has delivered a strong performance, despite some market pressure in the base and precious metals sectors, with some recovery in base metals seen in the latter part of FY25. This improvement was due to an optimised sales mix and an increase in sales volumes in Namibia. Additionally, the integrated manufacturing and supply chain capability supported increased ammonia derivatives sales to customers. Focus will remain on leveraging BME's international footprint in its primary markets for international growth.

Outlook

The Mining segment is well-positioned to continue to grow in its primary markets in Africa, North America and Asia Pacific.

The mining sector in South Africa is expected to remain under pressure, however the business will prioritise organic growth with existing and new customers. In SADC, mining volumes are anticipated to increase with greater market demand for uranium, copper, gold and green metals. In West Africa, the business will continue driving optimisation and efficiencies to deliver profitability and growth while closely monitoring any regional instability.

The Indonesian JV will continue to focus on gaining new business and diversifying across commodities while integrating into BME. In Australia, the detonator production facility will be commissioned during the year demonstrating BME's commitment to this important mining market. In Canada, the business remains focused on executing on its market strategy, and will ramp up both the electronic and non-electric detonator facilities allowing for supply into the region. The commissioning of the hydrogen peroxide emulsion plant in Nairn will be completed with trials commencing soon thereafter. This will be a significant milestone for BME and will set the foundation for the rollout of this technology into other primary markets.

Growing BME Metallurgy across the international footprint is firmly underway. The resurgence in the uranium market will continue to provide material growth opportunities in Namibia which BME is well positioned to capitalise on through long-standing relationships and reputation in this market. Expansion into other primary markets is expected to gain momentum.

Regional and technology partnering are strategic imperatives and will remain a key enabler to execute on BME's growth ambitions. By becoming more embedded in the mining blasting cycle, BME will continue to deliver greater value to customers by enhancing efficiencies across the value chain.

The segment remains confident that its focus on primary markets will enable it to seize emerging opportunities, adapt to a dynamic operating environment, and enhance competitiveness across key growth sectors. Its growth ambitions as a global, diversified mining solutions provider remain firmly in place. With well-defined strategic initiatives and integrated value propositions, the segment is well-positioned to continue delivering solid returns in the years ahead.

Segmental review and prospects continued

Chemicals segment

	Net[1] revenue Audited 12 months 31 March 2025 Rm	Net[1] revenue Audited 12 months 31 March 2024 Rm	Operating profit Audited 12 months 31 March 2025 Rm	Operating profit Audited 12 months 31 March 2024 Rm	Operating margin Audited 12 months 31 March 2025 %	Operating margin Audited 12 months 31 March 2024 %
Chemicals	**2 156**	2 112	**(133)**	11	**(6.2)**	0.5
Total Chemicals	**2 156**	2 112	**(133)**	11	**(6.2)**	0.5

[1] Net revenue excludes intercompany transactions eliminated on consolidation.

The **Chemicals segment** continued to face challenges in the operating environment in South Africa due to weak economic growth and demand. Globally the sector has been adversely affected by depressed global chemical prices, leading to reduced margins and low profitability. From a South African perspective, despite lower inflation and a decline in interest rates, the manufacturing sector remained subdued, resulting in low demand and slow order uptake. The impact of increased direct sales by global chemical manufacturers to end-users also weighed on the domestic market.

During FY25, the business continued to face a challenging operating environment, resulting in a strategic review, to restructure the business and rationalise product lines and infrastructure. The proposed restructuring is part of our ongoing efforts to adapt to market demands, ensure long-term business sustainability and position the Chemicals segment for future growth. The decision to implement this consultation process was not taken lightly and follows a comprehensive review of the business segment's operations aimed at addressing macroeconomic pressures, operational costs and the evolving business landscape.

The segment's net revenue increased by 2.1% to R2 156 million (FY24: R2 112 million) due to increased volumes, although sales prices were lower. The segment generated an operating loss for the year of R133 million (FY24: R11 million operating profit) as a result of lower sales margins and restructuring costs, and despite cost containment measures. The performance includes restructuring costs of R99 million that include severance payments, costs associated with closing sites as well as net realisable value adjustments to inventory due to the rationalisation of product lines. Net working capital declined to R421 million (FY24: R517 million) despite revenue being slightly higher, mainly due to managing inventory down for product lines being discontinued as part of the restructure, as well as efficient receivable collections.

The segment's commitment to safety remains steadfast, despite an increase in RCR to 0.17 (FY24: 0.00) in the current period as a result of a road accident.

Outlook

The operating environment is expected to remain challenging given the weak manufacturing sector in South Africa and global dynamics, including the introduction of global tariffs by the US. This is expected to dampen economic growth, which will likely adversely impact demand from the chemicals sector.

Following the strategic review of the segment and its restructure, the segment has been repositioned to better align with evolving market demands and ensure its long-term sustainability. This includes the rationalisation of infrastructure and product portfolios and integration of certain business lines into the broader Omnia Group. The restructure is expected to be completed within FY26. The year ahead is expected to be a significant transition year, in which non-core assets and business lines will be sold, capital released and returns improved.

Going forward, the Chemicals segment will prioritise growth in the profitable bulk traded business by leveraging the Group's existing strengths in Manufacturing and Supply Chain.

The Water Care business, while also profitable, is considered non-core and a formal sale process is underway. It is expected that this process should be completed in FY26.

Capital structure

The Group's debt facilities, which came into effect on 3 November 2023, include an accordion feature that allows for the general banking facilities to be increased during Omnia's peak working capital periods, being September to January. The facilities are spread across major banks locally and internationally and are broken down as follows:

- 12-month general banking facilities of R1 400 million (R2 400 million during peak period)
- 36-month revolving credit facilities of R1 000 million
- 12-month general banking facilities of USD40 million (USD60 million during peak period)

The Group has complied with the financial covenants of its borrowing facilities for the year ended 31 March 2025. The financial covenants are as follows:

- Net debt: Adjusted EBITDA < 3
- Interest cover ratio > 4

On 31 March 2025, the Group's interest cover ratio was 26 times and the Net debt: Adjusted EBITDA was (0.53)[1].

The board exercises careful consideration when making capital allocation decisions, prioritising value creation, enhancing diversification that aligns with Omnia's core operations and fortifying the Group's overall positioning. The accordion feature of the general banking facilities provides Omnia greater flexibility. The capital structure enables the Group to allocate capital to organic and inorganic opportunities as they arise, aligning with its strategic objectives of protecting and growing the core and expanding internationally in Mining and Agriculture.

[1] This represents a net cash position.

Other financial disclosure

South African Revenue Service dispute

On 17 June 2021, the Group received a finalisation of audit letter from SARS, indicating a possible upward adjustment to taxable income following the conclusion of a transfer pricing audit relating to the company's 2014 to 2016 years of assessment. Per the finalisation of audit letter, additional assessments resulting in a cumulative additional tax liability of approximately R415 million, interest of R365 million and understatement penalties of R165 million were levied.

Following a partial deferment of payment granted by SARS in November 2021, the Group made a payment of R207 million, with the balance of any potential liability deferred pending resolution of the matter. This payment will be offset against any final liability determined upon conclusion of the matter, with interest accruing on any surplus at SARS's prescribed rate.

The Group submitted an objection to the 2014 to 2016 assessments raised by SARS in November 2021, which SARS partially allowed on 30 September 2022. The partial allowance resulted in a marginal reduction in the additional tax liability and understatement penalties levied by SARS of approximately R1 million and R30 million respectively. The revised assessments continue to attract interest at a rate prescribed by SARS and amounted to approximately R514 million at 31 March 2025 (2024: R450 million).

On 9 December 2022, the Group submitted a notice of appeal to SARS's revised assessments, following which both parties agreed to partake in Alternative Dispute Resolution (ADR) proceedings, as an alternative mechanism for resolving the matter to formal litigation. ADR proceedings commenced during FY24, and is ongoing. While a final resolution to the matter has not yet been reached, the Group has engaged extensively with SARS throughout FY25 and anticipates that ADR proceedings, which are at an advanced stage, will conclude in the near term.

While the Group continues to prioritise resolution through the ADR process, it remains equally committed to securing an outcome that is fair to the company and its stakeholders. Should the ADR process not result in a satisfactory resolution, the Group will advance its appeal through the Tax Court.

The Group believes that any resolution would most likely be notably less than the additional tax liability assessed by SARS. The IFRIC 23 provision recognised continues to reflect management's best estimate, informed by the evolving status of the matter and the range of potential outcomes available to the Group in seeing the matter to resolution at each reporting period.

International tax reform - Pillar two model rules

On 24 December 2024, South Africa enacted the Pillar Two Model Rules through the promulgation of the Global Minimum Tax Act and the Global Minimum Tax Administration Act, which are retrospectively effective for companies with financial years commencing on or after 1 January 2024. Under this legislation, a South African parent company is required to remit top-up tax (in South Africa) on the profits of its subsidiaries that are subject to tax at an effective tax rate below 15%. Consequently, Omnia falls within the scope of the Pillar Two Rules for the year ended 31 March 2025.

The Group has assessed the income tax impact of the Pillar Two Model Rules, which falls within the scope of IAS 12 Income Taxes. Based on this assessment, the majority of the jurisdictions in which the Group operates qualified for transitional safe harbour relief, with the estimated income tax exposure relating to Pillar Two top-up tax for FY25 being R8 million.

The Group has applied the temporary exception issued by the IASB in May 2023 from the accounting requirements for deferred taxes in IAS 12. Accordingly, the Group neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

Tax on foreign currency transactions in Zimbabwe

In April 2023, Omnia Zimbabwe received an additional tax assessment from the Zimbabwe Revenue Authority (ZIMRA) relating to the 2020–2022 years of assessment. The assessment alleged non-compliance with income tax obligations on foreign-denominated sales, asserting that tax should have been paid in US Dollars rather than local currency (Zimbabwean Dollars). At the time, Omnia Zimbabwe had lawfully computed and settled its tax liabilities in accordance with the legislation then in force, as outlined in Public Notices 26 of 2019 and 49 of 2020, prior to the formal enactment of the relevant law in October 2022.

The company disputed the assessment, supported by expert advice from multiple sources, and filed an appeal with the High Court of Zimbabwe in FY25.

While the Group strongly disagreed with the basis of the assessment, the company elected to withdraw its appeal following a Supreme Court ruling in a similar matter that favoured ZIMRA. A without prejudice, out-of-court settlement was concluded with ZIMRA on 29 November 2024, with the total amount agreed at USD 3.2 million, inclusive of interest and penalties.

As at 31 March 2025, USD 2.7 million of the settlement had been paid, with the remaining balance of USD 0.5 million to be settled through monthly installments ending 31 July 2025. The matter is considered resolved and is not expected to have any further financial impact on the Group.

Other financial disclosure continued

Tax rate reconciliation

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits of the consolidated companies as follows:

%	Audited 12 months 31 March 2025	Audited 12 months 31 March 2024
Effective rate on taxation	**31.6**	31.7
Adjusted for:		
Non-deductible expenses	**(8.1)**	(4.0)
Non-deductible expenses and expenses of a capital nature[1]	**(3.6)**	(2.9)
Unrealised foreign exchange losses[2]	**(3.4)**	—
Other[3]	**(1.1)**	(1.1)
Controlled foreign company legislation imputation and Pillar Two top up tax	**(0.6)**	(3.7)
Exempt income[4]	**1.4**	0.6
Tax losses not recognised as deferred tax asset	**(3.1)**	(2.4)
Foreign tax rate differential[5]	**2.0**	2.6
Provisions under IFRIC 23 – Uncertainty over Income Tax Treatments	**2.8**	1.4
Special allowances[6]	**1.0**	0.5
Over provision prior year tax	**0.5**	0.3
Hyperinflation tax	**(0.3)**	0.1
Capital gains tax	**(0.2)**	—
Withholding tax	**—**	(0.1)
South African statutory rate	**27.0**	27.0

1 Non-deductible expenses and expenses of a capital nature include depreciation, consultation and legal fees, overseas travel and non-deductible employee expenses.

2 Unrealised foreign exchange losses of 0.3% were included in Other in FY24.

3 Other comprises mainly non-deductible interest and impairment of assets.

4 Exempt income mainly comprise of the share of results from joint ventures and disposal of assets.

5 The Group operates in 23 countries across the world which have statutory rates of tax between 3% and 32%. The tax reconciliation has been performed using the Omnia Holdings Limited statutory rate of 27% (FY24: 27%). The impact of the different tax rates applied to taxable (profits)/losses in foreign jurisdictions is disclosed as Foreign tax rate differential.

6 Special allowances include learnership allowances and energy efficiency savings.

Share Capital

The movement in capital is analysed as follows:	Ordinary shares Number of shares '000	Ordinary shares Share capital Rm	Treasury shares Number of shares '000	Treasury shares Capital value Rm	Treasury shares Net total Rm
Balance at 31 March 2023	169 052	3 534	(7 747)	(505)	3 029
Share-based incentive schemes transactions[1]	—	—	1 562	73	73
Share repurchase programme[2]	(3 928)	(300)	1 015	124	(176)
Balance at 31 March 2024	165 124	3 234	(5 170)	(308)	2 926
Share-based incentive schemes transactions[1]	**—**	**—**	**(332)**	**(36)**	**(36)**
Share repurchase programme[2]	**(2 639)**	**(172)**	**—**	**—**	**(172)**
Balance at 31 March 2025	**162 485**	**3 062**	**(5 502)**	**(344)**	**2 718**

1 For the Omnia 2020 performance share scheme, shares were purchased in the market for R136 million (FY24: R14 million). The number of shares purchased was 2.132 million shares at an average price of R63.71 per share (FY24: 0.221 million shares at an average price of R61.51 per share). Shares that vested during the year were 1.498 million shares at R79 million (FY24: 1.345 million shares at R60 million). Forfeited shares sold were 0.302 million shares at an average price of R69.65 (FY24: 0.437 million shares at an average price of R58.61).

2 For the share repurchase programme executed by Omnia Holdings Limited, 2.639 million shares at an average price of R65.15 (FY24: 2.913 million shares at an average price of R60.34) were repurchased from the open market and cancelled. No shares were repurchased by a subsidiary and no treasury shares were repurchased.

In FY24 1.015 million shares were repurchased (and subsequently cancelled) from Omnia Group (Pty) Ltd, a wholly owned subsidiary of the company at the original purchase price of R122.50 per share for the Group (R57.26 per share at an Omnia Holdings Limited company level).

Equity investment in Hypex Bio Explosives Technology AB (Hypex Bio)

On 9 October 2023, Omnia purchased B class shares equivalent to 9.96% of the total shareholding in Hypex Bio for a total purchase consideration of SEK 105 million (R184 million). The investment is held at fair value through other comprehensive income.

The assessment of the related fair value at year end was determined using a discounted cash flow model based on Hypex Bio’s projected cash flows discounted at the entity's specific pre-tax weighted average cost of capital. Significant judgement is involved to determine the future cash flows of the company based on current and future projects, as well as the type of products that can be sold to generate the expected future cash flows. Due to the company being a disruptive technology, in a early phase of market penetration, it is expected that it will grow its market share over the forecast period. Management calculated a valuation range based on a weighted probability with a midpoint value of R188 million. The current price paid for the investment approximates the valuation, and thus, management considers it appropriate to leave the fair value unadjusted at this early stage of commercialisation of the entity.

The assumptions used in the discounted cash flow valuation are as follows:

%	Annual rates	Sensitivity adjustment	Movement in valuation based on adjustment
Average gross margin percentage	49.8	(2)	(20)
Annual increase in expenses	25.6	5	(50)
Discount rate - weighted average cost of capital (pre-tax)	16.1	1	(38)
Terminal growth rate	3.8	(1)	(21)

Revenue growth rates for FY26 to FY36 range between 19% to 142%. Gross Margin ranges for FY26 to FY36 between 32% to 70% and annual increases in expenses ranges between 4% to 106% over the period.

Trade payables – supply chain financing

The Group has a supply chain finance facility with Standard Bank to improve its cash flow and working capital through extended payment terms. Suppliers elect to make use of the facility. The Group has applied judgement in assessing its supplier financing arrangements and the terms and conditions of its facility to determine whether the election by a supplier to use the facility alters the nature of the trade payable to that of a short term borrowing for disclosure purposes. Indicators which are taken into consideration in this judgment include whether the payment terms in the supply chain financing arrangement exceed the normal payment terms offered by the supplier and whether the rate of interest payable on the extended payment terms are more consistent with the general borrowing rates from financial institutions or with rates payable on overdue invoices from its suppliers.

As at 31 March 2025, the supply chain facility is R1 592 million (FY24: R1 690 million). R847 million (FY24: R727 million) of the balance owed to suppliers is considered to contain a finance element and therefore classified as a financing facility. This balance has been separately disclosed on the statement of financial position.

R745 million (FY24: R604 million) of the balance owed to suppliers who utilise the supply chain finance arrangement is considered to be trade and other payables and accordingly is classified within this line item. Suppliers classified as trade payables, grant payment terms between 30 to 120 days from statement date. Trade payables settled through the supply chain facility that are considered to contain a finance element, have payment terms ranging between 90 to 180 days.

Where the Group has entered into a supply chain financing arrangement, at the point that the debt is factored, the Group treats it as a non-cash transaction. Therefore these transactions are only reflected in the cash flow statement when there is an outflow of cash from the Group.

Assets classified as held for sale

Assets are classified as held for sale if its carrying amount will principally be recovered through a sale transaction rather than through continuing use, and a sale transaction is considered highly probable. Assets held for sale are measured at the lower of its carrying amount and fair value, less costs to sell.

In November 2024 a plan was approved by the Omnia Holdings board to restructure the Chemicals business, which included the sale of sites (Killarney Gardens and Wadeville) linked to product lines that are being discontinued, and the sale of the Water Care business as a going concern. The sites are being actively marketed for sale and engagements with potential buyers have started, with the sale of the Killarney Gardens site at an advanced stage of completion.

The sale of the Water Care business includes three sites; Mobeni in KwaZulu Natal, Blackheath in the Western Cape as well as a production plant located at Sasolburg in the Free State. The sale transaction has progressed to a due diligence stage, after which agreements will be concluded.

The Group is also in the process of selling properties located in Zimbabwe, which is actively being marketed, as well as mining project infrastructure in Canada that is expected to be concluded early in FY26.

Other financial disclosure continued

Assets held for sale continued

Rm	2025	2024
Chemicals Water Care sites and related plant and equipment	**64**	—
Chemicals storage and distribution sites with related plant and equipment	**109**	1
Mining project infrastructure in Canada	**59**	—
Agriculture Zimbabwe commercial stands	**3**	—
Total property, plant and equipment classified as held for sale	**235**	1
Inventory relating to the Chemicals Water Care business	**62**	—
Trade receivables relating to the Chemicals Water Care business	**46**	—
Total net working capital assets classified as held for sale	**108**	—
Total assets classified as held for sale	**343**	1

Rm	2025	2024
Trade payables relating to the Chemicals Water Care business	**(52)**	—
Provisions - related to sites to be sold	**(16)**	—
Total liabilities relating to assets classified as held for sale	**(68)**	—

The Segmental breakdown of net assets and liabilities held for sale is as follows:

Rm	2025	2024
Agriculture Rest of Africa	**3**	—
Mining International	**59**	—
Chemicals	**213**	1
Total	**275**	1

Employee share schemes

Omnia Performance Share Scheme

The Group's remuneration and nominations committee approved an employee share scheme to align the interests of its employees with those of the company's shareholders and attract and retain employees. The share scheme's intention is to remunerate employees through the issue of performance shares, retention shares, remuneration shares, sign-on shares and deferred bonus shares. Each of the different share awards contains specific performance conditions and vesting periods.

In total, 2 132 908 shares (FY24: 1 690 906) were awarded to participants during the financial year and are accounted for as equity settled with a fair value per share ranging between R63 to R76 (FY24: R56 to R68). The majority of the awards vest over a three-year period and are expensed over the vesting period. The current year share-based payment expense amounted to R91 million (FY24: R56 million).

Awards to be settled in cash issued to management with the same performance conditions as equity settled awards amounted to 183 121 (FY24: 193 222) awards with a fair value of R67 (FY24: R59) per award at year-end. The share-based payment expense related to these awards amounted to R6 million (FY24: R3 million).

Omnia Broad-based Employee Share Scheme

The Omnia Broad-based Employee Share Scheme intends to create ownership of Omnia for all eligible employees within Omnia. Employees eligible to participate in the scheme are intended to benefit from the growth in value of the Omnia share price during the execution of the Group strategy. Employees who are recipients of performance shares as per the Omnia 2020 Performance Share Scheme (mainly executives and senior management) are not eligible to participate in this scheme.

No additional shares have been purchased in the current year. The first tranche of shares which were awarded in FY22, totalling 737 102 shares, vested on 2 September 2024. The share-based payment expense relating to this scheme for the year is R6 million (FY24: R16 million).

Fair value measurements

Derivative financial assets and liabilities are classified at fair value through profit or loss and are initially recognised at the fair value of the consideration given or received. These assets and liabilities are subsequently remeasured at fair value. Transaction costs, where applicable, are expensed in profit or loss. Gains or losses arising from changes in the fair value of derivatives are recognised in other operating income or other operating expenses in profit or loss in the period in which they arise. Financial assets and liabilities are derecognised when the respective right or obligation to cash flows has expired, has been settled or the Group has transferred all the risks and rewards of ownership substantially.

During the current period, derivative financial assets of R11 million (FY24: R1 million) and derivative financial liabilities of R7 million (FY24: R1 million) were classified as level 2 of the fair value hierarchy. All significant inputs required to fair value derivative instruments are observable market data and therefore are included in level 2 of the fair value hierarchy.

Fair value measurements continued

The contingent consideration arising following the purchase of an investment in a joint venture is a level 3 financial instrument. The total value of this liability carried at fair value is R23 million (FY24: R50 million). Investment held in an insurance cell captive is included in level 3 of the fair value hierarchy and increased to R44 million (FY24: R17 million).

The carrying value of all other financial assets and liabilities is measured at amortised cost which approximates the fair value due to the short-term nature.

Related parties

The Group entered into transactions and has balances with joint ventures, joint operators and directors as follows:

Rm	**Audited 12 months 31 March 2025**	Audited 12 months 31 March 2024
Compensation paid to key employees and personnel[1]	**56**	138
Sale of goods	**45**	35
Purchase of goods	**95**	118
Finance income	**1**	2
Trade and other receivables	**17**	14
Trade and other payables	**25**	39
Borrowings[2]	**158**	145

[1] The remuneration and nominations committee approved a bonus pool range to be paid to executives, prescribed officers and other employees which was accrued for in the consolidated annual financial statements for FY24. Subsequent to the issue of the FY24 consolidated annual financial statements, the allocation mechanism was finalised and these amounts were paid to the respective individuals. The disclosure has been updated to include these allocations.

[2] Relates to non-controlling interest for BME Mining Canada Inc. The loan has no repayment terms.

Contingent liabilities

Legal proceedings

The Group is currently involved in various legal proceedings and, through its legal counsel, assessing the potential outcome of these proceedings on an ongoing basis. As proceedings progress, management makes provision in respect of legal proceedings where appropriate. Litigations, current or pending, are not likely to have a material adverse effect on the Group.

Tax investigations

The Group is currently subject to tax investigations by revenue authorities across several jurisdictions.

The Group is in the process of providing relevant material requested by the respective revenue authorities and assessing the potential outcome of the investigations. As these investigations progress, and where considered appropriate, management makes provision for any expected tax and related expenditure that may result from the investigations. The Group has experienced limited progress in respect of certain tax investigations in recent years.

Events after the reporting period

Dividends declared

The board has declared a final gross cash dividend of 400 cents per ordinary share totalling R649 million and a special gross cash dividend of 275 cents per ordinary share totalling R446 million, payable from income in respect of the year ended 31 March 2025.

Shares repurchased subsequent to year end

Under the Group's share repurchase programme executed by Omnia Holdings Limited, a total of 187 436 shares at an average price of R64.65 (totaling R12 million) were repurchased subsequent to 31 March 2025 up to 9 June 2025. The shares repurchased have subsequently been cancelled. No shares were repurchased by a subsidiary and no treasury shares were repurchased.

US tariff change

The Group continues to monitor international trade developments, particularly policy updates from the US which has announced global revisions to import tariffs for goods destined to the US. These developments have created uncertainty surrounding the renewal of the African Growth and Opportunity Act (AGOA), which has historically provided preferential access for a wide range of products from select African countries – including South Africa.

The company does not anticipate a material impact to its Mining segment. Key mineral groups such as PGMs, coal, gold, manganese, and chrome have been exempted from the latest US tariffs (as at 9 June 2025). These commodities represent a significant portion of our customers' mining exports to the US and are expected to remain competitive in global markets. The Agriculture segment may face some exposure to US tariff changes, with a likely impact to those customers who export to the US market. However, South Africa's agriculture sector benefits from a diversified export base (in addition to significant local consumption), providing some relief should the US market become less economically viable for our customers.

Management continues to closely track geopolitical and trade developments and their macroeconomic impact on commodities, sectors, and our operating markets. The Group will proactively adapt its risk assessments and strategic planning as significant developments emerge.

Basis of preparation

The summarised consolidated financial statements are prepared in accordance with the JSE Listings Requirements for summary financial statements and the requirements of the Companies Act 71 of 2008 of South Africa applicable to summary financial statements.

The summarised consolidated financial statements are prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS®[1] Accounting Standards as issued by the International Accounting Standards Board (IASB) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and the Financial Pronouncements as issued by the Financial Reporting Standards Council (FRSC), and to also contain the information required by IAS 34 *Interim Financial Reporting.*

The accounting policies applied in the consolidated financial statements, from which the summary consolidated financial statements were derived, are in accordance with IFRS Accounting Standards and are consistent with those accounting policies applied in the preparation of the consolidated audited financial statements for the year ended 31 March 2025. The Group has assessed new and amended standards applicable to the Group and no material impact has been noted.

The summary consolidated financial statements should be read in conjunction with the consolidated financial statements for the year ended 31 March 2025, which have been prepared in accordance with IFRS Accounting Standards and the Companies Act 71 of 2008 of South Africa.

A copy of the full set of the audited consolidated financial statements is available for inspection from the company secretary or can be downloaded from the website: https://omnia.co.za/media/omnia-audited-consolidated-annual-financial-statements-FY2025.pdf. A copy may also be requested via email to omniaIR@omnia.co.za.

The preparation of these summarised financial results and the consolidated financial statements was supervised by the finance director, S Serfontein CA(SA). The board takes full responsibility for the financial results as presented.

The Group's auditor, Deloitte & Touche (Deloitte), has issued its unmodified opinion on the Group's consolidated financial statements for the year ended 31 March 2025. The auditor's report sets out a key audit matter, being the accounting for uncertain tax positions.

The audit was conducted in accordance with International Standards on Auditing. These financial results have been derived from the audited Group annual financial statements and are consistent in all material respects with the audited Group annual financial statements. Any reference to future financial performance included in this announcement has not been audited or reported on by Deloitte. Refer to page 51 of this report for the independent auditor's report on the summary financial statements.

In determining the appropriate basis of preparation of the financial statements, the directors are required to consider whether the Group can continue to operate for the foreseeable future. At the date of approving consolidated financial statements, the directors have satisfied themselves that the Group is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors concluded that the going concern assumption is an appropriate basis of preparation for these financial statements.

Dividend

The Group aims to maintain a headline earnings per share cover ratio of between 1.5 – 2.5.

The board has declared a final gross cash dividend of 400 cents per ordinary share totalling R649 million, payable from income in respect of the year ended 31 March 2025.

In addition the board has declared a special gross cash dividend of 275 cents per ordinary share totalling R446 million, payable from income in respect of the year ended 31 March 2025.

The number of ordinary shares in issue at the date of this declaration is 162 297 200 (including 5 502 554 treasury shares held by the Group). The gross dividend is subject to local dividends tax of 20% for those shareholders to whom local dividends tax is applicable. The resultant net final ordinary dividend amount for the year ended 31 March 2025 is 320 cents per share for those shareholders subject to local dividends tax, and 400 cents per share for those shareholders not subject to local dividends tax. The net special dividend amount is 220 cents per share for those shareholders subject to local dividends tax and 275 cents per share for those shareholders not subject to local dividends tax. The company's tax reference number is 9400087715.

The salient dates for the final dividend are as follows:

Last day to trade cum dividend	Tuesday, 12 August 2025
Shares trade ex-dividend	Wednesday, 13 August 2025
Record date	Friday, 15 August 2025
Payment date	Monday, 18 August 2025

Share certificates may not be dematerialised or materialised between Wednesday, 13 August 2025 and Friday, 15 August 2025, both dates inclusive.

Board of directors

Changes to the board of directors for the period:
- A Ellis resigned as company secretary to the board effective 6 August 2024; and S Mdluli was appointed as company secretary to the board effective 1 November 2024.

T Eboka
Chair

T Gobalsamy
Chief executive officer

S Serfontein
Finance director

9 June 2025

Independent auditor's report on summary financial statements

To the shareholders of Omnia Holdings Limited

Opinion

The summary consolidated financial statements of Omnia Holdings Limited, which comprise the summary consolidated statement of financial position as at 31 March 2025, the summary consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and related notes, are derived from the audited consolidated financial statements of Omnia Holdings Limited for the year ended 31 March 2025.

In our opinion, the summary consolidated financial statements included on pages 10 to 28 and pages 38 to 50 are consistent, in all material respects, with the audited consolidated financial statements of Omnia Holdings Limited, in accordance with the requirements of the JSE Limited Listings Requirements for summary financial statements, set out in notes to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa, as applicable to summary financial statements.

Other matter

We have not audited future financial performance and expectations by management included in the accompanying summary consolidated financial statements and accordingly do not express any opinion thereon.

Summary consolidated financial statements

The summary consolidated financial statements do not contain all the disclosures required by the IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa as applicable to annual financial statements. Reading the summary consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements of Omnia Holdings Limited and the auditor's report thereon.

The audited consolidated financial statements and our report thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 9 June 2025. That report also includes the communication of a key audit matter as reported in the auditor's report of the audited financial statements.

Directors' responsibility for the summary consolidated financial statements

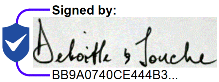
The directors are responsible for the preparation of the summary consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for summary financial statements, set out in the basis of preparation note to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

Independent auditor's report on summary financial statements continued

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

Auditor's responsibility

Our responsibility is to express an opinion on whether the summary consolidated financial statements are consistent, in all material respects, with the consolidated audited financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), Engagements to Report on Summary Financial Statements.



Deloitte & Touche
Registered Auditors
Per: Thega Marriday
Partner

9 June 2025

5 Magwa Crescent
Waterfall City
Waterfall
2090
Johannesburg
South Africa

Background information

Agriculture

Mining

Chemicals

Omnia is a diversified chemicals group that supplies chemicals and specialised services and solutions to the agriculture, mining and chemicals application industries. Using technical innovation combined with intellectual capital, Omnia adds value for customers at every stage of the supply and service chain. With its vision of leaving a Better World, the Group's solutions promote the responsible use of chemicals for health, safety and a lower environmental impact, with an increasing shift toward cleaner technologies.

Omnia's corporate office is based in Johannesburg, South Africa and its main production facility is in Sasolburg, some 70 kilometres south of Johannesburg. At 31 March 2025, the Group had a physical presence in 23 countries and operations extending into the African continent, including South Africa, with additional focused operations in Australasia, Brazil, Indonesia, North America and China.

Executive directors:
T Gobalsamy (chief executive officer)
S Serfontein (finance director)

Non-executive directors:
T Eboka (chair), Prof N Binedell, R Bowen (British), G Cavaleros, S Mncwango, T Mokgosi-Mwantembe, W Plaizier (Dutch), R van Dijk

Company secretary:
S Mdluli

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Email: omniaIR@omnia.co.za

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omnia@tip-offs.com

Transfer secretaries:
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Telephone: +27 86 154 6572

Sponsor:
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Wierda Valley, Sandton, 2196
Postal address: PO Box 522606
Saxonwold, 2132
Telephone: +27 11 722 3050

Auditors:
Deloitte & Touche
5 Magwa Crescent, Waterfall City, 2090
Telephone: +27 11 806 5000

Forward-looking statements

Throughout this report there are certain statements made that are "forward-looking statements". Any statements preceded or followed by, or that include the words "forecasts", "believes", "expects", "intends", "plans", "predictions", "will", "may", "should", "could", "anticipates", "estimates", "seeks", "continues", or similar expressions or the negative thereof, are forward-looking statements.

By their nature, forward-looking statements are speculative and allude to known and unknown risks, opportunities, macro-economic issues and any factors that could cause the actual results, performance or achievements of the Group to be materially different from the future results, performance or achievements expressed or implied by such forward-looking statements.

Forward-looking statements are not guarantees of future performance and reflect the Group's view at the date of publication of this report. The Group is not obliged to publicly update or revise these forward-looking statements for events or circumstances occurring after the date of publication of this report. Any forward-looking statement contained herein based on current trends and/or activities of the Group should not be taken as a representation that such trends or activities will continue in the future. No statement in this document is intended to be a profit forecast or to imply that the earnings of the Group for the current year or future years will necessarily match or exceed the historical or published earnings of the Group.

Forward-looking statements should not be relied on because they involve uncertainties and known and unknown risks, which risk factors are described throughout the commentary in this report, and include economic, business and political conditions in South Africa and elsewhere.

R&A

STRATEGIC COMMUNICATIONS

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