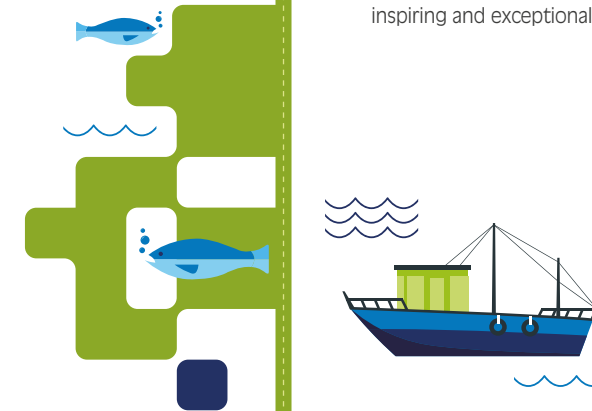


## OUR JOURNEY TO INNOVATIVELY SUSTAINING THE FUTURE

Our O&L 2025 Breakthrough strategy through which our people bring to life the O&L Persona, rests on three strategic pillars and is further cemented by our Purpose, our values and our vision. One of our pillars states that we own the future, create new realities and enjoy this journey.

This year's annual report reflects our journey of innovatively sustaining the future in everything we do. From sustainable packaging and an innovative digital suggestion box to Inspire Rejuvenation sessions for our valued employees and sustainable energy innovation – we live and breathe breakthrough which will enhance our standing as a world-class, organisation of excellence, which owns the whole and is a force for good.

Join the O&L world on this exciting journey as we make use of immersive technologies such as augmented reality (AR). Together we will experience the world with a new perspective and in turn engage you, our valued stakeholder, in ways that are impactful, inspiring and exceptional.



### SEE THE COVER COME TO LIFE!

- 1 Scan the QR code below with your cellphone or tablet
- 2 "Ol.na" will ask for access to your camera. Select allow.
- 3 Go back to the front cover and hover your camera over the O&L Logo.
- 4 Engage in the O&L experience!



# ABOUT THIS REPORT

Ohlthaver & List Finance and Trading Corporation Limited (Ohlthaver & List Group, O&L, OLFITRA or the Group) is Namibia's largest privately held Group of Companies. This 2023 Integrated Annual Report (the report) covers the financial year from 1 July 2022 to 30 June 2023 (the year or FY2023). Unless otherwise stated, all information in this report pertains to the current financial year. The report covers all operations as set out in our profile on pages 6 and 7. It provides a holistic, concise view of the social, environmental and economic factors affecting the Group's ability to create, preserve and mitigate value erosion over the short, medium and long term.

The report is aimed at our stakeholders, listed on pages 58 & 59.

Our integrated reporting approach and structure allow for the comparability of financial and non-financial data. Any restatement of comparable information has been noted as such. The Group applied materiality to information gathered during data collection and Board and management interviews.

The Group considered the below frameworks and reporting requirements when compiling this report:

- Corporate Governance Code for Namibia (NamCode), based on the King Report on Corporate Governance in South Africa, 2009 (known as King III)
- The United Nations (UN) Sustainable Development Goals (SDGs)
- Namibian Companies Act, No 28 of 2004, amended 2011
- International Financial Reporting Standards

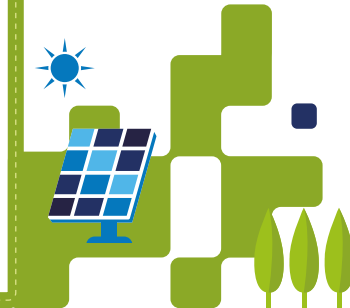
## FORWARD-LOOKING STATEMENTS

This report contains statements that are or may be forward-looking. By nature, these statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. The Group cautions readers not to rely on forward-looking statements, as they do not guarantee future performance.

## BOARD APPROVAL

The Board identified and approved the matters and information for inclusion in this report. It considered the relative importance of matters regarding their known or potential effects on the Group's ability to create value for stakeholders.

The Board, assisted by the Audit and Risk Committee, is ultimately responsible for the integrity and completeness of this report. The Board applied its collective mind to preparing and presenting the report and approved it on 26 October 2023.



# CONTENTS

04

ABOUT THIS REPORT

06

OUR PROFILE AND HISTORY

10

OUR PURPOSE AND STRATEGY

12

EXECUTIVE CHAIRMAN AND CHIEF EXECUTIVE OFFICER'S REPORT

16

OUR FINANCIAL REVIEW

20

OUR OPERATIONAL REVIEWS

52

OUR COMMITMENT TO SUSTAINABILITY, GOVERNANCE AND RISK

76

OUR GOVERNANCE STRUCTURES

86

TEN YEAR REVIEW

88

VALUE-ADDED STATEMENT

90

NOTICE TO SHAREHOLDERS

91

PROXY FORM

92

GROUP REFERENCE INFO

Please visit [www.ol.na](http://www.ol.na) to view our financial statements.

# OUR PROFILE

OUR PURPOSE

Creating a future, enhancing life

OUR VISION

To be a catalyst for positive change, creating new realities and fulfilling dreams

The O&L Group of companies is proudly rooted in Africa. As Namibia's largest privately held group, we contribute 3.9% to gross domestic product (GDP). The Group emerged from the early Ohlthaver & List Bank Kommission partnership between Hermann Ohlthaver and Carl List in 1919. Our head office is located in Windhoek, Namibia.

SUBSIDIARIES

FISHING AND AQUACULTURE



Hangana Seafood (Proprietary) Limited (95.17%)

FRESH PRODUCE



Namibia Dairies (Proprietary) Limited (98.1%)



Windhoek Schlachtereij (Proprietary) Limited (91.7%)



Hartlief Corporation Limited (81.0%)



O and L Fresh (Proprietary) Limited (98.1%)



O&L Leisure (Proprietary) Limited (98.1%)

HOSPITALITY

PROPERTIES



Broll and List Property Management (Namibia) (Proprietary) Limited (50.1%)

Wernhil Park (Proprietary) Limited (100%)

Central Properties (Proprietary) Limited (100%)

WUM Properties (Proprietary) Limited t/a O&L Properties (98.1%)

O&L Project Management (Proprietary) Limited (100%)

RETAIL



WUM Properties (Proprietary) Limited t/a Pick n Pay (98.1%)

CENTRALISED SERVICES



Ohlthaver & List Centre (Proprietary) Limited (100%)

ENERGY



O&L Nexentury Green Infrastructure Solutions (Proprietary) Limited (100%)

Organic Energy Solutions (Proprietary) Limited (75%)

ENGINEERING



Kraatz (Proprietary) Limited (98.32%)

O&L BrandX, a division of O&L Centre Limited (100%)

O&L Nexentury GmbH (51%)

ASSOCIATE

INFORMATION TECHNOLOGY



Dimension Data Namibia (Proprietary) Limited (51%)

JOINT VENTURE

CONSUMER ENGAGEMENT



Brandtribe (Proprietary) Limited (50%)

ENERGY



Cleanergy Solutions Namibia (Proprietary) Limited (51%)

KEY FACTS ABOUT O&L



5 626 employees



N\$ 4 328 540 revenue which decreased from the previous financial year due to discontinued operations



18 major subsidiaries representing 12 sectors of the economy



We positively contribute to 14 UN SDGs. Refer to the sustainability section for more on the SDGs



53.6% of our procurement spend goes to local enterprises



Only 64% of our water use is dependent on conventional sources

# HISTORY

1919

Hermann Ohlthaver and Carl List form Ohlthaver & List Bank Kommission partnership.

1920

O&L Group acquires Klein Windhoek Brauerei, Felsenkeller Brauerei, Omaruru Brauerei and Kronen Brauerei to form South West Breweries (known today as NBL).

1923

Ohlthaver & List Bank Kommission partnership changes to Ohlthaver & List Limited on 13 May.

1937

O&L Group acquires the Midgard and Okatjemise farms, on which the current Midgard Country Estate is situated.

1965

Carl List Haus (current Alexander Forbes House) is erected.

1965

O&L Group acquires controlling majority over Model Supermarkets Retail Chain.

1968

O&L Group forms a fishing company called Consortium Fisheries Limited and commences operations.

1969

O&L Group acquires Kraatz Welding and Engineering Works from R. Kraatz.

1979

O&L Group acquires controlling shares of Windhoek Schlachtereij.

1988

Construction of Mokuti Lodge commences outside Etosha Game Park.

1989

Construction of Wernhil Park shopping complex commences.

1996

Namibia Breweries Limited is listed on the Namibian Stock Exchange.

1997

Namibia Dairies (Proprietary) Limited is founded after the merger of Rietfontein with Bonmilk.

1997

Via a merger between Consortium Fisheries Limited and Kuiseb Fish Products (Proprietary) Limited, Hangana Seafood (Proprietary) Limited is established.

1997

O&L Group enters into a franchise agreement with Pick n Pay South Africa.

1999

O&L Group centralises its ICT function by creating an ICT Holding company, which later enters into a partnership agreement with Dimension Data.

2003

O&L Group forms a property management portfolio called Broll and List Property Management Namibia (Proprietary) Limited.

2003

Standard Bank Centre, also referred to as Town Square, is finalised.

2006

Hangana Seafood (Proprietary) Limited opens its value-added factory in Walvis Bay.

2006

O&L Group and Dimension Data Middle East and Africa establish a partnership called Dimension Data Namibia (Proprietary) Limited.

2009

Namibia Dairies (Proprietary) Limited opens the modern !Aimab Superfarm near Mariental.

2010

The List Trust Company enters into a broad based black economic empowerment transaction with EPIA Investment Holdings.

2012

The creation of O&L Energy (Proprietary) Limited.

2013

The creation of the Group's own leisure management company, O&L Leisure (Proprietary) Limited.

Weathermen & Co. Advertising (Proprietary) Limited launches.

2015

New Strand Hotel opens.

2019

Wernhil Park Phase 4 Presidential Inauguration.

2020

Hartlief acquisition.  
Acquisition of O&L Nexentury GmbH (formerly Cronimet Mining Power Solutions GmbH) – first German subsidiary.

2021

O&L Fresh is established.

2022

Cleanergy Solutions Namibia (a joint venture between O&L Group and CMB TECH) launches a Green Hydrogen Pilot Plant.

2023

O&L Europe established and based in Germany.  
NBL is sold to HEINEKEN.

OUR PURPOSE:

CREATING A FUTURE,  
ENHANCING LIFE

LIVE THE VALUES | LEAD GROWTH | TAKE BOLD STANDS | CAUSE ALIGNMENT  
BE AUTHENTIC | INSPIRE INNOVATION | DELIVER EXTRAORDINARY RESULTS

2025 BREAKTHROUGH  
STRATEGY

A CATALYST FOR POSITIVE CHANGE,  
DELIVERING NEW REALITIES,  
FULFILLING DREAMS

Leading Genius | Global Top 25 GPTW | 10 000 Employment Opportunities Secured | N\$ 4 Billion EBIT

EVERYONE LEADING, EVERYONE MAKING A POSITIVE IMPACT	ENGAGING PEOPLE, ENGAGING EXPERIENCES	OWNING THE FUTURE, CREATING NEW REALITIES, ENJOYING THE JOURNEY
Everyone matters. Everyone's contribution matters.	All stakeholders purposefully engaged.	Lasting relationships, sustaining the future.
Everyone enjoys the benefits of leading their life.	Everyone appreciated, recognised and valued.	Everyone operating in Genius, having fun, bringing out the best versions of themselves.
Always learning, learning from everyone, open to new possibilities.	Free to serve, owning the whole.	Creating new-to-world outcomes.
Unleashing the unlimited potential in everyone.	Delivering beyond expectations.	A culture of continuous innovation, anything is possible.

Let's talk | Let's do it | Hooked on results | Naturally today for tomorrow | We grow people | We do the right things right | We all serve

OUR STRATEGY

O&L GROUP BREAKTHROUGH STRATEGY

To realise our dreams and fulfill our Purpose of "Creating a future, enhancing life", the Vision 2025 Breakthrough Strategy "to be a catalyst for positive change, delivering new realities and fulfilling dreams" was designed in the 2020 financial year to amplify our socio-economic impact through purposeful leadership. It serves as a powerful complement to our overall mission as a business.

At the core of our Breakthrough Strategy lies our valued employees. As we developed this strategy, we realised that unleashing the unlimited potential of all our people within the organisation is crucial for our success. By unlocking the best versions of ourselves, we tap into the power of collective effort, which drives us to create amazing experiences and take ownership of the present and the future. Throughout this journey, we prioritise enjoyment and fulfilment in our endeavours.

To ensure that we remain on track, measuring our success is vital. We use a set of Vision Metrics, which include Leading Genius, Global Top 25 Great Place to Work, 10 000 Employment Opportunities, and an EBIT of N\$4 billion by 2025, all while staying grounded in our values.

Our progress and performance against these metrics are shared annually with the Board and quarterly with the Top Leadership Teams (TLT). The Chairman's Committee also engages in monthly reporting, feedback sessions, and collaboration with the various Senior Leadership Teams (SLT) to foster joint ownership of our deliverables. Through these structured practices, we maintain alignment with our vision and ensure we actively work towards our aspirations.

LEADING GENIUS

We re-introduced the O&L Leading Genius Programme to all TLT members to embark on finding and leveraging their Genius. We define Genius as the unique brilliance that exists inside every person that leads to your most exceptional accomplishments. It is the language used, the thinking process applied, and the action taken when you operate at your very best. By harnessing the power of an individual's best thinking, they will learn to operate from it more consistently and use it to address challenges in their life, enabling them to be the best they can be and achieve success every time.

The O&L Leading Genius Programme is a comprehensive process that takes all TLT members through a journey of unlocking this unique thinking and realising their personal maxims (saying/truism) that assisted them in achieving breakthroughs or success in the past. The programme is designed to keep this thinking alive for all leaders through quarterly practice sessions to enable them to lead from their Genius consistently.

10 000 EMPLOYMENT OPPORTUNITIES SECURED

An increase in inflation, interest rates and fuel prices and its effect on transport and subsequent input costs of major commodities has added to Namibia's high cost of living. With food security under pressure, there is a significant impact on the livelihoods of especially lower-income households. Economic growth has been slow for several years, and the unemployment rate remains high.

As a responsible corporate citizen and as part of Vision 2025, O&L has resolved to secure 10 000 job opportunities by 2025. We intend to take all measures to secure our employees' jobs in these difficult economic conditions. We will continue to create job opportunities within O&L and contribute to creating indirect employment opportunities.

Our average workforce complement (permanent and temporary) during the reporting period was 5 626 compared to 6 389 at the end of the previous reporting period. The decrease was mainly due to NBL exiting the Group during the last quarter of the financial year. O&L provided approximately 1 270 employment opportunities to permanent contractors rendering services at various operating sites – mainly security, logistics, construction projects and cleaning personnel.

The total number of jobs secured by the Group is thus approximately 7 333 at the end of 2023 (2022: 7 600). This excludes opportunities created for suppliers of products and services.

VISION 2029

Over the past four years, the world and landscape of our businesses have changed substantially, and this requires us to do the same. In being truthful and authentic about the current reality of our businesses, we have made the decision to re-evaluate our group strategy and our vision.

We have been immensely impacted by the restrictions and effects of the COVID-19 pandemic and we have faced numerous challenges group-wide. In addition, the sale of Namibia Breweries Limited changed the group's structure.

The road to Vision 2025 was remarkable as we witnessed considerable milestones and achievements, but we also experienced significant challenges. In the next few months we will formulate and design Vision 2029.



# EXECUTIVE CHAIRMAN AND CHIEF EXECUTIVE OFFICER'S REPORT

## GLOBAL CONTEXT

As we lead Namibia's largest privately owned Group of Companies, we find ourselves not only as participants in the global economy but also as stewards of a business culture that is deeply rooted in purpose and values. Amid the intricacies of the interconnected world economy, we are optimistic about the future, where the first green shoots of recovery are beginning to emerge.

These past few years have borne witness to formidable challenges and disruptions that have reverberated through economies worldwide. The COVID-19 pandemic has cast a long shadow, leaving indelible imprints on societies, businesses, and financial systems globally. Our supply chains faltered, labour markets trembled, and consumer behaviour underwent seismic shifts, yielding economic contraction and an aura of uncertainty. Nevertheless, within these trials, we witnessed remarkable resilience, adaptability, and innovation flourished. The human spirit endured, and we have seen communities united, government(s) implemented stimulus measures, and businesses metamorphosed to navigate the crisis.

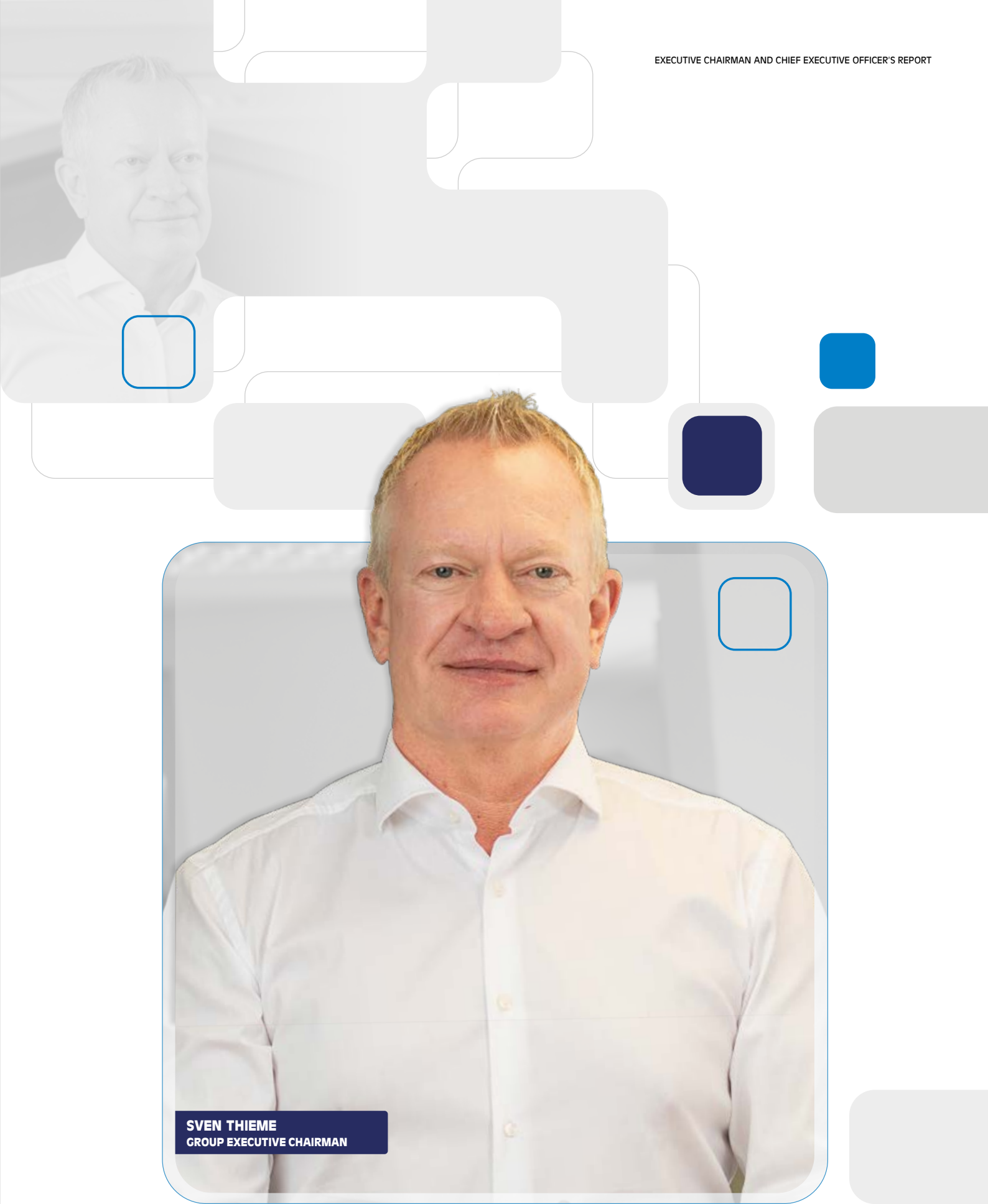
To cultivate a sustainable and all-encompassing recovery, government, businesses, and individuals must work together. Targeted investments in infrastructure, education, and healthcare must serve as the foundation of resilient societies. Our operations must be imbued with sustainable practices and conscientious business strategies, nurturing the well-being of both our people and our planet. As (business) leaders, our compass points towards innovation, agility, and adaptability. The compass heading demands our embrace of digital transformation, investment in nascent technologies, and cultivating a proficient workforce are crucial for navigating the ever-evolving global terrain.

## A NEW CHAPTER

Venturing into the heart of the O&L Group and its multifaceted operations, the past year has etched an indelible testament to our resilience, adaptability, and unity. We ventured into uncharted waters, embraced change, and emerged more robust for it. We have expanded into new markets and our strategic investments now stand as keystones, fortifying the edifice of our brand and enriching people experiences.

The year FY2023 marked a pivotal point in the history of the O&L Group with the separation of Namibia Breweries Limited (NBL) following the triumphant conclusion of the NBL, Distell Namibia and HEINEKEN merger in April 2023. After being a part of the O&L Group for nearly 103 years, NBL needed a grander stage, one which we simply could not provide within our embrace. This voyage presented an array of challenges, including obtaining approvals from competition commissions, negotiations, and market ebbs and tides. The economic pressures compounded by the devaluation of the South Africa Rand and the lingering effects of the COVID-19 pandemic added to the complexities of the situation.

The transaction not only reshaped NBL but it has also bestowed upon O&L a fresh era, a distinctive juncture to breathe life into our aspirations, to redefine our trajectory and in so doing, recast the very essence of our business. The strategic positioning empowers NBL, together with Distell, to bolster its brands while standing tall under HEINEKEN's broad wings. In bidding adieu to NBL, we ardently anticipate the future it ushers, believing fervently that NBL, hand in hand with Distell Namibia, shall ascend to greater summits under HEINEKEN's stewardship.



**SVEN THIEME**  
GROUP EXECUTIVE CHAIRMAN



**HENDRIK VAN DER WESTHUIZEN**  
GROUP CHIEF EXECUTIVE OFFICER

**THE O&L PERSONA**

As we embark on this new and exciting chapter, we hold steadfast to our personal passion for creating an environment where everyone can be the best version of themselves. At the heart of our business are authentic, caring, and passionate people who are proud of who we are and what we stand for. Weaving us together is our metaphorical DNA, the O&L Persona, which is our guidepost, a beacon of excellence and a mindset that each person can connect to, summon, embrace and be the best version of themselves and in so doing bring the O&L brand to life at every interaction. In addition, the O&L brand essence wheel is an outline of the core characteristics and traits to guide our people on how to fully live the O&L Persona and is the foundation of our Purpose "Creating a future, enhancing life", Values, Leadership model and 2025 Breakthrough Strategy as well as our Vision "to be a catalyst for positive change, creating new realities and fulfilling dreams".

**BUSINESS TRANSFORMATION**

The year 2023 bore witness to numerous obstacles, particularly in the aftermath of the pandemic's wake. Our workforce experienced the weight of the emotional strain, ones that rippled into our decision-making processes. During these trials and tribulations our compass realigned, underscoring the importance of empowering our employees and the sanctity of mental well-being. This pivot serves as the catalyst to a potent workforce, cultivating an inclusive realm where growth and collaboration burgeon.

Our primary focus remains on purposefully directing investments to achieve the best possible outcomes for our Group. Furthermore, we achieved a significant milestone in the past year by establishing O&L Europe. This beacon illuminated the way to our European holding company involved in energy, finance, property development, and hospitality, an accomplishment that aligns with our business expansion plans and reverberates our commitment to growth.

As O&L Nexentury's shovels break ground for what will become Germany's largest floating solar plant, we ardently explore horizons beyond our borders while also investing in our existing portfolio. Our vision is to elevate all our businesses to deliver premium performance across the board.

The rebirth of tourism and our products' acclaim lay a solid foundation for future growth. Furthermore, our investments in technology and improved customer relationships bolster our prospects for success. As we address our properties division, we recognise the resurgence of tenants and the renaissance of office spaces. We acknowledge and embrace the evolving dynamics of work, which necessitate a reassessment of how we optimise office space, demanding a reimagination of office and living spaces.

Undaunted by tribulations, we etch models of business optimisation investing in our operating companies to achieve profitable outcomes and guaranteeing the longevity of our business. We view the term "green sprouts" as a symbol of new beginnings and the potential for progress and expansion, but it requires careful nurturing to thrive. Our dedication to providing the necessary support remains unwavering, ensuring sustainable growth and success for our employees.

In conclusion, the global economy, including our own country, is currently at a crucial turning point. Although challenges persist, there are opportunities for growth, collaboration, and positive transformation. Let's seize these opportunities, while keeping in mind the valuable lessons we have learned from recent experiences, fortifying a more resilient, inclusive, and sustainable local and global economy.

Our gratitude cascades to our Board of Directors, our valued employees, stakeholders and the public for your ongoing support and trust, and we are excited to continue the journey and embrace the opportunities that lie ahead, together.

Sven Thieme  
Group Executive Chairman

Wessie van der Westhuizen  
Group Chief Executive Officer



OUR FINANCIAL REVIEW

The Group has shown a moderate recovery from the global impact of COVID-19 pandemic, but the increase in inflation, high interest rates, high fuel prices and the economic pressure on the consumers still impacted results negatively.

The Group has sold its effective shareholding in Namibia Breweries Limited for 350 million Euro. Net of foreign exchange hedging losses Olfitra received N\$ 6.8 billion during the current financial year. The profit from discontinued operations attributable to ordinary shareholders amounted to N\$ 6.1 billion. Through this transaction the group has improved its balance sheet significantly.

The Group continues to explore investment opportunities and business transformation strategies to improve the performance.

The information below should be read in conjunction with the Annual Financial Statements for the year ended 30 June 2023, which are available on the Group’s website.

GROUP OPERATING PERFORMANCE

SALIENT FEATURES

The salient features for the year under review are as follows:

	2023 N\$ '000	2022 N\$ '000	% change
Continuing operations			
Revenue	4 328 540	4 010 884	7.9%
Gross profit	1 019 833	902 738	13.0%
Gross profit %	24%	23%	
Other Operating income	61 260	91 724	-33.2%
Movement in credit loss allowances	(13 374)	(7 032)	90.2%
Other operating (losses)/income	76 036	(19 330)	-493.4%
Operating expenses	(1 305 067)	(1 196 724)	9.1%
Operating loss	(161 312)	(228 624)	-29.4%
Net finance costs	(231 520)	(226 735)	2.1%
Income from equity accounted investments	3 822	2 926	30.6%
Loss before taxation	(389 010)	(452 433)	-14.0%
Taxation	(16 165)	(24 753)	-34.7%
Loss from continuing operations	(405 175)	(477 186)	-15.1%
Profit from discontinued operations	9 648 196	592 375	1 528.7%
Profit for the year	9 243 021	115 189	7 924.2%

REVENUE

The Group’s revenue from continuing operations increased with 7.9% compared to the previous year.

O&L Leisure reported a revenue increase of 53.6% (N\$ 68.9 million) in comparison to the previous financial year. This is a result of the tourism industry recovering from the impact of COVID-19.

Hangana Seafood’s revenue increased by 6.2% (N\$ 42.8 million) from revenue of N\$ 693.4 million in prior year.

Namibia Dairies revenue declined with 25.1% (N\$ 159.6 million). This is mainly a result of no longer distributing Hartlief’s products (N\$ 128.5 million). Excluding the intergroup revenue Namibia Dairies revenue dropped by 7% compared to the previous year.

Hartlief’s revenue also increased with 23.3% in the current year (N\$ 75.3 million) from N\$ 322.9 million in the previous financial year. This is mainly due to Farmers Meat Market Mariental Abattoir which was re-opened in the current year.

The retail division (Model Pick n Pay) generated a revenue increase in the current year of 3.9% (N\$ 79.6 million) from N\$ 2 056.4 billion in the previous financial year.



THERESA WEITZ  
CHIEF FINANCIAL OFFICER

OPERATING LOSS FROM CONTINUED OPERATIONS

Operating loss decreased by 29.4% (N\$ 67.3 million) in the current year compared to the previous financial year.

The fishing segment incurred an operating loss of N\$ 19 million in the current year compared to an operating loss of N\$ 22.9 million in the prior year. This loss includes a N\$ 12.3 million provision for a labour dispute for salary increases / bonuses not paid during COVID-19, which is currently under arbitration. During the current financial year, the MFV Erica was involved in an accident resulting in it not being in use for 6 months, which led to a loss of fishing volumes. A loss of income claim has been made against the third party. Hangana Seafood transitioned from a manual hand filleting process to a combination of hand and automated machine filleting process which contributed to improved results during the second half of the financial year.

Our aquaculture segment incurred an operating loss of N\$ 12.2 million in the current year compared to and operating profit of N\$ 0.5 million in the previous year. The aquaculture business has improved their product range from frozen to dried, frozen and canned abalone in the current year.

The fresh produce segment which includes Namibia Dairies, O and L Fresh and Hartlief had a difficult financial year.

Namibia Dairies incurred an operating loss of N\$ 76.9 million in the current year compared to an operating loss of N\$ 19.1 million in the previous financial year. The increased loss can be attributed to various factors including significant repairs and maintenance cost on plant machinery and vehicles, production volume lost due to machinery breakdown, pressure on margins due to increased feed / raw material costs as well as decline in volumes due to pressure on consumers.

O and L Fresh incurred an operating loss of N\$ 25.2 million in the current year compared to a loss of N\$ 30.2 million in the previous financial year. This is mainly a result of improved efficiency and better margins. O&L Fresh has changed its business model to only focus on the production of agricultural produce and has closed its distribution business after year-end.

Hartlief incurred an operating loss of N\$ 50.9 million in the current year compared to an operating loss of N\$ 30.1 million in the previous financial year. The costs of raw materials (specifically pork) increased significantly. The company must import pork from Europe, where it previously imported 50% of its pork raw material from South Africa. Fresh meat can currently not be imported from South Africa due to border restrictions as a result of the prevailing foot and mouth disease in South Africa. Hartlief re-opened Farmers Meat in Mariental in the current year. Despite having a positive impact on revenue, Farmers Meat incurred losses in the current financial year due to start-up costs.

The hospitality segment incurred an operating loss of N\$ 13.2 million in the current year compared to prior year operating loss of N\$ 142.2 million in the previous year. The previous year included an impairment loss on property of N\$ 91.9 million of which N\$ 48.7 million was recorded as a reversal of impairment loss in the current year.

The hospitality segment includes strong revenue growth in the current financial year, despite Mokuti Lodge being closed for refurbishment for 8 months in the current financial year. Mokuti Lodge has re-opened in March 2023.

Model Pick n Pay reported an operating loss of N\$ 39.3 million in the current year compared to an operating profit of N\$ 3.4 million in the previous year. The current year's loss includes N\$ 18.8 million as a provision for salary increases and bonuses that were not paid during COVID. Revenue and gross margins were under pressure due to consumer pressure.

The properties segment generated an operating profit of N\$ 132.9 million, excluding fair value adjustments, in the current year from an operating profit of N\$ 120.5 million in the previous financial year. Vacancy rates dropped from 33% in the previous year to 19.6%. A fair value loss of N\$ 25.2 million was recognised in the current financial year compared to a fair value gain of N\$ 35.6 million in the previous year.

Kraatz reported a loss from operations of N\$ 7 million in the current year compared to the loss in the previous financial year of N\$ 21.5 million. This is mainly a result of increased revenue and profitability in the marine and offshore division of Kraatz. Kraatz's revenue increased by 18% to N\$ 134.7 million in the current year.

The company has generated N\$ 80.6 million operating profit on investments in financial assets. This number includes foreign exchange gains of N\$ 71.9 million.

PROFIT FROM DISCONTINUED OPERATION

The profit from discontinued operations amounted to N\$ 9.6 billion in the current year compared to N\$ 592 million in the prior year. The current year figures include Namibia Breweries Limited's operational profit until date of sale as well as a profit of N\$ 4.8 billion on the sale of Namibia Breweries shares in HEINEKEN South Africa, which was realised in Namibia Breweries on the same day, but before the disposal of the Group's effective shareholding in Namibia Breweries Limited.

The group also incurred N\$ 131.7 million foreign exchange losses on the hedging of the transaction which has been recorded in profit from discontinued operations.

FINANCE COSTS

Net finance costs increased by 2.1% to N\$ 231.5 million in the current year compared to prior year. The increase in finance costs as a result of interest rate increases as well as higher debt levels, was reduced by the increase in finance income of N\$ 52.4 million which was mainly income earned on cash and cash equivalents post the Namibia Breweries sale transaction.

TAXATION

The current tax charge for the year amounted to N\$ 16.2 million (2022: N\$ 24.8 million). This is mainly relating to deferred taxation as the group has assessed losses in a number of subsidiaries.

STATEMENT OF FINANCIAL POSITION

The Group invested N\$ 346 million in property, plant and equipment in the current financial year. N\$ 201.5 million was invested in O&L Leisure relating to the Mokuti refurbishment as well as Strand Hotel. The remainder includes capital expenditure of N\$ 45.7 million in Hangana Seafood, which includes N\$ 28.7 investment in plant and machinery.

The Group has N\$ 3.1 billion invested in financial assets. After the Namibia Breweries sale transaction, the Group has approved a diversification strategy into offshore investments. The Group (company) has invested the funds with two investment managers, with global balanced mandates. The company intends re-investing a material portion of the funds in businesses and in private equity through O&L Europe GmbH.

The mandates to the investment managers are capital growth, while remaining cognisant of preserving capital over the medium term.

The Group has increased cash and cash equivalents from N\$ 721.5 million to N\$ 2 157.2 billion. This balance is earmarked for capital expenditure in existing businesses, acquisitions of complimentary businesses and improved working capital.

The Group borrowings has decreased from N\$ 2.5 billion in the previous year to N\$ 1.8 billion during the current year. There were covenant breaches during the financial year, but all were condoned.

CASH FLOW

The statutory statement of cash flows includes all cashflows from continued and discontinued operations. On a high level basis, cash flows for the current year (excluding cashflow movements within the discontinued operation were as follows):

	2023 N\$ '000	2022 N\$ '000
Cash used in operations	(193 523)	174 514
Net finance costs paid	(151 677)	(228 019)
Sale of subsidiary	6 965 455	-
Investment in Financial assets	(2 990 552)	-
Other cashflow from investing activities	(479 181)	(141 831)
Dividend paid	(835 121)	-
Proceeds from borrowings	292 303	827 808
Debt repayment	(998 166)	(299 198)
Other movements	(72 216)	(13 311)
Net cash inflow	1 537 322	319 963
Cash and cash equivalents at the beginning of the year	532 916	212 953
Cash and cash equivalents (net of overdraft) at the end of the year	2 070 238	532 916

Cash utilised in operations is mainly a result of an increase in working capital. This partly relates to the opening of Farmer's Meat Market and the import of pork from Europe in bigger order quantities, resulting in an increase in inventory and debtors for Hartlief, an increase in inventory in Hangana as a result of inventory returned to be reworked and bringing creditors back in line within normal payment terms.

DIVIDENDS

The Company declared a special dividend of N\$ 152 per share from the profit on the sale of Namibia Breweries Limited (Pty) Ltd on 9 May 2023.

The Board declared a dividend of N\$ 4.55 per share for the year ended 30 June 2023 (2022: N\$ 1.00 per share)

  
Theresa Weitz  
Chief Financial Officer

# OUR OPERATIONAL REVIEWS

## FISHING

CONSORTIUM FISHERIES LIMITED

HANGANA SEAFOOD (PROPRIETARY) LIMITED

### MACRO-FACTORS

Hangana Seafood (Pty) Ltd is a 100% Namibian-owned, land-based processing facility and operations based in Walvis Bay, Namibia. Hangana Seafood (Pty) Ltd was granted a seven-year hake harvesting right by the Ministry of Fisheries and Marine Resources in May 2020.

Hangana owns six wet-fish trawlers with a catching capacity of 15 000mt of headed and gutted (H&G) annually (22 000 quota tonnes) and therefore owns the value chain up to the customer by catching the fish, processing, and selling its final products.

Hangana's processing facilities are certified to international food safety standards. The MSC Chain of Custody allows the Company to process and distribute sustainably harvested fish raw materials.

The Company's land-based processing facility has a daily throughput capacity of up to 65mt of H&G. Besides the main production facilities, the Company has a seawater desalination plant and a seawater purification plant.

During FY2023, Hangana exported 67% of its final products to European markets, which constitute mainly the hake, kingklip and monk products. The average Euro exchange rate for FY2023 has been around N\$ 18.92 as opposed to N\$17.06 in FY2022.

The entity managed to operate on 69% of its quota, 20% on the governmental employment objective quota and 11% on purchased quota from another right holder to ensure full fishing capacity. The yearly reduction in the quota allocation places Hangana in an uncertain position regarding its allocation and the sustainability of operations. The quota has gradually become an expensive commodity in the fishing industry as players are maximising the demand opportunity of the demand due to quota allocation reduction.

A significant portion of Hangana's fleet and factory costs are fixed. Therefore, the quota has a significant adverse financial impact on the Company if it cannot secure more quota from external right holders when the allocated quota is insufficient to service the full fishing season.

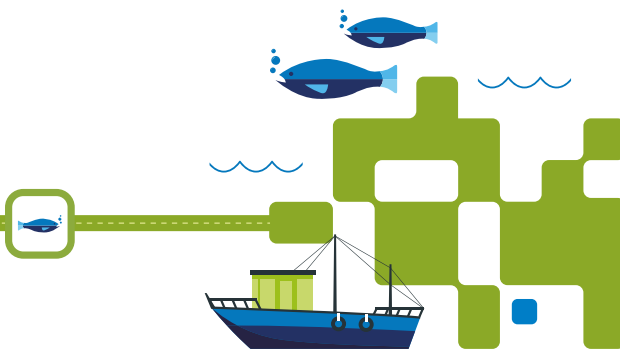
Diesel is the largest cost followed by the employment cost on the fleet for FY2023. Fuel prices gradually reduced throughout the year, starting at a price of N\$ 19.97 per litre and ending at N\$ 17.89 per litre, translating to a 10.4% reduction. The Company had a 6.6% decrease in the landing cost of H&G per kg between FY2022 and FY2023.

### PERFORMANCE AND FOCUS AREAS FOR 2023

The Company has constructed a N\$ 300 million wet fish processing plant which became fully operational towards the end of FY2022. Benefits of the new factory include maximised value extraction and additional job opportunities.

In FY2023, as part of our strategic efforts to enhance production optimisation and meet rising market demands, the Company transitioned from manual hand filleting to a combination of hand and automated machine filleting. This transformative move involved the installation of eight Baader Machines, two IPM machines, and two IQF graders, which facilitated the successful optimisation of our processing facility. Adopting these advanced technologies has significantly improved efficiency, productivity, and product quality, positioning Hangana for continued growth and success in the industry and ensuring long-term sustainability.

Factors such as size, the quality of raw materials, and available orders influence the sales mix. Transitioning to the new factory was a significant driver for Hangana's improved performance in FY2023. This resulted in higher volumes of products being landed and processed throughout the year, particularly in the second half of the financial year, with a notable increase in daily throughput.



### RISKS AND OPPORTUNITIES

Hangana's philosophy is to convert risks into opportunities. For example, we can mitigate the risk posed by reduced quotas by sourcing external/third-party raw materials to add value to Namibia.

The primary short-term focus is to:

- Complete refit of Begonia, in line with FY2025 vessel strategy. This includes a comprehensive and thorough renovation and modification of the vessel such as engine upgrades, gearbox and winches.
- Complete successful wage negotiations
- Focus on product mix and maximum value extraction
- Increase hard currency prices
- Secure extra quota and raw materials as per the FY2024 budget

One of Hangana's primary objectives to achieve vision 2025 is to increase our total available raw material to 20 000mt by securing our quota allocation, entering new right holders quota agreements and continuing sourcing raw material locally and abroad.

### FUTURE OUTLOOK

Apart from the FY2024 focus areas, which are to ensure the Company achieves its budget EBIT target through increased throughput, securing extra quota and achieving a sales realisation of N\$ 69.36/kg H&G, the longer-term focus will be to establish a fully functional marketing and new product development department supporting our FY2025 goals of a well-established Hangana brand.

Hangana will also explore new realities in terms of secondary value-adding (coating/crumbing) to establish our Hangana brand.

We will also focus on establishing smart partnerships with suppliers of frozen raw materials (international supply) that will be imported and processed in Namibia and re-exported.

2023	2022	% CHANGE
<b>Revenue</b> N\$ '000		
736 116	693 349	6.2%
<b>EBIT profit/(loss)</b> N\$'000		
(19 022)	(22 946)	17.1%
<b>CSI Spend</b> N\$'000		
417.1	364.4	14.4%
<b>Production volumes – factory</b> H&G Tons processed		
12 646	11 464	10.3%
<b>Production volumes – fleet</b> H&G Tons landed		
10 743	10 317	4.1%
<b>Employees</b> Headcount (incl.temps)		
1 871	1 689	10.8%
<b>Training spend</b> % of payroll		
0.54	0.70	-22.9%
<b>Alternative (renewable) energy</b> % of total energy		
6.1	6.2	-1.6%
<b>Alternative water usage</b> % of total water		
71.4	62.1	15.0%
<b>Productivity index</b> % ton H&G processed per factory employee		
10.2	9.53	7.0%
<b>Factory yield</b> % deviation from standard		
(0.7)	0.9	177.8%



AQUACULTURE

HANGANA ABALONE (PROPRIETARY) LIMITED

OVERVIEW AND MACRO-FACTORS

Hangana Abalone is the only land-based abalone farm in Namibia. Hangana Abalone also received ranching rights in the Lüderitz Bay area, differentiating the abalone farming activities in Namibia from South Africa, our main competitor in the Asian market. Ranching in South Africa is almost not possible due to poaching. Animals must grow for four to six years before reaching marketable sizes. Livestock increased from 15mt in 2017 to 87mt in June 2023, with a biological asset value of N\$ 36.5 million on 30 June 2023. The sales for FY2023 amount to N\$ 24 million.

PERFORMANCE AND FOCUS AREAS FOR 2023

Harvest sales volume gained momentum to 26 tonnes of harvest weight sold for the period July 2022 to June 2023.

Trials of frozen abalone meat production commenced early in 2023 at Hangana Seafood factory in Walvis Bay. During the current year, Hangana exported 3 tonnes of frozen abalone.

During the current financial year, a dried abalone factory has been set up in Lüderitz. Dried abalone provides a better return than frozen abalone, but bigger abalone is needed for drying. During the financial year, Hangana produced and sold 10 tonnes of live-weight equivalent dried abalone. The Hangana dried abalone product is well set to provide value in future when abalone size grows to scale.

A canning facility for abalone was also set up in the current financial year. Canned abalone will create the opportunity to relieve overstocking to allow for basket splitting and faster growth. Canned abalone would be smaller sized and, in the current market, the lowest value, but it is a needed category for cash flow and relieving stock pressures.

RISKS AND OPPORTUNITIES

As the pioneer in the Namibian abalone industry, the following risks will have to be mitigated:

- Finalisation of export regulations between Namibia and China
- Ongoing global economic pressure
- Product development and innovation
- Logistics between Lüderitz and Asian market (distance)
- Challenging Namibian business environment
- Chinese Health Certification

FUTURE OUTLOOK

Hangana Abalone’s Vision 2025 Strategy will focus on closing the abalone spawning, weaning, growing, production and sales cycle. The primary focus for FY2024 is expanding the weaning section to accommodate 150 000 spat monthly to grow the farm capacity to 140mt harvest by FY2027.

Hangana Abalone’s 2025 Vision includes the following initiatives:

- Leadership development
- Brand and product development
- Initiate expansion phase
- Secure additional 14-hectare land
- Production of dried and canned products
- Aquaculture (finalise abalone sales and marketing strategy)

Hangana Abalone is excited about future opportunities and looks forward to FY2024.

	2023	2022	% CHANGE
<b>Revenue</b> N\$ '000			
	23 542	455	5 074.1%
<b>EBIT profit/(loss)</b> N\$'000			
	(12 246)	500	-2 549.2%
<b>Abalone Stock</b> (tonnes)			
	86.6	98.9	-12.4%
<b>Fair value adjustment</b> N\$'000			
	11 514	19 387	-40.6%
<b>Employees</b> Headcount (incl. temps)			
	21	37	-43.2%
<b>Alternative (renewable) energy usage</b> % of total energy			
	34.8%	16.3%	113.5%

FRESH PRODUCE

NAMIBIA DAIRIES (PROPRIETARY) LIMITED

MACRO-FACTORS

Namibia Dairies, including its !Aimab Superfarm operations, is a Namibian fast-moving consumer goods (FMCG) producer that sells its products locally.

The overall economic slowdown and contracting buying power of customers in Southern Africa continue to have a marked effect on the Company. Overall, rising global inflation contributed to and continues to drive raw material increases and our raw material costs.

While fuel increases have stabilised, we continue to see and feel the aftereffects of that increase spiral in procuring our raw materials, the cost of milk production on our Superfarm, and the distribution of final products. These increases have significantly exceeded margin growth.

PERFORMANCE AND FOCUS AREAS FOR 2023

As our sales volumes and profit margins remain under severe pressure, the Company’s decision to go back to basics and focus on our core – the production and distribution of dairy products – the concerted emphasis on fully understanding cost drivers and allocations, on purposeful performance, production and distribution efficiencies, and sustainability is starting to bear fruit. Performance is better, scrapping decreased, and production efficiencies are steadily improving.

As our focus on purposeful performance showcases, our employees remain a pivotal part of our business. Accordingly, the Company fully leverages the versatile own Company and Group-wide employee engagement platforms such as O&L World, Leadership Engagements, MD’s Roadshows, and MD Operational Meetings to continuously build and entrench the O&L Culture and Persona, leverage the team’s innate genius, and develop and empower our people.

Superfarm’s 180° turnaround and consistent positive contribution to the Company’s bottom line indicates that anything is possible with purpose, ownership, focus and discipline.

RISKS AND OPPORTUNITIES

Dairy farming in Namibia remains in an exceedingly volatile state. Long supply lines, having to import the majority of raw materials, and imbalanced economies of scale heavily skew the playing field in favour of South African and other competitors. This reality is exacerbated by Namibian legislation that does not permit the use of hormones in the production of milk, which means the production of every litre of milk requires more input cost than a comparable litre in South Africa. We have reached a pivotal point where many farmers struggle to maintain operations and might have to exit dairy production unless the public and private sectors find a breakthrough.

However, we see a sizeable opportunity for continued stabilisation and growth with an emphasis on our world-class, hormone-free milk, nothing added, nothing taken away. We can increase the reach of our cultures portfolio range through an in-depth understanding and education of our consumers and introducing greater value ranges and exports. We will also focus on further optimising and widening our world-class route-to-market network and on channelling more products through the network, further optimising it and widening its footprint and reach.



NAMIBIA DAIRIES EMBRACING SUSTAINABLE PACKAGING

Namibia Dairies is proud to have adopted a ground-breaking and environmentally friendly packaging solution for Namibia Dairies Culture Collection, Oshikandela and Nammmilk fresh milk as part of our commitment to sustainably shaping the future. Through a collaboration with Tetra Pak, a leading provider of renewable packaging, we have taken a pro-active stance in minimising the environmental impact of our packaging materials.

Previously, our packaging utilised paperboard derived from bleached pulp to achieve an aesthetically pleasing appearance for consumers. However, recognising the need for greater environmental responsibility, we have transitioned to a renewable, plant-based alternative provided by Tetra Pak. This shift addresses the sustainability concerns associated with traditional, less environmentally friendly, packaging and promotes the advancement of eco-friendly practices within our industry.

The new packaging materials, derived from plant-based sources, offer significant advantages both during production and disposal. Unlike their fossil fuel-based counterparts, these materials can be replenished and naturally decompose over time, reducing the strain on our natural resources and minimising environmental invasiveness.

As a result of this transition, the internal surface of the packaging paperboard now features a brown, unbleached appearance. Additionally, the internal and external layers consist of sugarcane-based plastic, further enhancing the sustainable nature of the packaging. This innovative approach not only contributes to the preservation of the environment, but also provides practical benefits. The brown paperboard acts as a superior light barrier, ensuring enhanced protection and preservation of our products' taste and intrinsic qualities for extended periods.

By adopting this eco-friendly packaging solution, Namibia Dairies aligns with one of the O&L core values of “naturally today for tomorrow.” The conscious decision to prioritise environmental stewardship and ensure the future sustainability of natural resources underscores our commitment to creating a brighter future. With this sustainable packaging approach, we actively contribute to the larger goal of enhancing lives and building a more sustainable and resilient world.

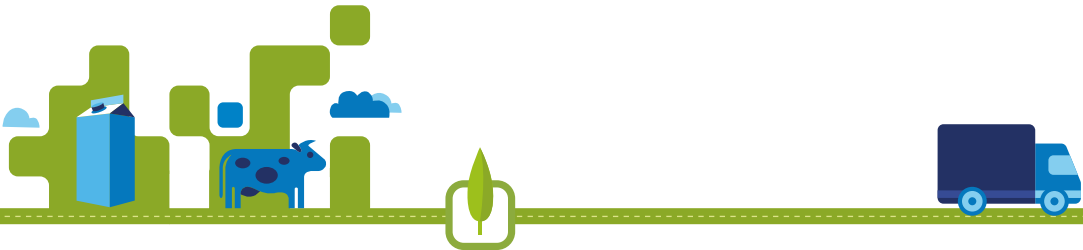
FUTURE OUTLOOK

We will continue to focus on sound portfolio margins and increased EBIT while aiming to improve our risk exposure progressively. Namibia Dairies' short- to longer-term focus will be to maintain and grow our products' share of the dairy segment to at least 80% and widen our portfolio's reach beyond Namibian borders.

To best support and continue to contribute to the dairy industry in Namibia and the economy as a whole, !Aimab Superfarm's foremost focus will continue to be on herd growth, health, comfort, continuously improving milk yields, and optimising our cost base. To this end, augmenting and modernising processes ever closer to world-class operational standards and diversifying agronomy with low-volume, high-value crops and feed plants are key.

At our Avis plant, we will continue to focus on and invest in lean manufacturing and optimised capacity in the factory, through automation and upgrade of our processing and production set-up, notably for extending the shelf life of our dairy products. Our fleet will receive much-needed upgrading, and we will continuously optimise our warehouse management and distribution routes.

	2023	2022	% CHANGE
Revenue	NS '000		
	476 562	636 158	-25.1%
EBIT	NS'000		
	(76 869)	(19 139)	-301.6%
CSI Spend	NS'000		
	46.6	35.1	32.8%
Production volumes	1 000 L produced		
	26 083.6	23 120	12.8%
Milk produced at !Aimab Superfarm	1 000 L produced		
	10 759.3	10 641	1.1%
Employees	Headcount (incl. temps)		
	449	465	-3.4%
Training spend	% of payroll		
	1.14%	0.34%	235.3%
Productivity	litres product produced per factory employee per annum ('000)		
	385	317	21.5%
Alternative energy	% of Total Energy		
	11.1%	12.9%	-14.0%
Waste	Ullages/losses as % of Revenue		
	2.13%	3.14%	-32.2%





O AND L FRESH (PROPRIETARY) LIMITED

MACRO-FACTORS

The increase in fuel prices significantly impacted O and L Fresh’s transport costs and distribution centre (trading division). Revenue in FY2023 remained relatively consistent to FY2022.

PERFORMANCE AND FOCUS AREAS FOR 2023

The primary focus remains on processes, systems and people integration and building sustainable relationships with our stakeholders. For FY2023, O and L Fresh’s main performance objective was to become sustainable by focusing on margins to ensure the Company’s profitability. We must be true to our vision of “Empowering Namibia for a greener future” by continuously focusing on sustainable strategies for our business that keeps us true to our Purpose of “Creating a future, enhancing life”.

Therefore, we have decided to change the O and L Fresh business model to solely focus on agriculture to significantly add value to the Namibian agricultural sector, stimulating and enhancing food security in Namibia. This comes with exciting new opportunities to diversify the range and volumes of our fresh produce at Otavifontein to ensure the business reaches its ultimate potential within the agricultural sector.

RISKS AND OPPORTUNITIES

The biggest risk to the business is fuel price increases, which significantly impact the imports and transport of products. Cold temperatures also proved to be another risk to the production of fresh produce at the Otavifontein Farm. The opportunity lies in building relationships with local producers and establishing a trusted brand backed by quality. This also creates opportunities within Namibia to reduce its fresh produce imports and potentially increase exports when there is excess supply.

FUTURE OUTLOOK

We built our FY2025 Breakthrough Strategy on the foundation of the following three objectives:

- Foster food security in the country
- Grow the local agriculture sector
- Nurture sustainable food production systems

O and L Fresh has an optimistic outlook on the FY2025 Strategy through the upgrading and implementation of production and farming facilities. This will result in synergies to drive production and unlock O and L Fresh’s full potential in the local market by increasing local supply and driving excellence in local growth.

The FY2025 Breakthrough Strategy also focuses on creating a GPTW for employees to be their best versions and live the Breakthrough Culture and leadership every day in their professional and personal lives.

2023	2022	% CHANGE
Revenue – continued operations		
7 083	3 214	120.4%
Revenue – discontinued operations *		
120 855	126 418	-4.4%
EBIT – continued operations		
(14 630)	(12 810)	-14.2%
EBIT – discontinued operations *		
(10 539)	(17 473)	39.7%
Employees Headcount (including temps)		
85	106	-19.8%
Training spend % of payroll		
0.89%	0.78%	14.1%

\*The discontinued operation for O and L Fresh is not shown separately at Group level as it has been assessed as not material.



RE-FRESHED O AND L FRESH - TOWARDS A LEADING AGRICULTURAL

O and L Fresh is embarking on an exciting journey of innovation and sustainability, with a strong focus on enhancing food security, promoting local growth and strengthening its core business of producing fruit and vegetables. By dedicating ourselves solely to the cultivation of these crops and adding significant value to Namibia’s agricultural sector, we are actively driving the growth of local produce, reducing dependency on imports and forging alliances with smaller farmers to ensure a greener future for all.

Our vision at O and L Fresh is to become a Megafarm, harnessing the untapped potential of Otavifontein and its surrounding areas to produce quality and abundant fresh produce. This ambitious goal reflects our commitment to maximising the utilisation of available land and resources to address the growing demand for fresh, locally grown fruits and vegetables.

As we transition to a producer-centric model, O and L Fresh is also embracing diversification to expand our product range. In addition to our focus on fruit and vegetables, we are actively exploring value-added opportunities. This forward-thinking approach allows us to broaden our market presence, create employment opportunities and contribute to the growth of the local economy.

Operating sustainably is a top priority for O and L Fresh. We recognise our responsibility to make the most of nature’s offerings and our concentration on the farm-to-produce process, ensures the production of high-quality, fresh produce. We are continuously investing in greener technologies such as Net houses, which enable year-round cultivation and growth of various crops. These innovative structures provide protection from adverse weather conditions and pests, allowing us to optimise crop yields and ensure a steady supply of fresh produce to the market.

By focusing on local agriculture and increasing our production volumes, O and L Fresh aims to decrease Namibia’s reliance on imports. By bolstering the availability of locally grown fresh produce, we contribute to a sustainable and secure food supply for the people of Namibia. This not only strengthens the nation’s food security but also supports the development of a resilient and self-sufficient agricultural sector.

O and L Fresh’s strategic shift to a full-time producer marks an exciting chapter in our journey towards innovation and sustainability. Our goal is to become a Megafarm, leveraging the potential of Otavifontein and its surrounding areas to produce abundant, high-quality fresh produce that contributes to a greener and more prosperous future for Namibia.





HARTLIEF CORPORATION LIMITED

MACRO-FACTORS

The Hartlief factory's legacy started in 1946 with a small family butchery in the heart of Windhoek, the capital city of Namibia. It has since grown into a leading meat business in Namibia built on trusted brands and meat traditions. The 75-year Hartlief heritage merged with the 100-year heritage of the O&L Group in November 2019, resulting in Hartlief taking over the Windhoek Schlachtereier operations and brands in 2020. The Hartlief Group consists of Hartlief Continental Meat Products Namibia, Hartlief Continental Meat Products South Africa, and the Farmers Meat Market Mariental Abattoir.

The high raw material costs, significantly increased fuel prices, and the economic impacts caused by the Ukraine-Russia war all contribute to a difficult macroeconomic landscape for Hartlief to trade.

The cost of raw materials increased significantly. This was largely driven by the border closure by Namibian veterinary authorities for the import of fresh meat from South Africa (RSA or SA) due to the prevailing foot and mouth disease crisis in RSA. Hartlief previously imported around 50% of its pork meat requirements from RSA. While local supply is limited, Hartlief can only procure 40% of its pork meat locally. Since most processed products contain pork meat, Hartlief must import the remaining pork meat from Europe. This comes at a significantly higher cost and is also impacted by the deterioration of the exchange rate.

The impact of higher pork meat input costs has partly been countered by passing on a price increase to the consumer. Unfortunately, prices on the shelves have reached levels where it becomes more and more difficult for consumers to afford processed meat products. The situation is exacerbated because competitors, particularly from RSA, can still import heat-treated processed meats into Namibia at much lower costs.

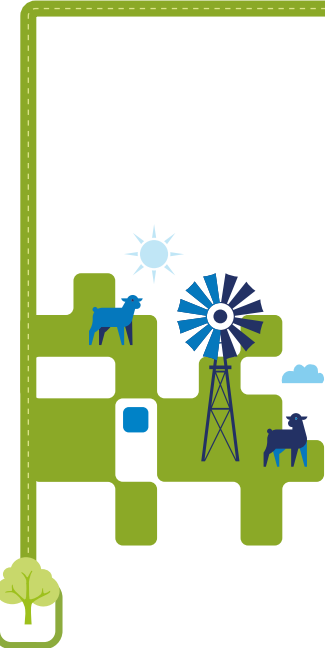
The input cost of beef, the other important raw material for Hartlief's meat processing, has also seen a peak in cost for the period under review. Macro factors that resulted in record high costs include high production costs at producer level, significant increases in fuel prices, increasing livestock and producer prices, continuing shortage of beef, and export demand growth for Namibian beef resulting in increased local prices and limited slaughtering alternatives. The increased cost of beef procured by Hartlief was further aggravated by the fact that Meatco gave Hartlief notice in terms of the cattle contract slaughtering arrangement at the Meatco export abattoir. This favourable win-win contract slaughter arrangement

at Meatco has been in place for over 20 years and had to be replaced by alternative abattoir options in Gobabis and Rehoboth, all resulting in increased cost of beef and increased cost of transport of the raw material to Hartlief. The most noticeable challenge since the landscape-changing droughts in 2016-2020 is that all beef grades have been priced at nearly the same levels. Before the drought, the procurement landscape for beef at Hartlief reflected a significant benefit when purchasing C-graded beef.

PERFORMANCE AND FOCUS AREAS FOR 2023

The Hartlief 2023 financial year focused on business continuity around sourcing pork meat and exporting to our Hartlief South Africa operation, all due to the pork meat crisis caused by the import ban on meat from RSA since September 2022. Despite sales growth of 23.3% year-on-year and operational expenses increasing at expected inflationary levels, the overall 2023 financial year's performance continued at significant losses.

Farmers Meat Market Mariental Abattoir operations restarted in December 2022 after the business closed in September 2020 due to the limited number of sheep in Namibia. Currently, the Farmers Meat Market Mariental Abattoir has 100 employees. The business mainly exports to Norway.



FARMERS MEAT: CREATING A FUTURE, ENHANCING LIVES AND EXPLORING NEW REALITIES

The re-opening of the Farmers Meat abattoir in October 2022 marked a significant milestone in the journey of introducing Namibian lamb and products to the world. As a company, we have successfully identified niche markets and are effectively introducing our pure Namibian products to discerning consumers, who seek our natural, high-quality sheep products. The purity of our meat and its traceability give us an edge in accessing discerning markets that appreciate ethically sourced and sustainable products. The demand for our free-roaming, naturally reared sheep, has positioned us as one of the premier suppliers of the purest meat worldwide.

We take great pride and excitement in Farmers Meat, as the reopening and regional and international certification of the facility not only benefits Hartlief and the O&L Group but, more importantly, assists Namibian farmers and – by implication – the entire nation. Additionally, this business contributes to our goal of reducing reliance on food imports from South Africa, bolstering our food security efforts.

The re-opening of Farmers Meat has brought about a new era for various Namibian farmers who comply with the strict export rules and regulations within the industry. The facility serves local, regional and international customers, providing meat, hide and skin products to local consumers at reasonable prices. This not only enhances the overall value of our product but also supports the growth and prosperity of our nation.

Farmers Meat has become a catalyst for job creation in the Hardap region and Mariental. As demand for our products continues to grow, the need for skilled workers in various stages of the production and export process increases.

As we continue to grow and thrive, we remain committed to providing the world with the finest quality, naturally reared products that embody purity and excellence.

RISKS AND OPPORTUNITIES

Hartlief faces the following risks and opportunities:

- The import ban on meat from RSA continues as a costly challenge to Hartlief, which uses import alternatives from the EU. This exposes Hartlief to foreign exchange risk and a material import duty cost disadvantage. Such imports from EU origin also carry availability and delivery lead time risk, with the Ukraine- Russia war limiting alternative import options. This is partly mitigated by increased stock levels, however this is limited by storage capacity on site and is detrimental to cash flows. The re-opening of meat imports from RSA to Namibia will form one of the biggest opportunities for Hartlief.
- Hartlief continues to be exposed to the risk of limited fermented product exports through the Salami range to its Hartlief SA operations. Veterinary and permit compliance requirements are preventing exports from Namibia to RSA in the absence of export-certified pork meat in terms of RSA regulations and authorities. This risk can be mitigated and becomes an opportunity when Hartlief sources pork meat and pork fat from the EU through South Africa and obtains SA compliance approval to use that specific meat to export fermented processed products to RSA.
- The recent foreign exchange volatility resulted in material cost escalations in critical input items to Hartlief’s business, such as pork meat, mechanically deboned meat from poultry (MDM), fuel and packaging. A weakening Rand/Namibia Dollar will mean a significant risk to business performance.
- After good rains received in 2021 and 2022, several areas in Namibia have not received sufficient rainfall in 2023, holding a risk to beef and lamb supply. The short supply of water from the Von Bach Dam to Windhoek has been flagged as the next serious risk that requires everyone’s complete focus and support.
- Hartlief manufactures a large portion of its processed meat volumes from MDM, a frozen commodity imported from Brazil. The cost of MDM, linked to foreign exchange and far transport and shipping routes, remains high, with some price uncertainty for FY2024. Reduced raw material cost could also equate to a good opportunity for Hartlief. Individual cases of bird flu identified in Brazil puts the overall long-term availability of this commodity at risk. Should Namibian veterinarians ban imports from Brazil, this would significantly impact the price, seeing that Brazil is by far the largest international supplier of MDM.
- There are several new export opportunities for Farmers Meat Market being explored.

FUTURE OUTLOOK

The 2024 financial year’s budget reflects a positive outlook on sales growth for all processed meat products locally and in South Africa. The sales growth is based on volume and market share recovery to regain volumes to pre-COVID-19 levels with a balanced outlook over all brands and the entire portfolio. Focus will remain on the processed meat portfolio while fresh meat sales growth is mainly premised on lamb meat with constant quality supply from Farmers Meat Market.

Hartlief is in the early stages of launching a new processed meat category, constituting carefully selected products made from export lamb meat. This opportunity has significant potential and a promising outlook for 2025 and beyond to grow into an important local, regional and international performance contributor.

The plan for 2024 is increased export sales of the Hartlief brand into Botswana, Seychelles, Ghana, Angola and Zambia with a positive double-digit growth outlook on these export volumes year-on-year.

Hartlief plans to open the Hilltop Deli at the end of October 2023. This will be the first Deli of its kind for Hartlief in Namibia and compares to a same proven concept in Cape Town. This new business division looks at employing close to 30 people and promises a positive new consumer experience in Windhoek.

Farmers Meat Market’s plans and outlook on accessing new regional and overseas markets for lamb meat is gaining good momentum. While Farmers Meat Market marks a 25% slaughter capacity utilisation for 2023, the plan is to grow this to beyond 40% in 2024 with the outlook of slaughtering at full capacity of 280 000 sheep per year in 2025 and beyond.

	2023	2022	% CHANGE
<b>Revenue</b> N\$ '000			
	398 208	322 920	23.3%
<b>EBIT</b> N\$ '000			
	(50 919)	(30 065)	-69.4%
<b>CSI Spend</b> N\$'000			
	97.8	63	55.2%
<b>Employees</b> (excl. RSA)			
	414	349	18.6%
<b>Training spend</b> % of Payroll			
	1.08%	0.43%	151.2%
<b>Productivity</b> Tonnes produced per employee per annum			
	29.6	27.3	8.4%

HOSPITALITY

O&L LEISURE (PROPRIETARY) LIMITED

MACRO-FACTORS

The tourism industry suffered heavily from the effects of COVID-19 during the period 2020 to 2022. All indications are that it is on the road to full recovery and that its 2023 performance for the 2023 calendar year is at 45% room occupancy levels.

Occupancy levels in 2020 plunged to 16%, with 2021 closing at 24% and 2022 increasing to 41% occupancy. According to Hospitality Association of Namibia (HAN) statistics for the second quarter of 2023, occupancy stands at 51.29%, and is forecasted to close at about 55%. Industry hotel occupancy is forecasted to exceed 2019 performance levels as markets gain confidence and access to Namibia as a destination, enhanced by increased airlines and augmented by industry and government efforts to revive the tourism and hospitality sector. The increase of airlines from about three in 2020 to about seven in 2023, with approximately 80 landings per week at Hosea Kutako International Airport, is testimony to a reviving industry. The government continues to enable the sector to be easily accessible and investment friendly using an array of initiatives. These include waiving visas for some perennial and new markets, opening up borders, and enabling the Foreign Direct Investment (FDI) environment further. All private and public sector initiatives will ensure that tourism retains its spot of being the third largest contributor to the Namibian economy, measured by its contribution to GDP which has always been around 15%.

Like the industry, O&L Leisure will also realise more pronounced growth during the last half of 2023. The overall room occupancy for O&L Leisure hotels and lodges for the calendar year is at 45%.

PERFORMANCE AND FOCUS AREAS FOR 2023

People and leadership

As a premium product, O&L Leisure needs to maintain its reputation for excellence. Therefore, O&L Leisure has found it crucial to introduce Quality and Experience specialists and Guest Relations Officers, who will be pivotal in curating exceptional guest experiences and substantiating the rationale behind the premium rates by offering seven star service delivery in a five star environment. By doing so, we aim to demand premium rates and increase profitability.







A SUSTAINABLY RE-IMAGINED MOKUTI ETOSHA

Mokuti has used innovation to redefine and reinvent every touchpoint of the guest journey to offer experiences that support sustainability. During construction of the Re-imagined Mokuti Etosha in 2022 and 2023, local craftsmen were employed to build all the rockface walls here in Mokuti Etosha and the limestone was also extracted locally, ensuring that the money spend was ploughed back into the local economy.

Sustainability has featured high on the Re-imagined Mokuti agenda – right from the outset when the rebuild of Mokuti Etosha was conceptualised.

Some of these sustainable facets include the fact that our southern indigenous garden is free from invasive and foreign species. We are planting Spekboom (nature's super carbon dioxide to oxygen converter) all over the property to help offset our carbon footprint. We are also supporting the local communities in buying vegetables, local fruit and juices that in turn are presented to our guests as unique traditional experiences.

Waste is always a concern and more so at a lodge that is situated far away from any traditional water works and dumping sites. Our solution: All the wet waste is recycled and used for fertiliser and compost, while the dry waste is diligently separated and sent to recycling plants nearby. We also recycle all sewerage water and repurpose grey water for gardening purposes.

On the topic of waste, we try to stay away from any plastic packaging as far as we can and use eco-friendly biodegradable or reusable packaging, while the complementary bottles of water in our rooms are made of glass and can be re-filled by our guests anywhere as our borehole water is 100% pure and refreshing.

We all know that electricity is currently a scarce commodity in southern Africa. To mitigate this Mokuti Etosha is powered by solar energy, harnessed from our on-site solar plant during the day. We have furthermore fitted many of our facilities with motion detectors and all lights are LED.

People play an important role at O&L and creating a future, enhancing life speaks to our people and ensuring they are employed and can provide for their families. Mokuti is working with the indigenous Hai//om community to share their cultural heritage with our guests during bushwalks and bush dinners. Additionally, we have future plans to establish a Hai//om cultural school.

Product offering, expansion and upgrades

During the period under review, we managed to complete the phase 1 upgrade and refurbishment of Mokuti Etosha to the tune of about N\$ 200 million and major repairs of Strand Hotel Swakopmund to the tune of about N\$ 40 million. Mokuti was closed in March 2022 and reopened its doors to the market in March 2023. The offering has been completely upgraded and repositioned to attract premium segments.

We continue pursuing our FY2025 vision of expanding and upgrading existing properties and facilities. Work has already begun to upgrade and refurbish Mokuti as part of phase 2 of the project while the search for new properties continues. We are likely to bring in more properties during FY2025.

RISKS AND OPPORTUNITIES

Consumers, pent up from lack of leisure travel, created a wave of demand for hotels and airlines throughout 2021 and most of 2022. While the industry should continue to plan for lingering public health uncertainty, many travellers have begun to move past pandemic concerns.

However, new challenges are already arising – from consumer financial anxiety to climate change quandaries. Furthermore, a significant skills shortage has emerged, which is one of the industry's main risks. To mitigate the risk, O&L Leisure started its own training academy.

To thrive in the year ahead, hospitality leaders should consider these new and complicated realities. By focusing on elevating and enhancing the basics, such as product, performance, and price, O&L Leisure will reshape itself for the better on the way out of a once-in-a-generation crisis.

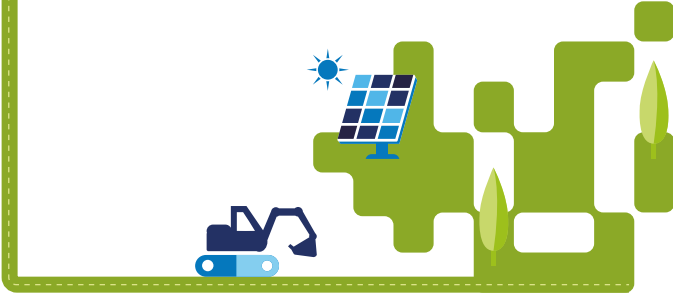
FUTURE OUTLOOK

Forecasts for FY2024 look promising as the travel industry emerges from the pandemic. Our ambition is to capitalise on every opportunity that presents itself while recovering lost ground during the last two years.

Focus areas for FY2024 include:

- Driving operational and financial efficiencies to strike a healthy balance between fixed costs and contribution margin.
- Repositioning products and price to speak to premium and high-value brands.

OUR OPERATIONAL REVIEWS



We are addressing the O&L Leisure marketing strategy and the positioning of O&L Leisure. We will also conduct market research for brands like Strand Hotel, Brewer and Butcher, and Farmhouse Deli. The goal is to clarify and establish a distinct positioning for these brands.

	2023	2022	% CHANGE
<b>Revenue</b> N\$ '000			
	197 431	128 568	53.6%
<b>EBIT</b> N\$ '000			
	(13 214)	(142 182)	90.7%
<b>CSI Spend</b> N\$ '000			
	32.5	81	-59.9%
<b>Volume</b> Guest nights			
	66 929	58 166	15.1%
<b>Number of employees</b> Headcount (including temps)			
	577	479	20.5%
<b>Training spend</b> % of payroll			
	3.03%	0.65%	366.2%
<b>Alternative energy</b> % of total energy			
	20.1%	17.5%	14.9%
<b>Alternative water</b> % of total water			
	77.8%	72%	8.1%
<b>Productivity</b> Revenue generated per employee per annum (N\$'000)			
	363	262	38.6%

PROPERTIES

BROLL & LIST PROPERTY MANAGEMENT  
(NAMIBIA) (PROPRIETARY) LIMITED

CENTRAL PROPERTIES (PROPRIETARY) LIMITED

O&L PROPERTIES (A DIVISION OF WUM  
PROPERTIES (PROPRIETARY) LIMITED)

WERNHIL PARK (PROPRIETARY) LIMITED

MACRO-FACTORS

Broll Namibia manages O&L's property portfolio including Wernhil Park, Carl List Mall, Town Square, the Old Breweries complex, 77 on Independence, Walvis Bay's Seagulls Mall, Swakopmund's Pick n Pay and other erven across Namibia.

Growth was evident specifically in the central business district of Windhoek despite consumer spending being under pressure throughout the 2023 financial year. The latter was due to rising inflation and consecutive interest rate hikes by the Bank of Namibia. The Bank of Namibia predicts slowing inflation at the end of 2023 and in 2024, which should relieve the high interest rates and pressure on consumers' pockets. The retail sector is also expected to perform better in 2024, supported by the intensification of construction activity linked to oil mining and Green Hydrogen projects.

FOCUS AREAS FOR 2023

The main focus areas for 2023 were filling vacancies across the property portfolios and retaining current tenants at optimal rental levels, reduction of debtor's books and focusing on additional external income streams.

Wernhil Park welcomed LC Waikiki, a first for this retail offering in Namibia, and the first PNA. Vacancies returned to a low of 6%. Moreover, Wernhil Park commissioned its carport solar PV system of 990 kWp with 1 520 state-of-the-art bi-facial solar panels built on a customised carport structure and nine high-tech inverters.

NamRa leased Central Properties' Town Square office floors after being vacant for four years. Optimal tenant mix for the mall is one of the main focus areas to ensure the mall is revived to a significantly lower vacancy rate.

However, the vacancies across the portfolio have not displayed the same vigour in the other properties as in Windhoek. The Old Breweries complex and Walvis Bay's Seagulls Mall are currently prioritised for refurbishment to allow us to showcase who we are in line with the O&L Persona.

The debtor's book has improved, although historical legal debt remains a struggle to collect. The legal process remains cumbersome and ineffective due to the suspension of the attachment of immovable property through the Magistrates' Courts.

Broll Namibia has secured two new external property management clients and retained its Facility Management offering to Namibia.

RISKS AND OPPORTUNITIES

Competition has been increasing in the property management offering in Namibia and brings an exciting new opportunity to diversify and expand the portfolio's current service offerings. Understanding the optimal tenant mix for the various malls is vital to those needing revival and those already thriving to retain improved vacancy rates.

FUTURE OUTLOOK

The expected improved economic activity will stimulate retail demand and hopefully see a significant revival of the O&L malls.

Vacancies are always at the forefront of the focus areas, but this year we will formulate a strategy for longstanding problematic vacancies across all portfolios.

We have planned strategic projects in line with our vision board for 2025 and refurbishments for the Old Breweries complex, Seagulls Mall and other exciting opportunities at the coast and central Namibia.



O&L PROJECT MANAGEMENT (PTY) LTD

O&L Project Management (Pty) Ltd, (O&L PM), provides professional purposeful project management services, being involved from the concept stage until completion / handover stages. The company's main focus is construction projects, internally within the O&L Group but also externally to the group.

Since O&L PM inception in 2020, the company was involved in some prestigious projects, namely: Midgard Lodge refurbishment & additions and Hilltop Village retail & offices development. We recently started to diversify the project management offering, by also managing business related projects.

During the year under review, O&L Project Management were involved in the following projects:

- Mokuti Etosha refurbishment & additions
- Strand Hotel mechanical refurbishment
- Green Hydrogen Pilot Plant
- Various smaller projects

As O&L PM is currently involved in various project concept designs and feasibility studies, some of the projects are expected to materialise and kick-off in FY2024. O&L PM is confident and excited with the potential project management business future.

2023	2022	% CHANGE
Revenue N\$ '000		
198 656	179 656	10.6%
EBIT excluding fair value gains N\$'000		
132 941	120 497	10.3%
Fair value gains N\$'000		
(25 186)	35 631	-170.7%
CSI spend N\$ '000		
271	1 135	-76.1%
Value of O&L Group Property portfolio N\$'000		
2 291 825	2 323 137	-1.3%
Gross lettable area managed by Broll (including property not owned by O&L) m²		
131 569	120 706	9.0%
Number of employees Headcount (including temps)		
44	50	-12.0%
Training spend % of payroll		
0.63%	0.66%	-4.5%
Vacancy rates %		
19.6	33	-40.6%
% Alternative energy % of total energy		
12.3	11.3	8.8%

2023	2022	% CHANGE
Revenue N\$ '000		
4 541	5 230	-13.2%
EBIT N\$ '000		
691	1 137	-39.2%



## RETAIL

**MODEL PICK N PAY (A DIVISION OF WUM  
PROPERTIES (PROPRIETARY) LIMITED)**

## MACRO-FACTORS

The Namibian economy faced new challenges in the current year, such as rising inflation, increased interest rates and fluctuating global fuel prices. Namibia is no exception, and the domestic economy is expected to experience steady but slow growth going forward. Customer spending trends are also rapidly changing, with month-end sales not spiking as in the past.

## PERFORMANCE AND FOCUS AREAS FOR 2023

The focus in 2023 was to increase the customer experience through customer service, price and quality. We continue to unlock opportunities to improve efficiencies, reduce costs and remain agile in response to the challenging economic environment. Our focus on creating premium customer experiences through our people continues to be our differentiating factor and will allow us to weather current market conditions. This further sets us up for future sustainable success. Pick n Pay Namibia strategically decided to expand our General Merchandise range across our stores, unlocking a new market and attracting more customers to our stores.

## RISKS AND OPPORTUNITIES

Our main risks remain increasing inflation, consumer spend being under pressure, and aggressive store expanding strategies by competitors into the low living standard measures markets and selectively into the high living standard measures market. Loadshedding impacts the South African products that dominate the Namibian retail space. The supply and price of these products impact stockholding and sales. The risk of loadshedding within the Namibian market will further increase operational cost and will be expensive to mitigate.



## FUTURE OUTLOOK

The market's recovery from COVID-19 keeps affecting the retail market. This will continue for the foreseeable future. The interest rates are currently high and negatively affecting consumer spending. A future decrease in these rates can thus be beneficial to the market. The inflationary increases have slowed down gradually and are expected to continue to decrease in the foreseeable future. In the current year, high unemployment rates are expected to persist in Namibia. The trading conditions continue to be very competitive, and the challenge is to grow revenue during these times. Our focus for FY2024 is to increase revenue while not neglecting the continuous drive on improving efficiencies.

Model Pick n Pay's continuous aim is to limit and, where possible, reduce price inflation while giving more value to consumers.

2023	2022	% CHANGE
<b>Revenue</b> N\$ '000		
2 135 930	2 056 372	3.9%
<b>EBIT</b> N\$ '000		
(39 280)	3 377	-1 263.2%
<b>CSI spend</b> N\$ '000		
186.0	59.7	211.6%
<b>Volume</b> Units sold ('000)		
95 908	104 451	-8.2%
<b>Employees</b> Headcount (including temps)		
1 704	1 782	-4.4%
<b>Training spend</b> % of Payroll		
0.8	0.46	73.9%
<b>Alternative energy</b> % of total energy		
6.9	3.3	109.1%
<b>Productivity</b> Units sold per employee per annum		
56 284	58 780	-4.2%
<b>Waste and Shrinkage</b> N\$ as % of revenue		
1.34	1.59	-15.7%



## DRIVING POSITIVE CHANGE – TOWARDS SUSTAINABILITY

At O&L, we are committed to sustainability and actively contribute to a greener future as we work towards a 50% reduction of reliance on conventional energy and water sources. We focus on renewable energy and responsible water management to reduce our environmental impact.

Through our solar initiatives, we have expanded our capacity, generating clean, renewable energy. During the past financial year, we have installed a 500 kWp solar plant at Otavifontein and added additional capacity of 1.2 MWp at both Wernhil and NBL. We have further extended our solar initiatives to our retail stores, with three additional stores - Rundu, Katima and Olunkono in Ondangwa - joining the solar revolution. Our total installed solar capacity is now approximately 9.5 MWp which can produce up to 15 million kWh per annum and thereby significantly reducing our carbon footprint.

Recognising the scarcity of water in our arid country, we are proactively alleviating pressure on local authorities and conventional water suppliers. Through sustainable water management, we work towards the goal of 50% of our water coming from alternative sources, thereby reducing strain on traditional sources like dams. Our Hanganá desalination plant and independent boreholes at Midgard and Mokuti play a crucial role in meeting our water needs and goals. Looking ahead, we plan to implement reclamation plants at Namibia Dairies and Hartlief, promoting water conservation and re-use.

We believe that small changes can have a significant impact. By embracing solar power, implementing energy-saving measures and adopting comprehensive waste management practices, we are driving positive change within our organisation. Our commitment to sustainability is aligned with our purpose of Creating a future, Enhancing lives and one of our values - Naturally today, for tomorrow.



CENTRALISED SERVICES

OHLTHAVER & LIST CENTRE (PROPRIETARY) LIMITED

The O&L Centre consists of three divisions: O&L Corporate, Centre of Excellence and BrandX.

O&L Corporate encompasses the Group Leadership Team responsible for leading the Group’s strategy. It also includes secretarial services, corporate relations, corporate finance, a strategic support/mergers and acquisitions function, innovation, human capital and an international business office.

The Centre of Excellence provides specialised and shared services to all operations within the O&L Group. Specialist services involve aspects of the Group’s strategy and functions such as risk assurance and operational risk management, sustainability, information systems, information technologies, digital support, operational finance and operational excellence projects.

BrandX is an advertising and marketing division formerly known as Weathermen & Co. Its role extends beyond promoting O&L Brands, as it also offers services to external clients. Please refer to the below for detailed information on the operational review for BrandX.

During the year under review, O&L Centre achieved several projects and milestones, including:

- Attendance at the Green Summit Conference in Cape Town, Seafood Conference in Barcelona and Tourism Expo’s in Mexico, Miami and San Francisco through our international business office.
- Various employee engagement initiatives, including the introduction of the O&L Culture Awards (replacing the previous 12 seasons awards), O&L Persona model and Mwenyopaleka Friday Golden Thread Campaign.
- Successful acquisition of Sindana Communication and integration into the BrandX team.
- Negotiating substantive agreements for almost all operating companies within the O&L Group.
- Introducing rewards dashboards for all operating companies, which present employee data in an easy-to-understand way for better decision-making.
- Various Strategic Leadership initiatives, including the Mini O&L World Programme, Genius interviews and Cascades for 25 new senior leadership employees.
- Various employee wellness interventions, including rejuvenation sessions for the leadership teams, occupational health surveys and the development of person-job specifications.

- Development of the O&L Leisure General Manager Development Programme against standards required for accreditation by the Namibian Qualification Authority.
- Main Data Centre Hardware Refresh.
- SAP Upgrade and Unicode migration.
- Introduction of environmental, social and governance (ESG) requirements to our Sustainability Programme.
- Establishment of the fraud and ethics department.
- Obtaining environmental clearance certificates for all relevant business units within the Group.
- Upgrading and installing video security systems for nine operating companies and access control systems for three operating companies.
- Coordinating and supporting the NBL/HEINEKEN transaction and signing the Transitional Service Agreement (TSA).

	2023	2022	% CHANGE
Revenue N\$ '000			
	179 495	145 969	23.0%
EBIT* N\$ '000			
	(41 850)	(30 970)	-35.1%
CSI spend N\$ '000			
	49.8	33.6	48.2%
Employees			
	141	118	19.5%
Training spend N\$'000			
	0.70	0.76	-7.9%

\*EBIT excludes movement in credit loss allowance for subsidiaries of N\$ 125 500, (2022: N\$ (24 856)).



TLT INSPIRE REJUVENATION SESSION: A MILESTONE IN WELLNESS

As we reflect on the past financial year, it is crucial to highlight the innovative strides we have made in promoting employee wellbeing within our organisation. One notable achievement was the introduction of the TLT Inspire Rejuvenation session at Midgard, which proved to be a game-changer for our employees’ mental and physical wellbeing. This initiative has now extended to our LT teams, aligning with the core values of O&L that emphasise the importance of holistic wellbeing, focusing on self-care, gratitude and personal leadership in maintaining a healthy and motivated workforce.

At O&L, we recognise that mental and physical wellbeing plays a vital role in keeping our employees inspired and motivated. To empower our workforce, we have endeavoured to provide them with the necessary skills for self-care and gratitude. Through the Inspire Rejuvenation sessions, our employees have gained valuable resources to assist them in times of need, while also becoming a source of support for their families and colleagues. By involving the entire team, we are fostering a supportive and proactive work environment where wellbeing is a shared responsibility.

The Inspire Rejuvenation sessions have encouraged individuals to develop personalised self-care plans and prioritise their wellbeing. By following up with participants, we have witnessed remarkable progress in areas where improvement was required. Healthy eating plans, exercise routines and emotional wellbeing practices have seen notable improvements, which has resulted in positive feedback from participants. Life coaching and psychologist sessions have experienced a definite uptake, indicating a strong interest in personal growth and wellbeing.

The Inspire Rejuvenation session at Midgard has proven to be a significant and innovative milestone in our commitment to wellbeing. By prioritising mental and physical wellbeing, we have empowered our employees to become leaders in their own wellbeing journeys. The enthusiastic participation and positive feedback received from our employees underscore the success of these initiatives and leads to a healthy and sustainable workforce.





O&L BRANDX – A DIVISION OF O&L CENTRE

The Ohlthaver & List Group's advertising business, formerly known as Weathermen & Co, rebranded to O&L BrandX, a division of the Ohlthaver & List Centre (Proprietary) Limited, on 1 July 2022. This was the first step away from being a traditional advertising agency for ten years to becoming a full-service experiential marketing company committed to unleashing brand potential and enhancing client experiences across and beyond the Group.

During COVID-19 the business used the time to recalibrate and reset, setting up its key strategic pillars of strategy/research/consumer insights, creative services, channel strategy and experiential marketing. The next step in differentiating BrandX as a strategic business enabler was establishing an events division within BrandX on 1 October 2022, with the acquisition of Namibia's no.1 events company, formerly known as Sindana Communications.

These developments were perfectly timed as Namibia and the world emerged from the scourge of COVID-19, and businesses aggressively sought to ramp up their marketing efforts to rise to recovery and eventual growth.

A team of specialists in all spheres of marketing have set out to lead brand experiences for all O&L consumers and customers across all touch points. Furthermore, BrandX will continue to service external clients, truly bringing the O&L Purpose of "Creating a future, enhancing life", alive for them and their brands by delivering the X-factor through purposeful, intelligent and consumer-centric brand experiences.



**INNOVATIONS – EVERYONE'S IDEA MATTERS**

The Innovations Digital Suggestion box is an online platform that is accessible to all O&L employees and that allows for employees to submit their ideas. The purpose of this suggestion box is to give all the O&L employees an opportunity to share their ideas, have their ideas heard and investigated and most importantly, help them grow by taking them along the journey.

We believe that everyone's contribution matters and that we can all make a positive impact. Cultivating a culture of continuous innovation and creating new-to-world outcomes is part of who we are, and this platform allows all of us to do just that. By offering a simple, hassle-free but effective way to submit ideas, we can ensure that anyone and everyone can take the reins in developing these ideas whilst receiving guiding values, support, and expertise.

The digital suggestion platform speaks to our intrinsic need to contribute to a greater good and be part of something bigger than ourselves. The opportunity of being heard and being able to contribute towards a greater sense of meaning yields and unleashes unlimited potential in all of us and is a critical enabler towards our collective purpose of creating a future enhancing life.

The Digital Suggestion Box was launched 4 months ago and we have experienced an exciting inflow of concepts and ideas. Submitted concepts and ideas find themselves in three different domains, namely inventions, innovation and improvements. Many of the submissions are within the improvement domain suggesting process optimisations. Others are within the innovation domain. We are very proud of the submissions received to date as this demonstrates our collective sense of owning the whole in service of our purpose. All submissions follow a thorough evaluation and investigation process with a dedicated feedback loop.

So far, over 40% of all submitted ideas have been approved for the final evaluation process, and we will surely share more once the first ones have been implemented.

ENERGY

O&L NEXENTURY GROUP

MACRO-FACTORS

O&L Nexentury is a vertically integrated Independent Power Producer (IPP) Developer, Engineering, Procurement, and Construction (EPC) contractor. It provides technical operating, maintenance, and asset management services to its PV projects.

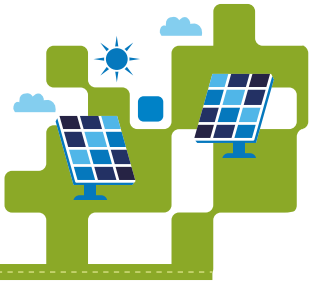
The Company primarily develops IPPs in Germany and Namibia. Additionally, O&L Nexentury is exploring business opportunities in South Africa, Botswana, Senegal, and the Netherlands. The Company also considers tertiary market entry opportunities in the EU and SADC regions.

O&L Nexentury exclusively focuses on large (>1 MW) utility-scale project development and EPC projects to achieve scalability in the industry. The Company is developing a 600 MW pipeline of PV projects in Germany, with an average project size exceeding 15 MW. In the SADC region, O&L Nexentury may pursue individual projects below the 1 MW threshold on a case-by-case basis if determined to be strategically advantageous by management. By spreading fixed operating expenditures across larger projects and increasing unit purchase size from original equipment manufacturers, the Company aims to obtain buyer power and maximise efficiency.

Supplementary to its core solar PV infrastructure, O&L Nexentury has references and growing expertise in off-grid and mini-grid solar PV ecosystems in conjunction with electrical generators and/or large lithium-ion energy storage systems (ESS). Beyond hybrid ESS/off-grid and ESS/mini-grid solutions, O&L Nexentury is developing large multi-megawatt hour grid-connected ESS applications for network operators and large (C&I) off-takers in Africa and Europe.

FOCUS AREAS FOR 2023

Since re-entering the German market in 2020, O&L Nexentury has significantly expanded its PV development pipeline and achieved key milestones on several projects. Such project development milestones include securing land parcels through lease contracts, obtaining grid connection agreements, and successfully achieving key land rezoning and building permit milestones. In one specific project, FPV Philipp See, the Company has obtained the project's final building and water permits, marking a crucial step towards a complete and bankable PV development project.



Once a project reaches the shovel-ready status, O&L Nexentury follows the below process;

1. O&L Nexentury completes its primary project development process across its vertically integrated value chain. The project's special purpose vehicle (SPV) is sold and transferred to ultimate project investors during this stage. In 2023 and beyond, O&L Nexentury aims to define a set of key project metrics and to improve the handover from project development and the investment decision process. Projects that meet defined metrics will be presented to the O&L Group, which will have the discretion to accept or pass on the investment opportunity.
2. After the project is transferred to the new owner, the primary focus is on achieving financial close. In cases where the O&L Group has elected to be the project sponsor, O&L Nexentury takes the lead in the subsequent phase, working towards attaining financial close. This involves modelling and optimising the capital structure, ensuring the security of the project's income streams, arranging favourable non-recourse senior debt, and raising additional co-equity investor capital, following the investment strategy.
3. In parallel to defining and securing the capital structure to achieve financial closure, O&L Nexentury takes on the role of an EPC contractor. This involves optimising the PV plant design, engineering, and output profile to align with the sponsor's PV plant operating strategy. The objective is to ensure that the lenders and sponsors are legally secured to receive the timely delivery, cost-effectiveness, commissioning, and operational performance of the PV plant. By fulfilling these responsibilities, O&L Nexentury strives to meet the expectations of all stakeholders involved in the project.

O&L Nexentury will strive to improve communication, the investment decision-making process and the operating and project execution dynamic between itself as a project developer, project EPC and technical operation and maintenance (O&M) operator, and with the O&L project equity sponsor structures.

RISKS AND OPPORTUNITIES

As the Russia-Ukraine war continues into its second year, Europe’s liquified natural gas (LNG) prices have stabilised thanks to the approval of three new LNG regasification terminals in Germany and the filling of strategic reserves for the upcoming winter. Electricity prices have also recovered from last year’s all-time highs, bouncing back from the recent lows observed in 1Q of 2023.

The recent downturn in the German energy spot market has led to a decline in the prices of long-term power purchase agreements (PPAs), which were previously significantly higher than the risk-free 20-year energy and economic growth (EEG) guaranteed energy price floor. Consequently, institutional investors have increased their project equity quotas, anticipating near-term revenue generation through electricity sales on the spot market. This volatility in the short term has not affected the flow of capital or the availability of build-ready projects in the German market, with a record number of newly installed PV capacity projects expected for 2024.

While the spot market’s increased volatility poses a risk to stable equity yields for operating renewable energy assets, it has also opened up opportunities such as leveraging large-scale battery storage infrastructure to capture spot market price arbitrage. ESS operators can sell their stored electricity during peak morning and afternoon periods when prices are higher while recharging during mid-day periods when PV generation can potentially surpass demand.

Looking ahead, O&L Nexentury foresees a significant increase in its pipeline of large utility-scale projects under development, potentially reaching a gigawatt (GW) or more in Germany alone. This growth is driven by the renewable energy transition, increasing demand for ESG products, and ongoing technological advancements. These factors are expected to support investments of tens of billions of Euros in new infrastructure by 2030.

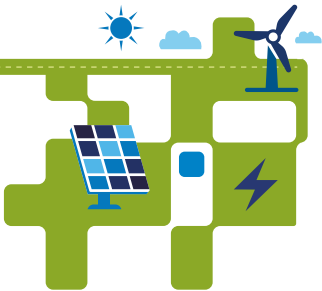
In Namibia, SADC and the rest of Africa, renewable energy continues to offer this generation’s biggest opportunity to fight global warming and provide cost-effective and reliable energy. From Namibia’s modified single buyer (MSB) to South Africa lifting requirements to obtain energy generation licenses on IPPs up to 100MW, support for decarbonising our future is gaining momentum. Beyond the SADC markets, O&L Nexentury has set its targets on West Africa, where equally large opportunities exist.

FUTURE OUTLOOK

O&L Nexentury is developing further solar power plants within the O&L Group for Hartlief, Namibia Dairies and others, including a large-scale O&L Central Solar PV plant with the opportunity to supply customers in Namibia and export electricity. O&L Nexentury has also completed a feasibility study on Green Hydrogen in Namibia with the German Development Organization (DEG) and is now involved in Namibia’s first Green Hydrogen pilot project. O&L Nexentury is further busy developing various renewable energy plants, especially solar PV and wind energy, in Namibia, South Africa, West Africa and Europe.

2023	2022	% CHANGE
Revenue NS '000 *		
86 397	64 688	33.6%
EBIT NS '000		
2 488	4 781	-48.0%
CSI Spend NS '000		
10	6	66.7%
Employees Headcount (including temps)		
20	19	5.3%

\* This includes both internal and external revenue



ORGANIC ENERGY SOLUTIONS (PTY) LTD

MACRO-FACTORS

Organic Energy Solutions established a bush-to-energy operation, harvesting invader bush species in Namibia to generate sustainable thermal energy for industrial purposes. Further applications for the bush-based biomass have been developed, such as gardening products (compost and lawn dressing) and animal fodder.

FOCUS AREAS FOR 2023

During FY2023, Organic Energy Solutions achieved record sales volumes exceeding 7 000 tonnes of bush biomass. Sales of byproducts, such as garden products, declined due to lower disposable income and overall slow sales within the specific category.

Focus was on developing initiatives to market bush-to-energy concepts, replacing heavy fuel oil (HFO) and low fuel oil (LFO) with bio-fuel within the Namibian industry. These initiatives set a solid foundation, enabling Organic Energy Solutions to increase production volumes and engage in discussions with potential additional clients.

RISKS AND OPPORTUNITIES

Organic Energy Solutions depends on one large industrial customer, NBL, which presents a concentration risk. Considering Organic Energy Solutions’ capex requirements and asset replacement strategy, we successfully negotiated a long-term off-take agreement with NBL.

In addition to the current off-take volumes by NBL, potential opportunities might exist to develop additional demand for wood chips to general thermal energy within the Namibian food processing sector. We are exploring further opportunities, focusing on heat conversion to provide energy solutions to industries with a high thermal energy demand and big cooling facilities. A steep increase in energy costs – especially fossil fuels – is having a favourable impact on possible opportunities.

On the back of international agreements focusing on the reduction of CO² emissions and the increasing trade in carbon credits, additional focus is on the role that the Namibian biomass industry can play in this regard.

FUTURE OUTLOOK

The utilisation of Namibia’s biomass has become an ever-increasing focus area.

Organic Energy Solutions, as part of the Namibia Biomass Industry Group, constantly evaluates upcoming opportunities within the energy sector. International market disruptions within the energy sector might hold certain opportunities for the bush-biomass industry in Namibia. However, due to the high logistics cost of Namibia’s rail and harbour infrastructures, the export part of our strategy remains marginal.

We believe in primarily developing applications for Namibia. Aside from the current side products (compost, animal fodder), we are looking into the feasibility of various alternative applications, including building materials.

2023	2022	% CHANGE
Revenue NS '000		
17 817	12 070	47.6%
EBIT NS '000		
3 586	(2 131)	268.3%
Employees Headcount (incl. temps)		
9	7	28.6%



ENGINEERING

KRAATZ (PROPRIETARY) LIMITED

MACRO-FACTORS

Kraatz provides engineering solutions and services to the oil and gas, marine, mining, and general industrial sectors. This includes ship and rig repairs on- and off-shore, steel fabrication and construction, and engineering maintenance. Kraatz is also the Namibian agent for Hitachi Construction Machinery, supplying Heavy Machines and Equipment (HME) and product support services.

The consistent and relatively stable crude oil price positively impacted the Marine and Offshore revenues in FY2023. Revenue derived from the mining industry remained comparable to the previous year's performance. The decline in the construction market had a major impact on Kraatz Windhoek. The slow recovery of the Namibian economy results in limited project potential and high competition throughout the private sector. Elevated resource cost results in high pressure on performance and deliverables.

Recent developments in the mining sector regarding the construction, relocation and renewal of machinery and plants create substantial future opportunities. In combination with the need to comply with international standards, Kraatz sets up the required certifications to deliver on these customer requirements.

The global price variance, availability and lead time of raw materials remain challenging.

PERFORMANCE AND FOCUS AREAS FOR 2023

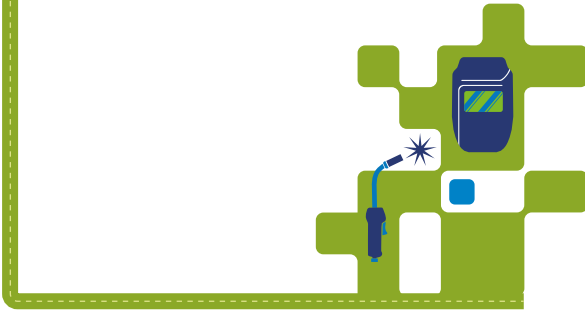
Kraatz had a slower-than-planned implementation process of repositioning itself to facilitate more efficient and specialised fabrication and maintenance services to support our Vision 2025. The one area of this process that made significant progress is appointing critical skills throughout the organisation.

RISKS AND OPPORTUNITIES

The rapidly growing development in the oil and gas sector and the potential in the green energy and hydrogen sector attract national and international investments. This leads to an increase in competition and opportunities in the engineering sector. A flexible business strategy with close support from our shareholders will enable us to set up the business for future requirements.

Kraatz is actively exploring dynamic supply chain models to mitigate the impact of this risk and as a potential revenue stream.

Kraatz continuously adapts to market conditions and is committed to providing customer-focused solutions and engineering services. This gives us an innovative and proactive approach to capitalise on the massive growth opportunity in the industrial and evolving Marine and Offshore market.



FUTURE OUTLOOK

To achieve Vision 2025 and long-term sustainability in the industrial industry, Kraatz will focus on the following objectives:

- 1. Ensure financial, administrative, and legal compliance by introducing relevant policies, systems, ISO and procedures; cost-effective reporting of the business and its projects; and implementing a real-time inventory, labour and asset management system.
- 2. Implement proactive project tracking, review, and close out postmortem linked to performance management systems.
- 3. Kraatz has decided to strategically upgrade facilities to comply with the continuously growing workforce and provide a breakthrough environment.
- 4. Improvements to the Learning and Development Programme with a dedicated budget will enable us to up-skill and invest in our employees.
- 5. Replacement and modernisation of our assets will ensure a competitive edge.
- 6. Strategic new business developments will add consistency to the business portfolio.
- 7. Expanding of supply chain and critical stock to support current and future operations.
- 8. Kraatz will focus on rolling out ISO: 9001 and obtaining accreditation by the end of 2024. ISO 9001 is the international standard specifying requirements for a quality management system (QMS). This will enable Kraatz to demonstrate the ability to consistently provide products and services that meet customer and regulatory requirements. ISO 9001 will be the basis certification for several specialised accreditations to follow such as ISO 14001, ISO 3834, DNV, ABS, etc.

Trading conditions in 2024 will remain tough. During this time, the business will position itself to capitalise on the opportunities of FY2025 and beyond.

2023	2022	% CHANGE
Revenue N\$ '000		
134 720	114 162	18.0%
EBIT N\$ '000		
(7 035)	(21 454)	-67.2%
CSI Spend N\$ '000		
41	33	24.2%
Employees Headcount (including temps)		
209	253	-17.4%
Training spend % of payroll		
0.83	0.32	159.4%
Employee Utilisation % Hours recovered vs available		
87	94	-7.4%

ASSOCIATE  
INFORMATION TECHNOLOGY

DIMENSION DATA NAMIBIA (PROPRIETARY) LIMITED

MACRO-FACTORS

The 2022 Bank of Namibia economic outlook forecasted a real GDP growth of 2.5% for FY2022 and 4.2% for FY2023 in relation to the information technology industry. The past year remained a challenge with increasing fuel costs, and currency volatility played a key role in the increased IT hardware and software prices, especially those linked to the USD.

Despite this, in the preceding year, we could see substantial growth in the IT industry. This took the form of security infrastructure upgrades and related managed services, investment in Software Defined Wide Area Networks (SD-WAN) and increasing demand for IT projects, particularly in the construction field.

FOCUS AREAS FOR 2023

Dimension Data Namibia experienced an exceptional performance in FY2023, with revenue growth of 38% and net profit growth of 86% from the prior year. The organisation had great successes in our Cyber Security and Integrated Infrastructure divisions. Furthermore, it successfully closed multi-year annuity contracts to the value of N\$ 76 million. With an emphasis on our culture of learning and development, we doubled our certifications and ensured our employees' continued up-skilling. This created opportunities for growth and promotion within the Company structures.

Our identified focus areas for FY2023 were the investment of our local platform and service capabilities and further investment in our skills to ensure outstanding services to our clients and to re-ignite our relationships with our partners.

RISKS AND OPPORTUNITIES

Exchange rate fluctuations, material shortages in the industry, and certain specialised IT skill shortages in Namibia pose a risk for the industry.

The demand for business continuity, adequate redundant wide area networks, more secure IT environments, Opex vs Capex models and the different subscription-based IT opportunities create immense opportunities for the industry.

FUTURE OUTLOOK

The outlook for Dimension Data relies on investment in and expansion of our local platforms and the service offerings to our clients. We must ensure we lead the industry with the relevant technology trends and understand what is best for our clients' IT environments by having all the relevant solutions available. We must invest in our greatest asset, our people. Therefore, we must build technical capabilities for the sustainability of Namibia's IT future and ensure we are always ahead of the curve when it comes to being a knowledge-based organisation which is proactive rather than reactive. Through this, we will remain true to our vision to be Namibia's most referred technology partner.

2023	2022	% CHANGE
EBIT from associate N\$ '000		
7 783	4 492	73.3%
Number of employees Headcount (including temps)		
61	62	-1.6%
CSI Spend N\$ '000		
22.2	12.7	74.8%
Training Spend % of payroll		
1.72%	0.87%	97.7%

JOINT VENTURE  
CONSUMER ENGAGEMENT

BRANDTRIBE (PROPRIETARY) LIMITED

Brandtribe is a joint venture between O&L SA and Techsys (Cape Town). Brandtribe is a Consumer Engagement platform used by brands to interact with their consumers across digital platforms to understand who they are and what they do and want.

RISKS AND OPPORTUNITIES

The main risk for Brandtribe in FY2024 will be retaining current customers. Two of our largest customers have experienced ownership changes and adopted new ways of working. Brandtribe has been informed that both companies will place their CRM requirements on tender soon. As the incumbent supplier, we will take this opportunity to understand our customer's needs better and propose the best possible solution.

FUTURE OUTLOOK

Our focus remains on ensuring we meet current customer needs and on cost containment.

2023	2022	% CHANGE
Revenue N\$ '000		
3 063	4 458	-31.3%
EBIT N\$ '000		
727	846	-14.1%



CLEANERGY SOLUTIONS NAMIBIA - INNOVATIVELY  
SUSTAINING THE FUTURE, CREATING NEW REALITIES

Cleanergy Solutions Namibia, a joint venture between the Ohlthaver & List (O&L) Group and Compagnie Maritime Belge (CMB)'s clean tech division, CMB.TECH, was established in February 2022. Our partnership with CMB.TECH, renowned for its expertise in hydrogen and green ammonia production, positions us at the forefront of sustainable energy innovation. By combining O&L Group's investments in Namibia, renewable energy capabilities and CMB.TECH's strengths in hydrogen and industrial applications, we have embarked on a transformative journey to create a cleaner and more sustainable future.

Together, we have pioneered the development of a ground-breaking project - the Green Hydrogen pilot plant and demonstration hub. This innovative initiative in Namibia and on the African continent represents an investment worth approximately US\$ 25 million. Phase One is expected to be completed and operational by April 2024.

Our focus lies in leading the development of the green hydrogen production pilot plant in Namibia's Erongo region. This demonstration hub, encompassing Phase One, includes hydrogen production facilities, a refuelling station and a training centre. This integrated approach not only aims to foster the growth of the local economy but also equips Namibians with valuable skills and knowledge while facilitating vital research. At the same time much needed employment opportunities are created in the Erongo region. Phase Two,

scheduled for 2027, will witness the establishment of a commercial plant, solidifying our commitment to sustainable energy production.

The pilot plant is projected to produce 200 tons of hydrogen annually. The hydrogen is planned for applications in the port sector, road and rail transportation and the mining industry. By supporting the development of non-fossil energy sources, we contribute to the 'energy transition'. Namibia, with its expansive open spaces and abundant solar and wind energy resources, is exceptionally positioned to produce green fuels.

As we forge ahead, creating a future, enhancing life remains our guiding principle. Cleanergy Solutions Namibia is leading the way in redefining the energy landscape. Our pioneering efforts in green hydrogen production, coupled with our commitment to economic development and skills enhancement, exemplify our relentless pursuit of a sustainable future for all. With Namibia's abundant renewable resources, we are creating new realities by offering clean and efficient energy solutions while preserving the natural beauty of our planet.

CLEANERGY SOLUTIONS NAMIBIA (PTY) LTD

MACRO-FACTORS

Cleanergy Solutions Namibia (Cleanergy) is a joint venture between the O&L Group and Belgium Shipping Group CMB, more specifically, their technology division CMB.TECH. CMB.TECH develops applications that are powered by hydrogen and/or ammonia. Applications for dual-fuel combustion technologies have already been developed for example for ferries, tugboats, trucks, excavators and generators.

Cleanergy is developing a Hydrogen Pilot Plant near Walvis Bay. We aim to have it up and running by April 2024. It comprises about 5MW of solar PV, a 5MW electrolyser, a refuelling station and a training centre. With the pilot plant, we test technologies and infrastructure, support decarbonising projects in the port and transport sector, and facilitate skills development in hydrogen-related technologies.

With the learnings from our pilot plant, we will embark on a bigger commercial operation as phase II. This second phase will include desalination and ammonia production.

We experienced a significant increase in hydrogen-related projects worldwide. This caused a marked increase in lead times and the cost of specialised hydrogen equipment and machinery.

FOCUS AREAS FOR 2023

- Our focus for 2023 was on:
- \* Building a Cleanergy core team, which has been put in place
  - \* Planning and setting the foundation for the "Green Hydrogen Pilot Plant", specifically:
    - Obtaining the necessary approvals
    - Finalising the concept planning and design
    - Ordering the long lead time items
    - Obtaining/applying for grant funding
    - Commencing construction

RISKS AND OPPORTUNITIES

- Risks:**
- Lead time and cost escalations due to the worldwide hydrogen boom
  - Delay in grant funding
  - Negative public perceptions of hydrogen projects
  - Uncertain long-term business case (market pricing for green fuels)
- Opportunities:**
- First mover in Namibia
  - Development and key participant in an emerging industry
  - Key player in the energy transition
  - Enabler/opportunities for Group Companies (i.e. Kraatz, O&L Nexentury)

FUTURE OUTLOOK

- The main priorities for 2024 are:
- \* Complete the construction and commissioning of the Green Hydrogen Pilot Plant
  - \* The development of a local hydrogen off-take industry
  - \* Development of content for the training centre/academy
  - \* Concept development for phase II

2023	2022	% CHANGE
EBIT NS '000		
(1 272)	(55)	- 2 212.7%





# OUR COMMITMENT TO SUSTAINABILITY, GOVERNANCE AND RISK

\* The information used in this report is inclusive of Namibia Breweries Limited up to April 2023.

The Board of Directors of O&L is firmly committed to upholding Namibia’s highest standards of corporate governance best practices. Our goal is not only to be recognised as consumers or participants in good governance but to be co-creators of exceptional corporate governance. We consider this role fundamental in ensuring ethical and effective leadership.

Driven by our commitment to best practices, we continuously strive to improve how we manage and integrate good governance across our organisation. Though not mandated by law, O&L voluntarily adheres to the corporate governance imperatives outlined in the Corporate Governance Code for Namibia (NamCode). Additionally, we follow the provisions of the Companies Act 2004 and its regulations, the Company’s Memorandum and Articles of Association, and relevant regulatory and supervisory guidelines, principles, codes, and best practices.

All operating companies within the O&L Group share in this commitment, working together to achieve our desired outcomes of fostering an ethical culture, ensuring business performance, effective controls, and legitimacy. This approach creates an environment where ethical and effective leadership complement each other seamlessly.

A strong commitment to corporate governance is embedded within the O&L Culture, Purpose, and Values.

Our culture encourages openness, ownership, accountability, and integrity, which are crucial in fostering effective risk management and good corporate governance practices throughout our business operations. We are determined to continue upholding these principles in the years to come.

The Board of Directors convenes regularly to oversee the performance of the Group and engage with relevant stakeholders. During these meetings, the Board focuses on various critical matters, ensuring that discussions related to policy, strategy, and performance are thorough, well-informed, and constructive. The Board’s proactive approach is pivotal in guiding the organisation towards its goals and fostering a culture of accountability and excellence.

## GOVERNANCE AND RISK MANAGEMENT

The O&L Group Operational and Assurance functions support the Group Risk Committee in its risk management oversight role. These are two distinct but interactive functions. Though the two functions operate separately, frequent engagement and inter-dependence are crucial to the success of the overall risk management programme. This also ensures that roles and responsibilities are not duplicated or in conflict.

The role of Operational Risk is to ensure that risks are governed in a way that minimises operational losses resulting from inadequate or failed internal processes, people, and systems or external events. The areas covered by Operational Risk include:

- Safety management
- Environmental management
- Business continuity management
- Security
- Loss prevention

The role of Risk Assurance is to ensure that risks and related opportunities are governed in a way that supports the organisation in setting and achieving its strategic objectives and covers the following areas:

- Enterprise risk management
- Compliance
- Business Processes Fraud and ethics

To ensure purposeful and proactive risk management, the Group Operational Risk and Group Risk Assurance functions report bi-annually to the Group Risk Committee on any risks (and related opportunities) that may prevent O&L from achieving its strategic objectives.

Besides continuous engagement between the O&L Group Operational and Assurance functions and individual operating companies’ leadership teams, risk discussions also form part of the day-to-day operations.

Risks and opportunities are discussed at the quarterly Business Leadership Review meetings that O&L Group Executives (Chairman of the Board, CEO, CFO, COO etc.) attend.

## OUR AGILE APPROACH TO RISK MANAGEMENT

The global pandemic and depressed market conditions reinforced the importance of effective risk management practices that reflect an uncertain and changing universe of risk. We have to be able to navigate increased risk exposures in a drive to protect stakeholder value. Now more than ever, the importance of organisational resilience, agility and adaptability has been highlighted to ensure future business sustainability.

The need for agility and business enablement led us to redefine the conventional understanding of risk management. We define the purpose of risk management as “the creation and protection of value”, aligned to our Group Purpose of “Creating a future, enhancing life”. Through this alignment, we embrace a purposeful culture that fosters creativity and innovation. We embedded this culture through our leadership dimensions of affinity, ownership, inter-dependence, purpose, and risk. The idea of “owning the whole”, where each employee understands their role in achieving our strategic outcomes, has led to individuals willingly taking up their responsibility of managing risk daily.

## OUR RISK MANAGEMENT FRAMEWORK

The Risk Management Framework remains the foundation for designing, implementing, monitoring and reviewing an integrated risk management process. The framework aligns with internationally accepted standards such as NamCode: 2014, ISO 31000:2018, ISO 14001:2015 and ISO 45001:2018.

The Risk Management Framework defines the risk structure and risk universe to ensure the following:

- A systematic approach to risk management
- Risk entrenchment within all operational and strategic activities
- Proactive identification of risks and opportunities
- Promotion of employee awareness and their individual responsibilities in terms of risk
- Prevention and/or minimisation of environmental damage
- Prevention and/or minimisation of loss and damage to Company assets
- Prevention and/or minimisation of accidents and injuries of employees
- Governing risk in a way that supports the setting and achievement of strategic outcomes

## KEY STRATEGIC RISKS FOR 2023

The O&L Group has spread its risk by investing in various industries and markets to address industry challenges due to depressed local and international market conditions. The implementation of pro-investment policies is necessary to lift business sentiment and employment.

KEY RISK AND OPPORTUNITY	HOW WE RESPOND
<b>Economic climate</b>	
Exposure to a limited but highly competitive single Namibian market under subdued economic conditions may dilute the profitability and resulting cash flow of operations.	In the face of fluctuations and instability in the local and international economic environment, including rising inflation and interest rates, we recognise the potential additional pressure on our operating companies. Reduced household spending poses challenges to our already strained operations. In light of these economic realities, our focus remains on effective margin management and rightsizing overheads to ensure operational efficiency. Additionally, we are actively exploring new business opportunities and revenue streams both within Namibia and beyond its borders.
<b>Operating company profitability</b>	
The potential risk of insufficient profitability of business operations may pose significant implications for the sustainability of ongoing operations and the overall cash flow of our enterprises.	As part of our commitment to enhancing the success of our businesses and ensuring efficient decision-making, the Chairman's Committee has taken on the role of sponsors for the various entities within the organisation. This strategic move allows our companies to benefit from direct and immediate access to the Committee, facilitating quick and effective decision-making processes. This allocation is intended to foster co-creation, alignment, and execution of the "Blueprint" for each respective business strategy going forward. Through this approach, we aim to optimise various aspects, including capacity and costing models, efficient utilisation of raw materials and resources, and improved service delivery.
<b>Policies and procedures</b>	
Financial losses and reputational damage can occur if critical processes and procedures are not in place, inadequately designed, or practiced inconsistently.	<p>We are pleased to announce that the Group Process Model has successfully migrated to Sharepoint Online. This migration enables easy access, review, and implementation of Group-wide policies and procedures, ensuring better governance and efficiency. To further enhance our processes, we are prioritising the migration of operating company-specific process models to Sharepoint Online. While some models are already migrated, others are being addressed on a priority-level basis.</p> <p>We aim to enhance transparency, accountability, and effective governance within the O&amp;L Group through these initiatives. We remain dedicated to continuously improving our processes and compliance standards to deliver value to all stakeholders.</p>
<b>Compliance</b>	
Non-compliance to laws, regulations, standards, policies, processes, or procedures, may result in business disruption, fines/penalties, loss of income and reputational damage.	We take compliance with laws and regulations very seriously at O&L. Various operating companies have appointed Compliance Officers, and our Finance Directors are actively involved in enhancing compliance. To reinforce our commitment, we have established a system to escalate any non-compliances through our internal governance procedures. Our primary focus is to adhere to all relevant laws, regulations, and standards. These proactive measures will significantly improve our compliance process, ensuring that the O&L Group fulfils its obligations effectively. By upholding transparency, accountability, and responsible business practices, we aim to maintain the trust and confidence of our stakeholders in all aspects of our operations.

KEY RISK AND OPPORTUNITY	HOW WE RESPOND
<b>Sustainability</b>	
Uncertain environmental, social or governance events or conditions that, if these occur, can cause significant negative impact on the Group. It also includes the opportunity that may be available to the Group because of changing social or environmental factors.	<p>To strengthen our commitment to sustainability and align with international ESG standards, we launched a comprehensive suitability enhancement project. Through this initiative, we aim to elevate our sustainability performance, making meaningful contributions to the environment, society, and governance standards.</p> <p>In addition to our sustainability endeavours, we are also taking proactive measures to address the risk of potential electricity supply issues from Eskom. An assessment of the current demand and diesel/solar generation capacity within the Group has been conducted, and specific needs have been identified. These measures are aimed at strengthening the resilience of our operations and ensuring uninterrupted power supply for our businesses. In addition to routine water-saving measures and alternative water sources.</p> <p>By undertaking these initiatives, we aim to strengthen the water resilience and ensure the continued availability of water for our businesses. Our commitment to sustainable water management remains unwavering, and we are dedicated to finding innovative and responsible solutions to navigate the challenges posed by water scarcity.</p>





SUSTAINABILITY

We started the SDG journey in 2020 with our material matters and 2025 Breakthrough Strategy as the foundation. This included extensive engagement with all operating companies. We aim to ensure that our sustainability efforts will support our 2025 Breakthrough Strategy and value system and create sustainable outcomes. We believe a strong Sustainability Programme builds credibility, improves relationships and enhances brand awareness.

The SDGs present a set of global goals and targets to focus our efforts. We recognise that the 17 SDGs are interconnected and interdependent, which we must prioritise to be catalysts for positive change.

O&L approached the SDG selection process by considering strategic outcomes and four major capitals: Financial (build), Human, Natural and Social.



BREAKTHROUGH STRATEGY, SUSTAINABILITY AND MATERIAL MATTERS ALIGNMENT

CAPITAL/DIMENSION	LINKED VISION, STRATEGIC FOCUS AREAS/OUTCOMES	SDGS
FINANCIAL/BUILD CAPITAL		
Business/Economic growth	• N\$ 4 billion EBIT	1, 2, 8,
Procurement – supporting local industries and SMEs	• 10 000 Employment Opportunities Secured	8, 9, 17
Innovation, new business (especially food production) and products/services	• Creating new-to-world outcomes	9
Productivity/efficiencies/utilisation	• A culture of continuous innovation, anything is possible	12
HUMAN CAPITAL		
Great Place to Work (GPTW)	• Top 25 GPTW	5, 8, 10
Organisational alignment (PRO diagnostic)	• Leading Genius	4, 9
Training and leadership development	• Everyone leading, everyone making a positive impact	4
Wellness		3, 8
NATURAL CAPITAL		
Energy	• Owning the future, creating new realities, enjoying the journey	7, 12, 13
Water	• Lasting relationships, sustaining the future	6, 12, 13
Waste Management (especially food)		11, 12
SOCIAL CAPITAL		
Education	• Owning the future, creating new realities, enjoying the journey	4, 11
Protection of Natural Resources	• All stakeholders purposefully engaged	6, 7, 13, 14, 15
Community Safety & Security	• Lasting relationships, sustaining the future	10, 11, 16

As part of the continued evolution of the organisation, the O&L Group decided to adopt ESG requirements into its Sustainability Programme. This will give our stakeholders comfort that the Sustainability Programme aligns with international best practice. We will introduce the ESG parameters gradually to ensure that the systems to integrate Governance and Risk Management (key cornerstones of ESG requirements) align fully with the purpose behind the Sustainability Programme.

Due to the diverse nature of the Group, we required a flexible guiding framework for the ESG Programme. Therefore, we adopted the Marsh ESG Checklist. This checklist comprises 166 requirements in 19 themes. Work sessions were held with various functional champions within the Group to determine the status of compliance with these requirements. We identified 18 gap action points, covering 49 ESG requirements, and will address these in the next financial year.

OUR STAKEHOLDERS

We do not operate in a vacuum but rather in a lively ecosystem of individuals, communities and organisations – our stakeholders within the public and private sector. We recognise the mutual dependence between us and our stakeholders, those who enable us to do what we do.

As we operate alongside and in collaboration with our stakeholders, we acknowledge the importance of building and nurturing relationships with them to reach our shared objectives and create the value we want to realise in society. Our stakeholder groups are diverse, and we strive to maintain relationships tailored to each group.

STAKEHOLDERS	CONTRIBUTION TO VALUE CREATION	HOW WE ENGAGE
Employees and trade unions	<p>Our employees shape all our businesses. Without them, our products would not exist, and our services would not reach those who desire them. As the human capital of the Group, our people create all touchpoints and experiences for O&amp;L and its companies and brands. Diverse in skillsets and expertise, our workforce drives our results.</p> <p>We work with trade unions to ensure fair treatment, equitable remuneration and optimal working conditions for all our employees.</p>	<p>We share Company news with employees through our weekly newsletter, “What’s On”, and announcements emailed from the Group Executives’ offices. We also interact with employees through online and in-person forums and development sessions such as the O&amp;L World Leadership programme and Company-specific mini-O&amp;L World sessions.</p> <p>Our Human Capital and Employee Relations departments negotiate with trade unions regarding bargaining unit employees across the Group. Our Risk department provides a toll-free ethics line open to all employees.</p>
Government and regulatory authorities	<p>Government and regulatory authorities create the conditions within which we operate. They establish the laws, regulations, policies and standards which enable fair, safe and competitive business practices.</p>	<p>Recognising the need for the public and private sector to work together, we engage with government and regulatory authorities via meetings, telephone calls and emails as well as at industry and sector events. We also work with them through their systems when we apply for permits and approvals.</p>
Customers and consumers	<p>Everything we produce, manufacture, deliver, and serve is with our customers and consumers in mind. As we operate across various industries, we appreciate that we have varying customer and consumer groups with different needs. By engaging with these groups to understand their needs, we can tailor our offerings to satisfy and fulfil their needs across our portfolio.</p>	<p>We use our online channels, such as our Company/brand websites and social media, to share information and connect with our customers and consumers. O&amp;L BrandX trialled a research project to gather consumer insights via WhatsApp from a public panel. We obtained valuable learnings and are implementing them to enhance the tool. Besides these platforms, we communicate with our business customers through meetings, emails and calls.</p>

STAKEHOLDERS	CONTRIBUTION TO VALUE CREATION	HOW WE ENGAGE
Suppliers and utilities providers	<p>Our suppliers and utilities providers are among our main enablers. Their value can be traced across our supply chains, making them integral to all our operations.</p>	<p>We communicate with our suppliers and utilities providers through emails, meetings and calls as needed to ensure alignment on our shared objectives.</p>
Industry organisations and business partners	<p>These are the organisations we work and collaborate with and the associations that unite organisations under similar industries and/or objectives. When industry players work together, we unlock opportunities we cannot unleash alone. As a collective, we are responsible for driving innovation and upholding standards that propel our industries forward, and our cooperation is essential to achieving this.</p>	<p>We attend industry events, conferences and the meetings our industry associations organise. We invite our business partners to meetings and O&amp;L events as applicable. We also communicate via email and telephone as needed.</p>
Community	<p>We co-exist with our communities and their needs/views of the world and expectations are important to us. We engage with the communities within which we function to gain insight into their realities and perspectives of society to ensure our impact is positive and relevant to them.</p>	<p>In accordance with the pillars of our Corporate Social Responsibility (CSR) Programme, we support various non-governmental organisations (NGOs), schools, care homes, cultural and sporting initiatives, and social and environmental causes. Two-way communication with these parties exists as they reach out to us with their needs. We respond as per our ability to support, typically with engagement via emails, calls and meetings.</p>
Media	<p>Our media partners cover news platforms from print and radio to television and online. We strive to engage with our media stakeholders by sharing Company news and stories and inviting them to experience our businesses and milestones where opportunities arise.</p>	<p>We respond to media enquiries and share media releases with our media houses and freelance journalists. We also invite them to Company events. In the last year, we invited them on a dedicated media tour of our Namibia Dairies !Aimab Superfarm in Mariental.</p>
Shareholders and financiers	<p>Our shareholders and financiers provide investment to our businesses. Their views, expectations and confidence in the direction of our businesses help guide our decisions.</p>	<p>We hold quarterly Board meetings to engage with our shareholders. We make our financial performance and business updates known through our integrated annual reports and media releases, respectively, and are available for exchanges as required or requested.</p>

INDUSTRY ORGANISATIONS



O&L and its subsidiaries are members of the following associations:

O&L Group:

- Team Namibia
- Namibia Chamber of Commerce and Industry
- Namibia Manufacturing Association
- Recycle Namibia Forum
- Namibia Employer Federation
- Namibia Environmental and Wildlife Society
- Namibia Scientific Society
- Namibia Road Safety Forum

Subsidiaries:

- Hospitality Association of Namibia – O&L Leisure
- Dairy Producers Association – Namibia Dairies
- Namibia Hake Fishing Association – Hangana Seafood
- Association of Meat Importers and Exporters – Hartlief
- Namibia Chef's Association – Hartlief
- Abattoir Association of Namibia – Hartlief
- Namibia Green Hydrogen Association (NamGHA) – Cleanergy Solutions Namibia

EMPLOYEE ENGAGEMENT

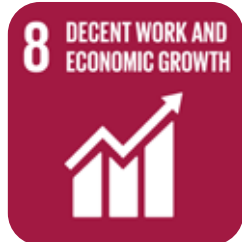
Our Culture and Employee Engagement department has embarked on exciting projects in line with their collective stand: "We empower extraordinary engagement!"

The purpose is to influence the environment and inspire our people. The objectives are to ensure that engagement is leadership-owned and developed, engagement is self-driven, to establish a critical mass of actively engaged ambassadors for O&L, and that high engagement levels remain consistent. Activities during the reporting period included:

- Coffee Culture Connect sessions with SLTs of all operating companies
- Breakthrough Awards ceremony
- Commencement of FY2025 & Beyond umbrella campaign (Project Thrive)
- Launch Mwenyopaleka-Fridays and Golden Thread campaign
- Re-invigorate internal communications
- Best Practice in Employee Engagement
- Launch O&L Persona (Awareness Phase)
- Support our operating companies with best practice engagements and communications

FINANCIAL AND BUILD CAPITAL

LOCAL PROCUREMENT



*Our relationships with our product and service providers ensure collective benefits that can contribute to economic development, job creation and poverty eradication.*

O&L contributes to communities by procuring and hiring locally wherever possible. We favour Namibian businesses, especially small and medium-scale enterprises, when practical.

Our operating companies apply various controls and criteria to ensure suppliers meet our required standards. These include pre-qualification and evaluation criteria, site audits and inspections, incoming inspection activities, detailed and approved product specifications, and the maintenance of an approved supplier list. Compliance with safety and environmental policies and procedures, which aligns with national legislation, is also encouraged. We support contractors in developing their safety, health and environment (SHE) programmes to align with our requirements, where necessary.

During the year, local procurement (as per our SAP procurement process) constituted 53.6% of total spend on goods and services compared to 51.6% in the previous financial year.

NBL had the largest spend through our SAP purchasing system at 54% with a Namibian content of 35.6%. This ratio is low as we imported barley, malt, hops and packaging material since these commodities are unavailable locally. The total local spend for the rest of the Group is 75%.

INNOVATION



*We create a risk-free environment for our employees to facilitate and encourage Genius and Breakthrough thinking, leading to innovative ideas and contributing to economic and personal growth.*

Innovation is a critical stepping-stone for our organisation, enabling differentiation, market relevance, growth, efficiency, resilience, and societal impact. By embracing innovation, we unlock new possibilities, stay ahead of the curve, and pave the way for long-term success and sustainability. We pride ourselves in being a catalyst for positive change and recognise that the long-term success of the Group is tied to its ability to adapt, grow and thrive in a rapidly changing business environment. By fostering creativity, exploring new ideas, and implementing innovative solutions, we strive to build a future-ready business. Moreover, innovation has the potential to create a positive social impact by addressing societal and environmental challenges. Therefore, we are fostering a culture of continuous innovation and are mandated to actively pursue innovative initiatives in service of our Purpose of "Creating a future, enhancing life".

- Open and inclusive communication. By living our values, we foster an open and inclusive culture that values diversity and encourages individuals to freely express themselves.
- Confidentiality and privacy. We prioritise the confidentiality and privacy of participants' information. We pride ourselves in following strict security guidelines ensuring that sensitive information remains confidential.
- Feedback and continuous improvement. We encourage constructive feedback to drive continuous improvement. Employees are encouraged to share their ideas on our internal innovation platform, allowing us to drive a culture of continuous innovation in our pursuit of "Creating a future, enhancing life".
- Respectful and supportive atmosphere. We maintain a respectful and supportive atmosphere where individuals feel safe to share their ideas and perspectives.
- Risk identification and management. Innovation is not without risk, and it is therefore important to integrate sound risk management practices into any new venture or idea to ensure sustained success.
- Relationship building and maintenance. Successful business endeavours are built on fostering and maintaining strong relationships. Business is built through strategy but maintained and elevated through people.

Our O&L Innovation team continues to focus on core sectors such as health care, food production, and manufacturing. For the reporting period, the O&L Innovation team's involvement included, but was not limited to:

- Cleanergy Solutions Namibia (Pty) Ltd, aspiring to contribute to a greener future through the local production of Green Hydrogen.
- Food security and import substitution, supporting agricultural production initiatives around the country. In addition, our Innovation team has also been actively involved in identifying export opportunities and, for example, the re-opening of a small stock export abattoir.
- The introduction of the O&L Innovation Digital Suggestion Box on SharePoint365. 29 ideas have been submitted thus far, of which 16 have been approved for stage 2, and 13 rejected. Most ideas came from O&L Centre, Hangana and Broll Namibia. Stage 2 ideas are currently under investigation by relevant operating companies.
- The Innovation team also continued to be actively involved in prototyping and testing innovative and disruptive staple food products, thereby validating the concepts, enabling iterative improvements, mitigating risks, and gathering market feedback.

By embracing innovation, our O&L Innovation team strives to build resilience and foster future-proofness, enabling us to navigate disruptions while capitalising on new technologies. Moreover, innovation has the potential to create a positive social impact by addressing societal and environmental challenges. Therefore, we are actively pursuing innovative initiatives in service of our Purpose of "Creating a future, enhancing life".

PRODUCTIVITY, EFFICIENCIES AND UTILISATION



We need to extract the full potential from our people, infrastructure, equipment, processes and systems to contribute to profitability and growth.

The Group's profitability and growth expectations rely on the productivity of our people, the effective utilisation of our infrastructure and equipment, and the efficient application of resources. True to our value "Hooked on results", we challenge the status quo to find new ways to improve on these dimensions.

We have identified critical key performance indicators at our various operating companies to monitor and improve. These include:

- 1. Productivity of our employees expressed as units produced per hour/employee
- 2. Utilisation indicators, such as vacancy rates at our properties, equipment and machinery availability

Efficiencies take various forms, e.g., line efficiencies in our production facilities, energy and water efficiencies, the yield from fish processing and agronomy activities.

These indicators are reflected in the operational review section of this report from page 20.

O&L workforce profile as at 30 June 2023

Job Category	Racially Disadvantaged		Racially Advantaged		Persons with disabilities		Non-Namibian(s)		Total	
	Men	Women	Men	Women	Men	Women	Men	Women	Men	Women
Executive Director	2	0	6	2	0	0	1	2	9	4
Senior management	13	15	36	22	1	0	13	3	63	40
Middle management	54	41	32	27	0	1	6	3	92	72
Specialised/skilled/senior supervisory	81	91	12	16	0	0	5	0	98	107
Skilled	268	208	7	15	2	0	3	1	280	224
Semi-skilled	751	629	1	3	5	3	0	0	757	635
Unskilled	909	1 167	0	2	16	0	0	0	925	1 169
Total permanent	2 078	2 151	94	87	24	4	28	9	2 224	2 251
Casual/temporary and seasonal	558	573	7	3	2	5	3	0	570	581
Total	2 636	2 724	101	90	26	9	31	9	2 794	2 832

HUMAN CAPITAL

EMPLOYMENT EQUITY



The O&L Group strives to provide equal opportunities for all and gives preference to Namibian citizens when filling vacancies within Namibia. The Group supports the Affirmative Action (Employment) Act, 1998 (No. 29 of 1998) (the Affirmative Action (Employment) Act), and files the required affirmative action report with the office of the Employment Equity Commission annually.

As at 30 June 2023, the O&L Group had 5 626 employees in service within the borders of Namibia compared to 6 389 in 2022. The decrease is due to NBL exiting the Group in April 2023. Almost 80% of our staff complement was in permanent employment.

50.3% of O&L's total workforce is female, while 3.4% are previously racially advantaged, and 95.3% are previously racially disadvantaged. 38.8% of senior management level employees and 43.9% of middle management level employees are female.

27.2% of all senior management and 57.9% of all middle management positions are filled by racially disadvantaged employees.

O&L has 35 disabled employees, of which 9 are female, and 26 are male.

Of the total O&L workforce, only 0.7% (40) are non-Namibian citizens working in Namibia. 87 employees are employed in O&L companies outside the borders of Namibia.

It is our Company's objective that there will be:

- No discriminatory practice of any nature anywhere within the organisation.
- No barriers to employment within the Company which restrict fair employment and opportunities for further advancement of any potential employee working for the Company.
- Equitable representation of people from designated groups across all employment levels and all occupational categories within the Company to ensure we meet the demographics of the society in the geographical areas where the Company operates.

The O&L Group has the following practices in place to address any imbalances in demographics across all levels:

- Talent Strategy – Succession planning has received dedicated focus in FY2023.
- Emerging Talent Strategy – O&L annually recruits young talent who have the potential to be promoted to management-level jobs once they acquire the relevant experience.
- Learning and Development Strategy – Study loans and/or assistance are available to employees wanting to further their qualifications.
- Preference is given to previously disadvantaged persons when recruiting for new hires.

During the reporting period, there were 403 terminations (excluding NBL), mostly resignations (203) and dismissals (121). Reasons for resignations were mainly due to better offers received, family commitments, further studies and misconduct-related incidents.

EMPLOYEE RELATIONS

80% of the total Group staff complement are covered by collective bargaining agreements which are regularly reviewed and updated. Retrenchments, transfers and organisational changes are done per employment contracts and in line with national legislation, with a minimum of one month's notice.

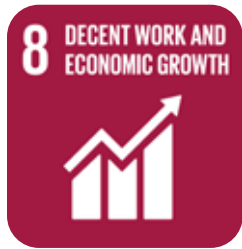
There have been no incidents or reports of discrimination, infringement on freedom of association and collective bargaining and child or forced labour during the reporting period. No operations were subject to human rights reviews or impact assessments.

Pick n Pay, Hartlief, Kraatz and Broll finalised wage negotiations and signed substantive agreements for FY2024, while negotiations at Namibia Diaries are ongoing.

The Group has been in arbitration since 2020 relating to a substantive wage agreements not fully implemented due to the economic downturn caused by the Covid-19 Pandemic. The directors made a decision to raise a provision in the current financial year for the amounts calculated under the agreements should they have been fully implemented.

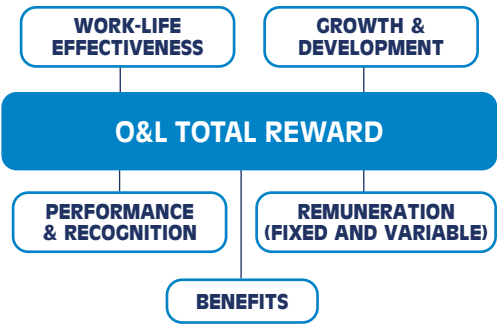


REMUNERATION



As a Breakthrough organisation and a GPTW, O&L ensures its rewards strategy supports Vision 2025. We regularly review our policies, procedures, and practices to ensure they remain relevant, sustainable, compliant, and in the best interest of our employees to “Create a future and enhance life”.

The O&L Group uses a Total Rewards approach to attract, retain and engage talent. This aligns with global trends, balancing financial and non-financial rewards to ensure an employee value proposition that considers employees as “whole” individuals with needs within their work environment and personal life. It can be depicted as follows:



Our remuneration consists of fixed and variable remuneration. Fixed remuneration refers to the employees’ cost to company (CTC) on appointment. The CTC includes the cash value and all other elements of the salary package that are guaranteed. The O&L Group applies a remuneration philosophy of paying within a range of the 50th percentile of the appropriate market (from where we attract and alternatively to where we could potentially lose our Breakthrough talent). We also developed salary structures to give effect to this philosophy.

The O&L Group offers several allowances and benefits that, in many instances, are more favourable than the statutory requirements. The O&L Group is reviewing its current allowance/benefit offerings to ensure that these support the O&L Culture, are valued by our employees, are industry-relevant, and are applied consistently across the Group.

The O&L Group consists of diverse operating companies. This provides growth and development opportunities for employees. Human Capital structures and processes facilitate internal career progression opportunities and ensure that our Breakthrough talent is ideally grown from within.

O&L recognises the importance of creating an innovative working environment for its employees. The Group aims to offer an engaged working environment where individuals feel “at home”. The organisation supports practices, policies, and a “work-life effectiveness” philosophy to ensure employees can achieve their purpose at work and at home.

Remeasure Paterson Project

We reviewed our Remuneration Policy and procedure and implemented approved amendments during the reporting period.

We have designed competitive industry-specific salary scales and review these annually. For FY2024 the O&L Group used a different approach to salary increases. We used the salary increase mandate as an available pool of funds which we then utilised to start addressing low anomalies, specifically within the talent pool and in critical positions. This approach will be gradually applied going forward to support the Group’s philosophy of remunerating fairly and equitably.

LEADERSHIP AND EMPLOYEE DEVELOPMENT



*By applying Genius and Breakthrough thinking, we want to create an environment for each employee to be the best version of themselves.*

During the past financial year, the O&L Group invested 1% of its salary and wage bill in learning and development. This is on par with our internal target. The largest investment in learning and development remains the O&L World Leadership Development Programme facilitated by our Group Executive Chairman and Director: Human Capital.

Operating companies reported investment in mandatory legislative required training, courses in finance, internal operational refreshers focussing on standard operating procedures, apprenticeships, internships, study assistance and study loans, instructional design, and assessment.

Exciting new developments highlighted for the past financial year:

- We developed the O&L Leisure Academy General Manager Development Programme’s curriculum in-house with Hospitality Management subject matter experts and launched it with excitement in April. The programme is a first of its kind for Namibia.
- The implementation of our online learner management system started near the end of the financial year. The system will support learner management and online learning authoring of all internally developed programmes and courses.

O&L World – Leadership Development Programme

The O&L Culture remains our biggest asset in creating a breakthrough environment and maintaining an engaged workforce, where everyone is leading and making a positive impact. The O&L World Programme inspires and motivates our employees to live the culture and elevate their leadership abilities, leading to higher performance and achieving business results, which drives the organisation forward.

The O&L World is a Breakthrough learning experience facilitated monthly by the Executive Chairman and the Human Capital Director. The purpose of O&L World is to expose delegates to the Breakthrough thinking methodology, which stimulates and generates new thinking from which opportunities for creation and invention emerge. Since the start of O&L World we have taken 4 998 employees through the O&L World Programme with the purpose:

1. To connect employees to the O&L Culture through our Purpose, Vision and Values
2. To bring to life our leadership behaviours and individual strengths
3. To purposefully set ourselves up for success to create new realities

The O&L World continues monthly and has been cascaded to the business in Mini O&L World sessions. During these sessions, we are looking to accelerate this experience by taking everyone to the next level by duplicating this experience in mini-sessions for all employees in the organisation every month. This keeps our Breakthrough Culture alive for all employees.

Introducing the O&L Persona

The O&L Persona represents the collective characteristics and values that we, as O&L employees, strive to embody. It is the culmination of our shared experiences, our unique talents, and our dedication to making a difference. We are committed to being adaptable and resilient in the face of adversity. We understand that to thrive, we must embrace change and strive for continuous improvement.

We also value integrity, accountability, and a strong work ethic. We take pride in our work and are passionate about achieving our goals. We recognise that our success is intertwined with the success of our colleagues, and we are dedicated to supporting each other’s growth and development through the principles of inter-dependency.

Overall, the O&L Persona is a representation of the best of us. It is our shared vision of what we can achieve when we work together, support each other, and embody the values that make us who we are as O&L.

All operating companies are rolling out the O&L Persona, which is in the awareness phase of the employee engagement continuum. More exciting engagements are planned for the O&L Persona rollout to ensure every employee is an ambassador. This includes an all-new Mwenyopaleka Roadshow in 2024 with pre- and post-roadshow programmes to embed the O&L Persona.

PERFORMANCE MANAGEMENT

O&L is implementing a new performance management system to set goals for employees and track the progress made on these during a given time frame. This process and system will input into all other human resources processes, providing performance data, which will contribute to more informed decision-making in areas such as learning and development, talent management, rewards, poor performance and many more.

TALENT MANAGEMENT

Talent management aims to future-fit the organisation as a catalyst for positive change, delivering new realities and fulfilling dreams. We achieve this by proactively attracting and engaging the best available talent and nurturing and engaging the right values and behaviours. We apply people to their strengths to ignite and inspire Breakthrough. By implementing our inclusive Talent Strategy, we make Breakthrough, future-fit talent decisions to ensure business continuity and sustainability.

We fulfil this purpose by leveraging and entrenching the underpinning O&L philosophy on talent, which states that:

- We are all born with unique gifts (we all have unique Genius)
- We must nurture, grow and develop these gifts to manifest as Breakthrough talent
- O&L has an inclusive approach to talent as we believe that everyone is talented in their own way
- O&L operates within a growth mindset as we believe in the developable nature of talent

In implementing this strategy, guided by the underpinning philosophy on talent, our 2025 goals are:

- O&L has a pipeline filled with future-ready talent.
- O&L employees are passionate about their growth and development.
- O&L people can see and believe in their career growth and journey.
- All O&L people can grow, develop and be promoted in line with their Genius.
- O&L has an inclusive employment and growth culture.
- All O&L employees use their unique Genius to bring out the best version of themselves and operate in Breakthrough – this delivers business and personal impact.

- All O&L people live the O&L Breakthrough behaviours. This causes others to live the Breakthrough behaviours and leads to engaging experiences for others.
- All O&L employees develop Breakthrough behaviours on the path to unleashing their unlimited potential.
- O&L creates engaging talent experiences for O&L people.
- O&L people live in Genius, excel in their jobs, and grow within the business – this delivers impact.

The Talent Strategy focuses on three pillars, namely:

- Talent attraction, sourcing and selection: Attract, source and select external talent who portrays the O&L Breakthrough behaviours. These behaviours could predict the potential for cultural alignment, fit and Breakthrough thinking.
- Talent development: Identify and select internal employees who portray the O&L Breakthrough behaviours to fill various talent pools in the business (needs are determined per talent pipelines, industry landscape, strategy and skills matrix).
- Succession: Proactively use O&L talent pools to identify, prepare and deploy talent as needed into new and/or existing roles within the Company.

We achieved the following results and milestones within the Talent Management Strategy and process during the reporting period:

- 70 talent pool candidates were nominated and invited during FY2023 to the Talent Pool. The previous year's intake was 96, leaving the total talent pool at 166. We must assess the second intake candidates to determine each candidate's fit, readiness and level of potential.
- Development Plans have been finalised and discussed with 92% of the first talent pool intake.
- Current approved talent pipeline position nominations at 167 positions across the Group.

EMPLOYEE HEALTH AND WELLNESS



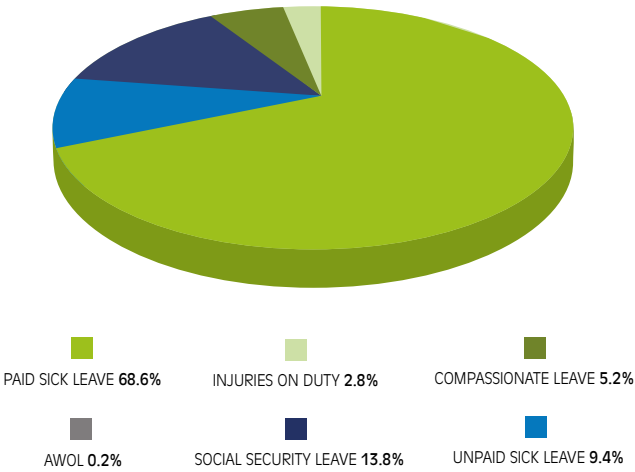
The O&L Group Health and Wellness Programme is committed to entrenching an integrated health and wellness programme that will foster a holistic wellness culture focussed on maintaining the optimum quality of life of all employees.

The programme is led through:

- Encouraging a holistic approach to employees' wellbeing and maintaining a healthy workforce
- Ensuring sustainable management and all-around wellness of employees
- Leading wellness through prevention, intervention and case management
- Leading a result-orientated wellness strategy

Absenteeism

The absence rate during the year under review was 3.1%, slightly better than the 3.2% in 2022 but still well above the 2% target. The most common reason for absenteeism is sick leave, with 68.6% paid sick leave, 9.4% unpaid sick leave and 13.8% social security leave.



The COVID-19 pandemic impacted businesses in many ways, and it continues to affect our workforce – physically, mentally, financially and socially.

Long COVID, workplace stress and burn-out, increased levels of depression, and increased inflation rates impact productivity and motivation at work, causing the employees to avoid work resulting in the significant impact on absenteeism levels within the Group.

The Group Employee Health and Wellness department implemented initiatives, programmes and policies to address the absenteeism levels which are above the target and assist the Group's employees.

Initiatives include:

- Flexi-working Policy to assist in employees' lifestyles, wellbeing and work-life balance
- The wellness series programme providing training on self-care, gratitude and resilience
- Occupational health assessments to assess health concerns and health risks and implement preventive and intervention strategies

Occupational health and safety

We are committed to properly managing all safety risks within our operations, as ensconced in our value of “Doing the right things right”. We aim to minimise the risk of injury and disease to our employees, contractors and other persons who lawfully enter our sites, by adopting a planned and systematic approach to the management of workplace safety and by providing the resources for its successful implementation and continual improvement. Health and safety is and will remain a key component of our Group’s strategic and operational focus.

We are further committed to complying with Namibian legislation by ensuring the safety and welfare of all our employees, contractors, visitors, and stakeholders. The following are key aspects considered as part of our Safety Management Programme:

- Creating a positive safety culture, by consulting and involving all our people, contractors, suppliers, neighbours, and stakeholders
- Complying with all applicable legal requirements
- Identification and implementation of international best practices in safety management, where national legislation does not provide relevant guidelines on the management of a risk
- Identification of safety hazards and risks in all aspects of the business, with regular reviews to ensure that any changes in business or operations are adequately addressed
- The development, implementation, and maintenance of controls to minimise or avoid safety hazards and risks
- Considering health and safety requirements in all business decisions, including change processes, to ensure that all risks are properly assessed and managed
- Ensuring that line management is aware of and takes up their responsibility regarding health and safety management within their organisation
- Ensuring that all employees know their rights and responsibilities concerning health and safety in the workplace
- Ensuring all employees know their rights and are empowered to stop work when an unsafe condition arises
- The prevention of injury and ill health because of potential exposure in the workplace through the provision of a work environment that is safe for our people, contractors, customers, and members of the public, as far as reasonably possible
- The establishment and periodic review of measurable objectives and targets, in consultation with employees, aimed at improving workplace safety performance and committing to the actions required to meet those objectives and targets
- The systematic reviews of performance with a commitment to continually improve performance against established standards, objectives, and targets

In support of our commitment to our health and safety programme, we conducted a safety recruitment drive in 2022 to assemble a team of talented and skilled professionals that can revise, implement, and maintain the O&L Group Safety Management System and support the organisation with practical, on-the-ground support.

The continued implementation and review of the Safety Management System is now well underway, with numerous controls in place to ensure document safekeeping and action item execution.

We established several projects to promote employees’ safety at work, including an increased focus on technical safety aspects and training, with specific training and awareness programmes being developed and rolled out in-house.

Group LTI Rate

Lost Time Injuries (LTI) are defined as an injury sustained on the job by an employee that results in the loss of productive work time.

An injury is considered an LTI only when the injured worker:

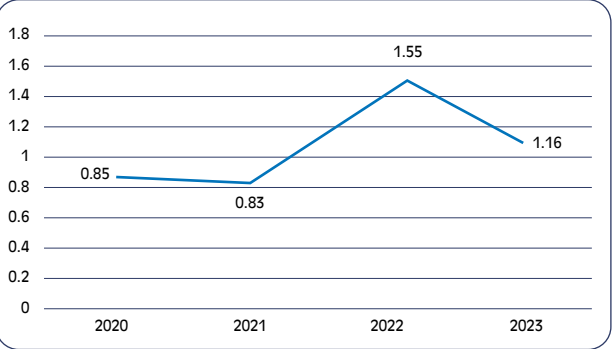
- Is unable to perform his/her regular job duties
- Takes time off for recovery
- Is assigned modified work duties while recovering

The Group’s Lost Time Injury Rate is a key measurable of the successful implementation of our Safety Management Programme, with a targeted rate of 0.85 incidents per 200 000 manhours worked.

For the financial year ended 2023, the LTI was calculated to be at 1.16 incidents per 200 000 manhours worked. Although above the target rate of 0.85, the figure is well below the 2022 rate, a clear indication of the renewed drive by our recently recruited specialists, towards safety compliance.

With the renewed commitment and dedication displayed by management and our safety personnel, we remain confident that we can achieve the target rate of 0.85 in 2024.

Lost time injury frequency rate 2020 - 2023



Safety incidents

Another key measurable of our Safety Management Programme is the classification of injuries per type to determine trends, analyse and implement mitigating controls to reduce/prevent the risk of serious injuries occurring in future. Serious injuries include LTI and fatalities.

The Ohlthaver & List Group of companies is committed to preventing the loss of life and reducing the occurrence of Loss Time Injuries. There were no fatalities observed/reported for the year 2023.

	Fatalities	Lost Time Incidents
Employees	0	89
Contractors	0	26

Numerous controls are being maintained to ensure a safe environment for employees, customers, contractors and visitors. These include, as a minimum:

- Development and maintenance of policies and procedures aligned with national legislation, ISO 45001 and other best practice guidelines
- Contractor Management and development
- Training and awareness programmes
- Provision of tools and equipment to ensure that tasks can be executed safely
- Regular audits and inspections
- Management and employee engagement through formal and informal communication structures

Sanctions / penalties / notices

The Farmer's Meat Market Mariental Abattoir operations recently re-established operations. Following a reported injury incident, the Ministry of Labour inspected the factory. We have addressed and closed the findings and recommendations made by the Industrial Inspector.

Group-wide key safety actions Implemented

As part of the Group’s drive towards continuous improvement, we executed the following key activities during the period under review:

- 1.Group-wide safety training developed in-house to ensure that the relevant information for operating companies is communicated and the diverse industry needs are met
- 2.Occupational Hygiene Surveys conducted in line with the agreed schedule, and in support of the Employee Health and Wellness Programme
- 3.Upgrade of the data repository for all safety-related work
- 4.Ammonia installation maintenance and operation training for Technical Departments of relevant operating companies
- 5.Boiler Maintenance and operation training for Technical Departments of relevant operating companies

NATURAL CAPITAL

WATER



Water is a scarce and indispensable resource. By exploring alternative water sources and improving efficiencies, we aim to reduce our water dependency on conventional sources to 50% by 2025.

Water supply and availability remain a material matter to the Group. Due to the below expected inflow into strategically important dams, we will require a stronger focus on reducing our water needs in the next few years to ensure that we can maintain optimal production and operational levels despite constraints in supply. Dam levels supplying the country's central region have decreased significantly from 54.1% to 32.9%, thus placing the Windhoek area into an enforced 10% savings requirement as per the City of Windhoek Demand Plan. Hardap dam has decreased from 65% to 34.1% year-on-year (source: Namwater's dam bulletin of July 2023).

We have maintained a programme to ensure that we collect water consumption data from various resources every month. The data from this exercise is reflected in the table below.

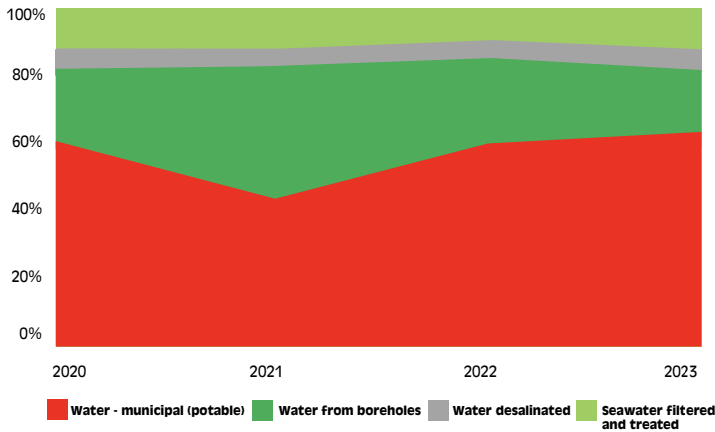
Total water withdrawal by source:

Unit measurement		2023	2022	% Change
Water – municipal (potable)	m3	949 622	961 386 <sup>1</sup>	-1.2
Water desalinated	m3	82 743	80 927	2.2
Water from boreholes	m3	273 259	391 238	-30.2
Seawater (filtered and treated for production purposes)	m3	183 351	143 224	28.0
<b>Total water (treated)</b>	<b>m3</b>	<b>1 488 975</b>	<b>1 576 775</b>	<b>-5.6</b>
Water for agronomy (!Aimab Superfarm and Otavifontein)	m3	2 879 586	2 493 380	15.5

Notes: 1. Restated due to estimates at end of the FY2022 reporting period.

The Group aims to reduce water dependency on conventional (municipal) sources to 50% by 2025. During the reporting period, 36% of our water needs came from alternative (non-municipal) sources, compared to 39% in 2022.

Water consumption by source: (excl. Agronomy water)



The Group will continue to explore further desalination, seawater and underground water supply opportunities as well as recycling and reclamation potential.

ENERGY



Our 2025 target is to have at least 50% of our energy needs obtained from alternative (renewable) energy sources. This will reduce pressure on the national grid and our reliance on fossil fuels, thus positively impacting climate change.

Namibia's electricity supply remained stable during the year under review. However, the Group recognises that electricity supply challenges have emerged in the Southern African Power Pool (SAPP) due to low water levels in hydro-electricity generation areas and the continuing generation shortages in South Africa, leading to widespread power outages/loadshedding in that country. Loadshedding is imminent in Namibia should the situation in the SAPP not improve. Nampower and the Electricity Control Board have confirmed this during public engagements towards the end of the financial year. To mitigate this risk, the Group has evaluated its emergency standby energy generation capacity in all operating companies. Plans are in place to address shortcomings and challenges. These plans include water supply which may be affected by power-cuts/loadshedding.

The Group's electricity consumption from the national grid decreased by 7.4% year-on-year, mainly due to NBL exiting in April 2023. Consumption from solar installations increased by 22.6% due to additional solar installed at three Pick n Pay stores (990kWp) and Wernhil Property (1MWp) during the reporting period. The 500kWp solar plant installed at Otavifontein still needs to be commissioned, while an additional 1.2MWp was installed at NBL. Our total electricity consumption decreased by 5.2%.

Our electricity consumption and source:

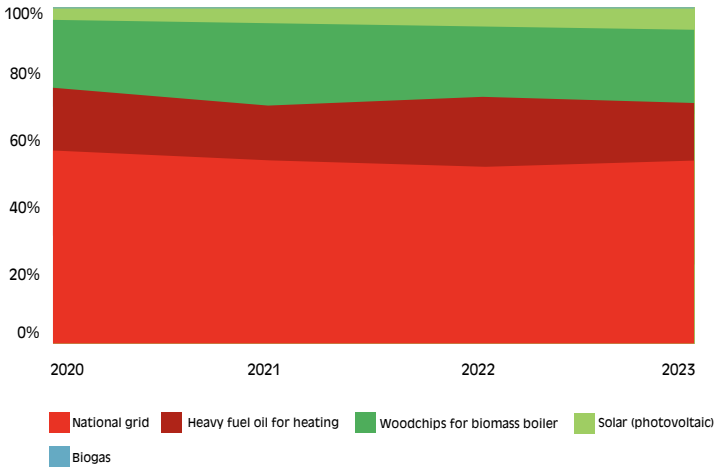
Unit measurement		2023	2022	% Change
National grid	MWh	65 094 <sup>2</sup>	70 280 <sup>1</sup>	-7.4
Solar (photovoltaic)	MWh	6 894 <sup>2</sup>	5 625 <sup>1</sup>	22.6
Biomass	MWh	319 <sup>2</sup>	376	-15.2
<b>Total<sup>2</sup></b>	<b>MWh</b>	<b>72 307</b>	<b>76 281</b>	<b>-5.2</b>

Notes:  
1. Restated due to estimates at end of the FY2022 reporting period.  
2. NBL only included until April 2023



Our 2025 Vision Metric for energy is to reduce dependency on the national grid and HFO for production purposes to 50%. During the reporting period, 27.9% of our energy requirements came from alternative sources, compared to 25.9% in 2022. This increase was mainly due to additional solar installed and less HFO used at NBL after refurbishing the biomass boiler.

Energy consumption by source (excluding fuel for transport/ fishing vessels)



To achieve our 2025 objective, various initiatives have been identified and include:

- Increased awareness among users.
- Improved monitoring, measuring and management.
- Possible new photovoltaic solar plants for !Aimab Superfarm, Hangana Kuiseb factory and some retail stores – feasibility studies are currently being conducted.
- Optimising efficiencies in operations.
- Further exploring biomass or non-fossil fuel opportunities to replace current HFO boilers.
- Installation of a large solar plant on a Modified Single Buyer agreement (wheeling). Wernhil Property and Hangana Seafood have already received certification as contestable customers.

Unit measurement		2023	2022	% Change
Heavy fuel oil for heating (NBL, Namibia Dairies and Hartlief)	Litre	1 858 236	2 513 321	-26.1
Woodchips for biomass boiler (NBL)	Tonne	6 224	6 755	-7.9
Fuel for fishmeal furnaces (Hangana Seafood)	Litre	355 943	476 333	-25.3
Fuel for fishing vessels (Hangana Seafood)	Litre	6 254 565	6 468 008	-3.2

WASTE



We aim to dispose of waste responsibly and reduce its impact on our environment and profitability.

While establishing our Sustainability Programme, O&L focused on waste beyond the traditional waste management and treatment protocols. We challenge our operating companies to minimise all forms of waste as it significantly impacts our profitability and puts strain on landfills.

Waste has thus been redefined as losses culminating from our operations, whether production waste, ullages, shrinkage, write-off, major stock count variances, yield losses, rework, etc.

Each operating company identified a key performance indicator (KPI) that best represents waste generation. They report on these during the bi-annual sustainability reviews. These indicators are reflected in the operating companies’ review dashboards in this report.

Spent grain and fish offal are not regarded as waste but as by-products. This is used for animal fodder and fishmeal production, respectively.

When waste is generated, we aim to dispose of it responsibly. We have appointed reputable and registered waste contractors to separate solid waste on-site where possible. Broken glass, cans, pallets, scrap metal, used oil and packaging material (plastic and paper) waste are offered for recycling or re-use purposes.

O&L is a founding member of the Recycle Namibia Forum and is an active participant in the organisation’s activities. Currently, the Group is actively supporting the development of an education and awareness programme for the Forum. This programme aims to bring the message of re-thinking the future by changing the approach to waste management and how we view waste as a nation. A big constraint for Namibia’s entire waste management sector is that obtaining the necessary permits to export recyclables to South Africa is becoming more challenging. If materials cannot be exported, they are stockpiled locally or will need to be discarded to landfill at a later stage.

We dispose of wastewater (effluent) according to regulatory requirements. In our water-intensive operations, we monitor the quality of our wastewater, remove solid objects through a screening process and have fat traps installed where required. A state-of-the-art wastewater treatment plant has been constructed at Mokuti Etosha Lodge, similar to the plant installed at Midgard Country Estate the previous financial year, to ensure that the wastewater produced during the lodge operations is adequately treated and re-used safely and efficiently. This reduces the water use on site and the environmental impact of the activities.

We have not received any penalties for breaching wastewater regulations during the year under review. A summons was issued to Namibia Dairies for the cost (app. N\$ 24 million) of an oil spill in 2019. The case is being contested and has not been resolved yet.

SOCIAL CAPITAL

SOCIAL CORPORATE INVESTMENT



In line with our Purpose, “Creating a future, enhancing life”, we remained committed as a Group to safeguarding the environments where we operate and bettering the communities who support us. Our CSR Programme adopts the UN SDGs as its foundation. Health, education and environmental preservation form the main pillars of our CSR Strategy.

Given that our businesses continued to be in a state of recovery following the pandemic, we greatly considered ensuring purposeful investment decisions. Despite the need to prioritise business sustainability, CSR remained an inseparable function of conducting business, albeit at lower values compared to CSR spend in pre-pandemic years. For FY2023, the Group’s CSR spend totalled just over N\$ 2.79 million, with community health and safety forming the greatest share of investment.

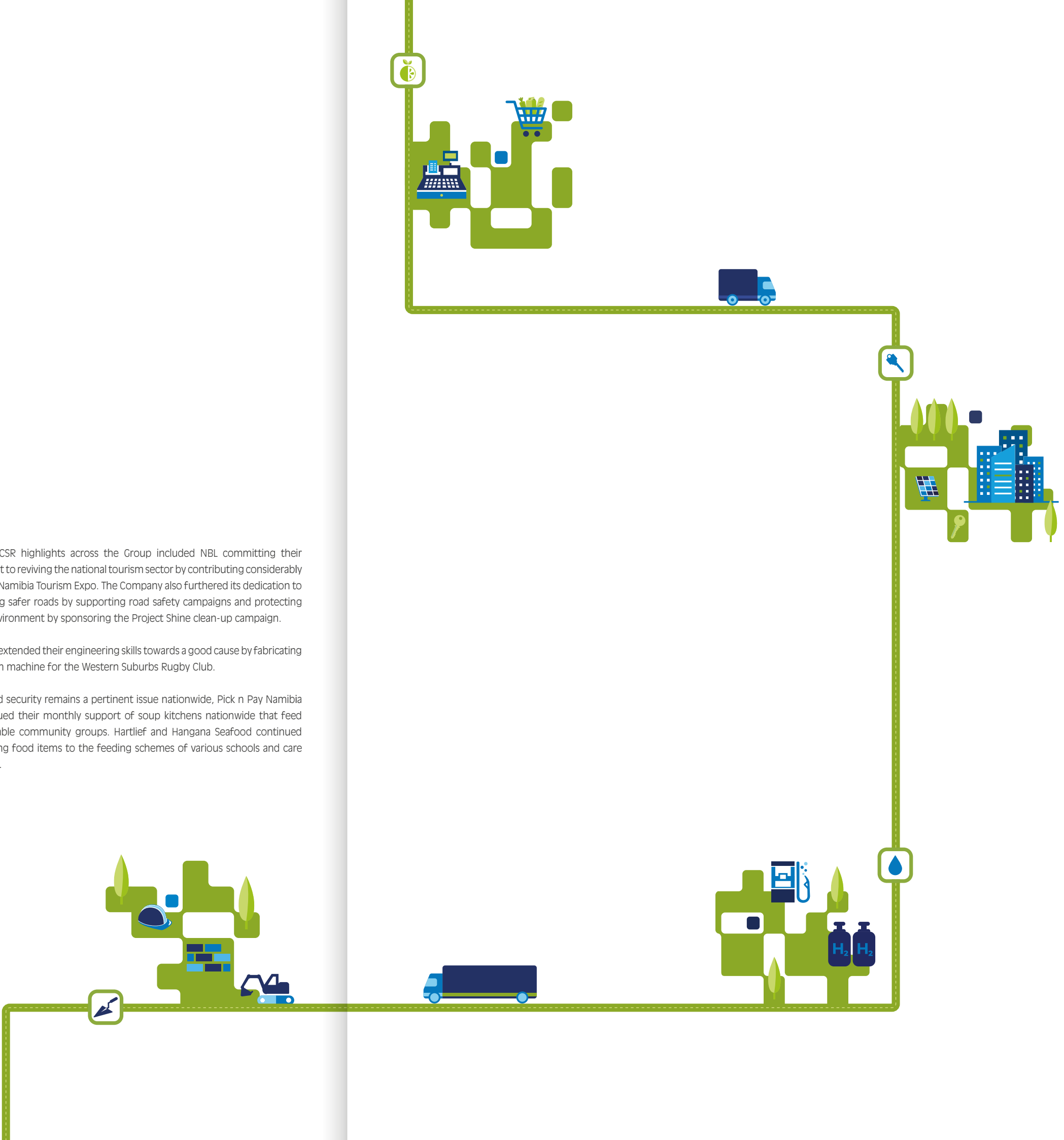
Owing to the reduced CSR expenditure, we made concerted efforts to ensure the initiatives we entered into were as impactful as possible. Some of the main projects we supported over the last financial year included our ongoing support to the Cancer Association of Namibia (CAN); contributing to the City of Windhoek’s initiatives to support the elderly across the city’s constituencies; and sponsoring Edulution, an afterschool programme aimed at equipping young learners with numeracy and digital skills.

Recognising the value of cultural events in our society and their ability to unite people, the Group supported WIKA, the Windhoek Carnival, for another year.

Other CSR highlights across the Group included NBL committing their support to reviving the national tourism sector by contributing considerably to the Namibia Tourism Expo. The Company also furthered its dedication to creating safer roads by supporting road safety campaigns and protecting the environment by sponsoring the Project Shine clean-up campaign.

Kraatz extended their engineering skills towards a good cause by fabricating a scrum machine for the Western Suburbs Rugby Club.

As food security remains a pertinent issue nationwide, Pick n Pay Namibia continued their monthly support of soup kitchens nationwide that feed vulnerable community groups. Hartlief and Hangana Seafood continued donating food items to the feeding schemes of various schools and care homes.





# OUR GOVERNANCE STRUCTURES

## OUR BOARD PROFILE

The O&L Board of Directors sets a leading example by aligning their actions with our organisational Culture, Purpose, and Values. The roles and responsibilities of the Board of Directors encompass a diverse range of functions, including but not limited to steering the organisation, providing principled leadership, ensuring accountability, approving policies and plans, and offering strategic guidance to safeguard stakeholder value creation while adhering to robust and effective controls. This approach facilitates the assessment and management of risks, enabling long-term sustainable development and growth.

To ensure robust decision-making and guidance, all Board members can access advice and services provided by the Chairman's Committee and the Group Executive Team. Furthermore, where deemed necessary, Board members may seek independent professional advice, with expenses covered by O&L. This approach fosters a collaborative and well-informed governance structure that empowers management and the Board to drive the Group's success.

### OUR BOARD'S SKILLS AND EXPERIENCE

The Board consists of highly skilled professionals, each with extensive industry-specific knowledge and experience, diligently carrying out their governance roles and responsibilities with unwavering objectivity and remarkable effectiveness.

### BOARD CHANGES

During the year under review, there were changes to the Board of Directors. Claudia Uushona, Laura McLeod-Katjirua, Prins Shiimi, and Udo Stritter resigned as directors. Meanwhile, Terence Makari, Theresa Weitz, and Sonja Thieme were appointed to the Board.



PETER GRÜTTEMEYER (70)

#### Independent Non-executive director

Member of the Audit and Risk Committee  
Member of the Remuneration and Nominations Committee

**Academia:**  
Bachelor of Commerce (Hons)  
Chartered Accountant (Namibia) (South Africa)

**Date of Appointment:**  
1 October 2003

**Skills and Experience:**  
Peter assumed the role of Chief Executive Officer at the O&L Group in October 2003. In this capacity, he bears the responsibility of devising and implementing strategic initiatives. Before his tenure at O&L, Peter served as the head partner overseeing the operations of the Deloitte Namibia practice.

**Attendance at Board and Committee meetings:**  
Board: 4/4  
Audit and Risk: 3/3  
Remuneration and Nominations: 2/2

**Significant Directorships:**

- Trustee: Goreangab Trust
- Lloyd's representative Namibia
- Non-Executive Director at FirstRand Group Namibia

#### Independent Non-executive director

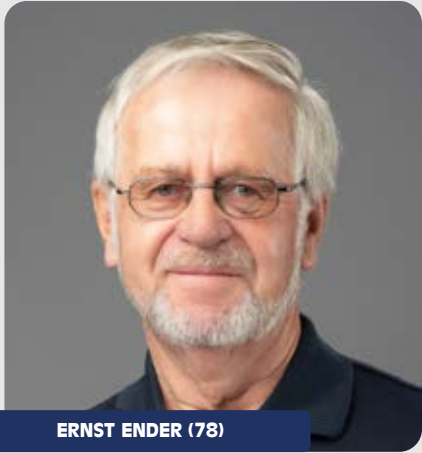
**Academia:**  
Senior Management Certificate  
CFA (South Africa)

**Date of Appointment:**  
23 June 2008

**Skills and Experience:**  
Ernst assumed the position of Executive Director at Namibia Breweries Limited in 1983, following his entry into the O&L Group in 1975. During his tenure, he spearheaded the marketing and sales function at NBL until 2002. Afterward, he took on the role of developing the Company's export markets. Ernst retired from active executive duties in 2008 but continued to contribute his expertise as a Non-executive Director, appointed to the O&L Board in June of the same year.

**Attendance at Board and Committee meetings:**  
Board: 4/4

**Significant Directorships:**  
None



ERNST ENDER (78)



HANS-HARALD MÜSELER (74)

#### Independent Non-executive director

Chairman of the Audit and Risk Committee

**Academia:**  
Chartered Accountant (Namibia)  
Master's in business administration

**Date of Appointment:**  
20 March 2014

**Skills and Experience:**  
Hans-Harald served as a partner in the Assurance Division of PricewaterhouseCoopers Namibia before his retirement in 2006. As a member of the Institute of Chartered Accountants in Namibia, he has been actively engaged as an accountant and auditor since 1985, amassing a wealth of expertise spanning over 35 years in the profession.

**Attendance at Board and Committee meetings:**  
Board: 3/4  
Audit and Risk: 3/3

**Significant Directorships:**

- Director and Audit Committee Chairman of Capricorn Unit Trust Management Company
- Chairman of the Benchmark Retirement Fund
- Advisor to the Audit Committees of the Meat Board and the Karakul Board

#### Non-executive director

Member of the Remuneration and Nominations Committee

**Academia:**  
Bachelor of Business Administration  
Master's in business administration

**Date of Appointment:**  
1 May 2006

**Skills and Experience:**  
Berthold possesses extensive experience of over 30 years in senior and executive management positions within the Human capital realm. Throughout his career, he has consistently showcased his expertise in cultivating high-calibre human resources teams that effectively align with business strategy, bolster productivity, and contribute to overall profitability. His proven track record exemplifies his ability to harness the power of Human capital to drive organisational success.

**Attendance at Board and Committee meetings:**  
Board: 4/4  
Remuneration and Nominations: 0/0

**Significant Directorships:**  
Alternate Trustee of the Namibia Business School



GÜNTHER HANKE (67)



BERTHOLD MUKUAHIMA (64)

#### Non-executive director

**Academia:**  
CFA (Professional Accounting SA)  
Bachelor of Commerce (Accounting)  
Senior Management Programme Certificate

**Date of Appointment:**  
16 November 2004

**Skills and Experience:**  
Günther embarked on his professional journey 34 years ago within the O&L Group, commencing his career at Namibia Breweries Limited. His dedication and capabilities led to a swift promotion to the position of Financial Director at Namibia Breweries Limited. In 1996, Günther ventured beyond the Group and gained invaluable international experience by working in the Telecommunications and Mining industries.

In 2004, he returned to the O&L Group, assuming the role of Chief Financial Officer. As a vital member of the Group Leadership Team, Günther played a key role in formulating and executing the organisation's strategic direction. Recognising his exceptional contributions, he was appointed as the Group Chief Operations Officer in 2020. In this capacity, Günther actively participated in the Chairman's Committee, playing a crucial role in co-creating the strategy and vision for 2025. Recently, he held this esteemed position until his departure.

**Attendance at Board and Committee meetings:**  
Board: 4/4

**Significant Directorships:**  
None

Executive Chairman

Academia:  
Chartered Accountant (Namibia)

Date of Appointment:  
10 October 2001  
Elected Chairman of the Board 17 April 2002

Skills and Experience:  
Sven presently holds the position of Executive Chairman at the O&L Group. Prior to joining the Group in 1998, he spent four years working as a chartered accountant in Luxembourg. Upon becoming a part of O&L, Sven took on the responsibility of driving the Company's growth. His relentless pursuit to unlock Namibia's business potential has been evident in his role as the architect behind various joint ventures entered into by O&L. Notably, he played a significant role in the strategic deal between HEINEKEN South Africa, Diageo, and Namibia Breweries, demonstrating his acumen in fostering valuable partnerships for the organisation.

Attendance at Board and Committee meetings:  
Board: 4/4

Significant Directorships:  
• Director of the Namibia Chamber of Commerce and Industry



SVEN THIEME (55)



HENDRIK VAN DER WESTHUIZEN (50)

Group Chief Executive Officer

Academia:  
Bachelor of Science in Operations Management  
Postgraduate degree in Association of Management  
Senior Management Diploma

Date of Appointment:  
1 July 2019

Skills and Experience:  
Hendrik, the former Managing Director of both Namibia Breweries Limited and Hangana Seafood (Proprietary) Limited, played a pivotal role in the prosperous journey of Hangana Seafood towards sustained profitability. With over 19 years of experience in the food and beverage industry, his leadership and strategic insights have been instrumental in driving the success of the O&L Group.

Attendance at Board and Committee meetings:  
Board: 3/4

Significant Directorships:  
None

Group Chief Culture Officer

Academia:  
Specialised courses in administrative, strategic planning, problem-solving and organisational principles.

Date of Appointment:  
9 May 2023

Skills and Experience:  
Sonja's remarkable expertise encompasses more than two decades of successfully establishing, imparting, and executing workplace practices and culture. Her focus on fostering positive employee and customer experiences has been instrumental in shaping thriving organisational environments.

With a wealth of knowledge and experience, Sonja has consistently demonstrated her ability to create impactful workplace practices that resonate with employees and customers alike. Her invaluable insights and achievements in driving positive workplace culture contribute significantly to O&L's overall success and growth.

Attendance at Board and Committee meetings:  
Board: 0/0

Significant Directorships:  
None



SONJA THIEME (53)



GIDEON SHILONGO (59)

Group Corporate Affairs Director

Academia:  
Advanced Diploma in Business Administration

Date of Appointment:  
1 October 2015

Skills and Experience:  
Gideon has accumulated invaluable experience through his involvement with key government institutions and NGOs, including the Council of Churches in Namibia, the Ministry of Regional, Local Government Housing, the Development Centre for Research-Information-Action in Africa (CRIAA), the Ministry of Environment and Tourism, and the Namibia Tourism Board.

His journey with the O&L Group began in 1998 when he joined Namibia Breweries Limited as Manager: Corporate Affairs, a role he held until 2001. Following this, Gideon served as the first CEO of the Namibia Tourism Board for a five-year term. In 2007, he rejoined the O&L Group as Corporate Affairs Manager at Namibia Breweries Limited. His dedication and contribution led to his appointment as Chief Corporate Relations Officer at the O&L Centre in 2012, followed by his subsequent role as Director of Corporate Affairs.

Throughout his career, Gideon's versatility and expertise have been evident, as he navigated between the private and public sectors, leaving a significant impact on the organisations he served and enhancing his valuable contributions to the O&L Group.

Attendance at Board and Committee meetings:  
Board: 4/4

Significant Directorships:  
• Director of the Namibia Trade Forum

Group Human Capital Director

Academia:  
Honours Bachelor of Commerce in Business Management  
Bachelor of Commerce in Accounting  
master's in business administration

Date of Appointment:  
1 April 2023

Skills and Experience:  
Terence has an impressive professional history, having served in various leadership roles in both the human resources and managing sectors. Prior to his current position as Group Human Capital Director for the O&L Group, Terence held the position of Managing Director at Broll Namibia from July 2019 until recently.

Before his tenure at Broll Namibia, Terence showcased his HR and leadership skills during his 18-year career in the Human Resource fraternity. He served as HR Manager at esteemed organisations such as Woermann & Brock, Pick n Pay, Hangana Seafood, and Namibia Breweries Limited. Additionally, Terence took on the role of Head of Human Resource at Pick n Pay, Lumber City, Kraatz Steel, and Windhoek Schlachtereij.

Terence's diverse experience across both managerial and HR roles undoubtedly makes him a valuable asset to the O&L Group in his current position as Group Human Capital Director.

Attendance at Board and capital meetings:  
Board: 1/1

Significant Directorships:  
• Director Namibian Tourism Board  
• Director Namibia Employers' Federation



WYNAND OOSTHUIZEN (38)



TERENCE MAKARI (48)

Group Chief Operating Officer

Academia:  
Chartered Accountant (Namibia)  
Master's in business administration

Date of Appointment:  
9 July 2020

Skills and Experience:  
Wynand is a highly experienced and accomplished professional with a focus on strategic leadership, business strategy, mergers, and acquisitions, among other areas, within the O&L Group. He began his career in the audit profession, overseeing numerous audit engagements, including those involving large multi-national companies and various cross-border arrangements.

His career trajectory within the O&L Group showcases his adaptability and expertise in various critical functions, contributing significantly to the Group's success.

Attendance at Board and Committee meetings:  
Board: 3/4

Significant Directorships:  
None

Group Chief Financial Officer

Academia:  
Chartered Accountant (Namibia)  
Bachelor of Commerce (Accounting) (Honours)

Date of Appointment:  
9 May 2023

Skills and Experience:  
Theresa is a qualified Chartered Accountant with an impressive track record. Her journey with the O&L Group commenced two decades ago when she joined as a Compliance Manager. In 2004, she was promoted to Group Financial Manager.

After a period of valuable experience outside the Group, where she served seven years as Financial Director for Bidvest Namibia group, Theresa returned to O&L in 2018, taking on the role of Group Financial Manager and becoming an integral member of the Senior Leadership Team.

Theresa's extensive financial expertise and her previous contributions to the O&L Group make her a valuable asset in her new role, where she will undoubtedly play a significant part in shaping the organisation's financial success.

Attendance at Board and Committee meetings:  
Board: 0/0

Significant Directorships:  
None



THERESA WEITZ (47)



OUR VALUE-CREATING GOVERNANCE STRUCTURES

OUR BOARD COMMITTEES

The Board Committees are vital in providing comprehensive reports on key discussions and activities during each Board meeting. The minutes of these committee meetings are made accessible to all Board members, ensuring transparency and effective communication.

Additionally, the Group IT Steerco Committee and the Group Risk Committee have specific reporting responsibilities. The Group IT Steerco Committee reports to the Group Audit and Risk Committee, providing valuable insights on the adequacy and effectiveness of the Group's information system controls. This helps ensure the organisation's IT infrastructure and operations align with the highest security and efficiency standards.

Similarly, the Group Risk Committee also reports to the Group Audit and Risk Committee, assessing the Group's internal controls concerning risk management. By regularly reviewing and reporting on the effectiveness of these controls, the Group Audit and Risk Committee can oversee risk management practices, ensuring the organisation's ability to address potential risks and challenges proactively.

These reporting mechanisms contribute to a robust governance structure, fostering accountability and strengthening risk management practices throughout OLFITRA. The exchange of information and feedback enables the Board to make well-informed decisions that align with the organisation's strategic goals and ensure its long-term success.

AUDIT AND RISK COMMITTEE	
Chairperson: Mr HH Müseler	Member: Mr P Grüttemeyer
Function	
The Board has effectively delegated specific responsibilities to the Audit and Risk Committee, as outlined in the committee's Terms of Reference. However, the delegation of these responsibilities does not diminish the individual and collective accountability of Board members in fulfilling their fiduciary duties and obligations.	
The primary role of the Audit and Risk Committee is to provide independent oversight of the Company's financial, operational, compliance, and risk management controls. Additionally, the committee is tasked with evaluating the independence and effectiveness of the assurance providers. This critical oversight aids the Board in ensuring the integrity of the Company's Annual Financial Statements and related external reports. The committee's members possess the financial literacy, expertise, and experience to perform their roles and functions effectively.	
By entrusting the Audit and Risk Committee with these specific responsibilities, the Board demonstrates its commitment to upholding strong corporate governance practices and reinforcing transparency and accountability within the organisation. The collaborative efforts between the Board and the committee safeguard stakeholders' interests and uphold the Company's commitment to sound financial and operational management.	

REMUNERATION AND NOMINATIONS COMMITTEE	
Chairperson: Dr C Swart-Opperman	Members: Messrs. P Grüttemeyer and B Mukuhima
Function	
The Remuneration and Nominations Committee primarily functions as an advisory and recommendatory body within O&L. Its primary duties and responsibilities revolve around ensuring equitable practices aligned with the Group's remuneration philosophy and strategy.	
The Board has entrusted specific responsibilities to the Remuneration and Nominations Committee, as detailed in the committee's Terms of Reference. This includes the independent oversight of the remuneration process, and reviewing essential human resources practices, policies, and strategies to ensure the Company adheres to fair and responsible remuneration practices.	
As a key component of the governance structure, the Remuneration and Nominations Committee plays a vital role in promoting transparent, fair, and accountable remuneration practices throughout the O&L	


CHAIRMAN'S COMMITTEE (MANAGEMENT COMMITTEE)	
Members: Messrs S Thieme, H van der Westhuizen and W Oosthuizen	
Function	
The Chairman's Committee operates as a management committee within OLFITRA and is not a formal Board sub-committee. The Committee acts in accordance with the delegated authority outlined in the Delegation of Authority Policy.	
Importantly, the Committee's deliberations do not diminish the individual and collective responsibilities of the Board members concerning their fiduciary duties. Each member must exercise due care and judgement in accordance with their legal obligations, including statutory, common law, and other obligations.	
Key responsibilities of the Committee include ensuring the Board's awareness of matters that could significantly impact the Company's financial condition, compliance, risk, human capital, and remuneration aspects, among others.	
The strategic nature of the Committee's duties means that it serves as the guardian of OLFITRA's approved strategy. It is responsible for formulating, designing, and co-creating the strategy alongside the Group Executives.	
By virtue of its composition and responsibilities, the Chairman's Committee plays a pivotal role in shaping OLFITRA's strategic direction and driving the organisation's success.	

GROUP RISK COMMITTEE (MANAGEMENT COMMITTEE)	
Chairperson: Mr H van der Westhuizen	Members: Mr W Oosthuizen, Ms T Weitz Ms J von Hase, Mr M Theron Managing Directors of the respective operating companies
Function	
The Group Risk Committee operates independently and serves in an advisory capacity with accountability to the Audit and Risk Committee. Its primary objective is to support the Board of Directors in fulfilling its responsibilities concerning risk governance.	
The Committee assesses and reviews various risks, including market, reputational, operational, fraud, strategic, technology, data security, and business continuity risks. By continuously monitoring the overall risk profile of the O&L Group, the Committee plays a crucial role in identifying potential areas of concern and recommending appropriate risk management strategies.	
Through its diligent and vigilant approach to risk assessment and management, the Group Risk Committee significantly enhances the organisation's resilience and protects its stakeholders' interests. By providing valuable insights and recommendations, the Committee strengthens the Board's ability to make well-informed decisions in navigating potential risks and challenges.	


INFORMATION TECHNOLOGY STEERING COMMITTEE (MANAGEMENT COMMITTEE)	
Chairperson: Ms T Weitz	Members: Ms J von Hase Mr M Theron   Mr R Rusch Financial Directors of the respective operating companies
Function	
The Information Technology Steering Committee is instituted to define the overarching direction and strategy for the Group's information technology (IT) and operational technology (OT) landscapes. Its key responsibility is to ensure that technology investments are made objectively and transparently, aligning with the strategic business objectives of O&L.	
By formulating and overseeing the technology roadmap, the Committee is pivotal in guiding the Group towards effectively leveraging IT and OT advancements to drive business growth and success. Through a collaborative and strategic approach, the Committee ensures that technology initiatives align with O&L's overall vision, enhancing operational efficiency and competitiveness.	

OUR EXECUTIVES


While maintaining ultimate accountability, the Board has entrusted management with the authority for the day-to-day management of the Group. To support this responsibility, the Chairman's Committee, comprising the Group Executive Chairman, Group Chief Executive Officer, and Group Chief Operating Officer, is supported by the O&L Group Executive Team.




**HENRY FERIS**  
MD: OL Fresh




**PATRICIA HOEKSEMA**  
MD: O&L BrandX




**JACKY JACOBS**  
MD: O&L Projects




**FRANK KERNSTOCK**  
MD: Kraatz




**KAREN KEYS**  
MD: Broll Namibia




**TERENCE MAKARI**  
Group Human Capital Director




**GRAEME MOUTON**  
MD: Model Pick n Pay




**STEFFEN KAMMERER**  
MD: O&L Europe GmbH




**EIKE KRAFFT**  
Group Manager: Innovations




**GÜNTHER LING**  
MD: Hartlief Corporation




**ROUX-CHE LOCKE**  
Group Manager: Corporate Relations




**WYNAND OOSTHUIZEN**  
Group Chief Operating Officer




**FRANCOIS OLIVIER**  
MD: Hangana Seafood




**LEONIE PRINSLOO**  
MD: Namibia Dairies




**GIDEON SHILONGO**  
Group Corporate Affairs Director




**HERMAN THERON**  
MD: Hangana Abalone




**MARTIN THERON**  
MD: O&L Centre




**SONJA THIEME**  
Chief Culture Officer




**SVEN THIEME**  
Group Executive Chairman




**ANNALIZE VAN DER MERWE**  
MD: Dimension Data




**HENDRIK VAN DER WESTHUIZEN**  
Group Chief Executive Officer



**GERO VON DER WENSE**  
MD: Organic Energy



**BERND WALBAUM**  
MD: O&L Nexentury Group



**THERESA WEITZ**  
Chief Financial Officer



COMPANY SECRETARIAL

The role of the Company Secretary for OLFITRA is fulfilled by Ohlthaver & List Centre (Pty) Limited (O&L Centre), a subsidiary of OLFITRA. O&L Centre serves as the central entity providing secretarial services to the various companies within the Group.

The Secretarial department, under O&L Centre, is responsible for ensuring the efficient administration of the Group's companies while maintaining strict adherence to statutory compliance and regulatory requirements. By meticulously managing legal and administrative affairs, the department aids in promoting strong corporate governance practices throughout O&L.

Furthermore, the Secretarial department plays a crucial role in supporting the Board of Directors, assisting them in executing their duties, responsibilities, and powers. This proactive support ensures that the Board operates effectively, upholds transparency, and aligns with the best corporate governance standards, fostering the continued success of the Group.





# TEN YEAR REVIEW

	2023 N\$ '000	2022 N\$ '000	2021 N\$ '000	2020 N\$ '000	2019 N\$ '000	2018 N\$ '000	2017 N\$ '000	2016 N\$ '000	2015 N\$ '000	2014 N\$ '000
<b>Financial history</b> <b>Extract from financial statements</b>										
<b>Net Revenue</b> - continuing operations	4 328 540	4 010 884	3 763 605	6 476 475	6 917 055	6 333 068	6 406 980	5 660 086	5 306 276	4 928 643
Operating (loss) profit before fair value adjustments	(173 302)	(187 683)	(132 420)	557 652	2 325 136	738 905	777 132	718 525	651 745	631 315
Fair value adjustments	11 990	(40 941)	36 372	(394 000)	79 431	87 464	97 646	230 377	169 044	158 844
<b>Operating (loss)/profit</b>	(161 312)	(228 624)	(96 048)	163 652	2 404 567	826 369	874 778	948 902	820 789	790 159
Equity profits / (losses) from joint ventures & associates	3 822	2 926	3 256	(73 556)	454 197	(28 033)	(150 989)	(6 919)	(120 501)	(116 489)
Net finance costs	(231 520)	(226 735)	(215 731)	(245 370)	(185 156)	(180 379)	(201 241)	(174 863)	(120 869)	(127 440)
<b>Loss/Profit before taxation</b>	(389 010)	(452 433)	(308 523)	(155 274)	2 673 608	617 957	522 548	767 120	579 419	546 230
Taxation	(16 165)	(24 753)	(14 372)	(29 245)	(17 667)	(213 909)	(130 388)	(175 140)	(168 547)	(169 969)
(Loss) profit from continuing operations	(405 175)	(477 186)	(322 895)	(184 519)	2 496 941	404 048	392 160	591 980	410 872	376 261
Profit from discontinued operations	9 648 196	592 375	427 481	-	-	-	-	-	-	-
<b>Profit (loss) for the year</b>	9 243 021	115 189	104 586	(184 519)	2 496 941	404 048	392 160	591 980	410 872	376 261
Other comprehensive income/(loss) for the year, net of tax	58 198	(73 253)	7 983	63 307	(1 274)	(315)	134 238	84 671	8 632	151 169
<b>Total comprehensive income/(loss) for the year</b>	9 301 219	41 936	112 569	(121 212)	2 495 667	403 733	526 398	676 651	419 504	527 430
<b>Profit/(loss) attributable to:</b>										
Owners of the parent - continuing operations	(377 608)	(458 294)	(307 979)	(357 588)	1 847 198	124 443	163 351	329 366	229 881	231 438
Owners of the parent - discontinued operations	6 116 959	215 205	168 225	-	-	-	-	-	-	-
Non-controlling interests - continuing operations	(27 567)	(18 892)	(14 916)	173 069	649 743	279 605	228 809	262 614	180 991	144 823
Non-controlling interests - discontinued operations	3 531 237	377 170	259 256	-	-	-	-	-	-	-
<b>Total comprehensive income/(loss) attributable to:</b>	9 243 021	115 189	104 586	(184 519)	2 496 941	404 048	392 160	591 980	410 872	376 261
Owners of the parent	5 795 634	(310 606)	(134 567)	(266 461)	1 845 852	124 295	239 117	411 133	238 246	345 209
Non-controlling interests	3 505 585	352 542	247 136	145 249	649 815	279 438	287 281	265 518	181 258	182 221
<b>Total comprehensive income/(loss) attributable to:</b>	9 301 219	41 936	112 569	(121 212)	2 495 667	403 733	526 398	676 651	419 504	527 430
Equity attributable to owners of the parent	8 603 479	3 643 847	3 952 134	4 090 951	4 859 080	3 025 373	2 912 811	2 682 523	2 276 310	2 029 247
<b>Total assets</b>	11 898 367	10 874 958	10 186 589	10 159 711	10 769 800	8 367 408	7 801 939	7 464 101	6 140 472	5 439 065

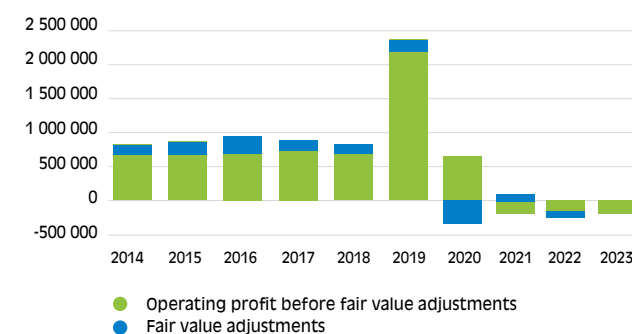
## Financial history

### Extract from financial statements

### Ratio's and statistics

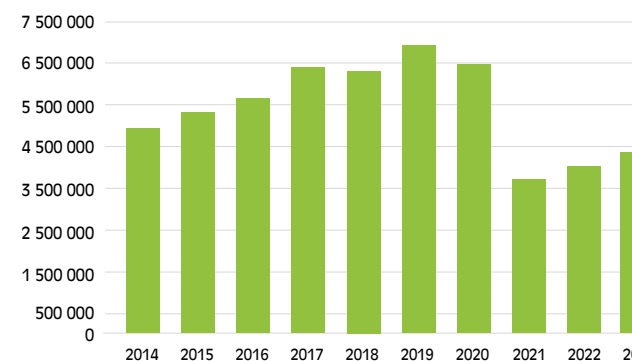
	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Return on ordinary shareholders interest (after tax)	157.51%	-6.15%	-3.42%	-7.36%	61.06%	4%	6%	14%	11%	14%
Operating profit margin	-3.73%	-5.70%	-2.55%	2.53%	34.76%	13%	14%	17%	15%	16%
Current asset ratio	5.46	4.51	1.00	1.59	1.92	1.16	1.23	1.08	1.12	1.03
Number of employees	5 626	6 389	6 425	5 517	6 140	5 866	6 091	6 093	5 568	5 057
Net Revenue per employee (N\$'000)	769	628	586	1 174	1 127	1 080	1 052	929	953	975

### Operating Profit (N\$'000) \*

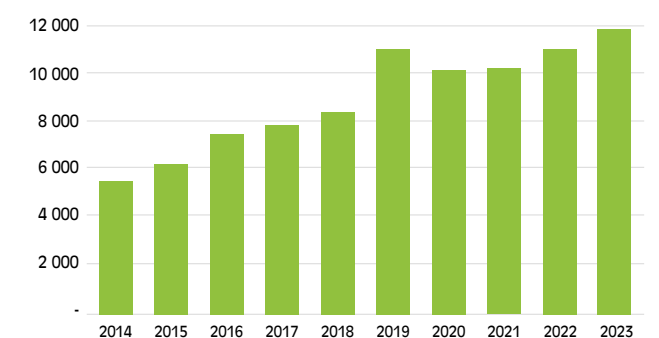


\*The Net revenue and operating profit for 2021, 2022 and 2023 excludes discontinued operations.

### Net Revenue (N\$'000) \*



### Total Assets (N\$ million)



VALUE-ADDED STATEMENT

	Note	2023 N\$ '000	Restated* 2022 N\$ '000
<b>WEALTH CREATED</b>			
<b>Value added by operating activities</b>			
Net Revenue		4 328 540	4 010 884
Paid to suppliers for materials and services		(3 326 982)	(3 144 000)
Value added by operating activities from continuing operations		1 001 558	866 884
Profit from discontinued operations attributable to equity shareholders		6 116 959	215 205
<b>Value added by investing activities</b>			
Interest income		60 131	7 704
Fair value gain on derivatives		19 686	54 436
Fair value gain/(loss) on investment property, financial assets and biological assets		(7 696)	(95 377)
Gain from equity accounted investments		3 822	2 926
		75 943	(30 311)
<b>Total Wealth Created</b>		<b>7 194 460</b>	<b>1 051 778</b>
<b>WEALTH DISTRIBUTED</b>			
<b>Employees</b>			
Salaries, wages, medical and other benefits		976 572	862 094
<b>Providers of Capital</b>			
Finance costs		291 651	234 439
Dividends paid		837 966	-
		1 129 617	234 439
<b>Central and local government</b>	1	<b>3 243</b>	<b>2 365</b>
<b>Value re-invested</b>			
Depreciation, amortisation and impairments		198 288	192 473
Deferred taxation		12 922	22 388
		211 210	214 861
<b>Value retained</b>			
Profit/(loss) for the year attributable to owners of the parent - continuing operations		(377 608)	(458 294)
Non-controlling interest - continuing operations		(27 567)	(18 892)
Profit from discontinued operations attributable to equity shareholders excluding dividends paid		5 278 993	215 205
		4 873 818	(261 981)
<b>Total Wealth Distributed</b>		<b>7 194 460</b>	<b>1 051 778</b>

\*The prior year (2022) numbers have been restated to exclude the discontinued operations.

Notes to the Value Added Statement:

1. Central and local governments

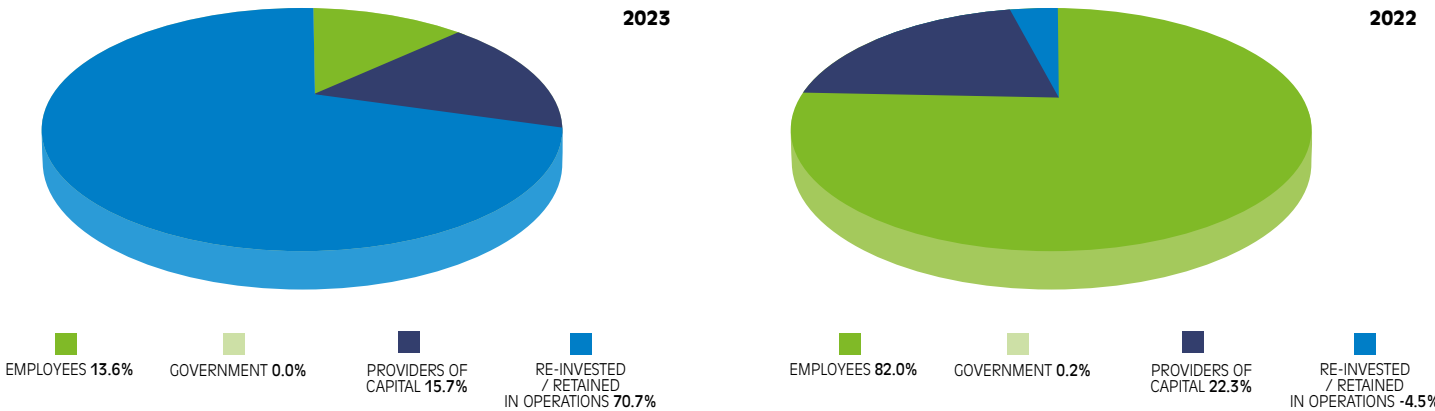
Current normal company taxation

2. Additional amounts collected on behalf of central and local government

Quota levies  
Rates and taxes paid on properties  
Customs and excise duties  
Value Added Tax collected on revenue  
Pay-as-you-earn tax (PAYE) deducted from remuneration paid  
Non-resident shareholders' tax deducted from dividends paid  
Withholding tax on services, interest and royalties

	2023 N\$'000	2022 N\$'000
	3 243	2 365
	3 243	2 365
	8 453	8 765
	15 225	15 776
	1 549	-
	633 594	912 356
	120 086	100 975
	2 572	(79)
	9 238	599
	790 717	1 038 393

	2023 N\$'000	2022 N\$'000
Employees	976 572	862 094
Government	3 243	2 365
Providers of capital	1 129 617	234 439
Re-invested / retained in operations	5 085 028	(47 120)
	7 194 460	1 051 778



# NOTICE TO SHAREHOLDERS

OHLTHAVER & LIST FINANCE AND TRADING CORPORATION LIMITED  
("OLFITRA" or "the Company")  
REGISTRATION NUMBER 1947/0331  
(Incorporated in the Republic of Namibia)

## IMPORTANT DATES

Shareholders are advised of the following dates

Date to receive notice of AGM	21 December 2023
Last day for lodging forms of proxy	17 January 2024
Annual General Meeting	24 January 2024

Notice is hereby given that the 75th Annual General Meeting (AGM) of shareholders of OLFITRA in respect of the financial year ended 30 June 2023 will be held at Werner List Boardroom, South Block, 7th Floor, Alexander Forbes House, 23-33 Fidel Castro Street, Windhoek, Namibia commencing from 09h00, to deal with such business as may lawfully be dealt with at the AGM.

This notice is important and requires your immediate attention. Please ensure that you review the notes and footnotes in this notice, which contain important information regarding participation in the Annual General Meeting.

## INTEGRATED ANNUAL REPORT

The integrated annual report is available at [www.ol.na](http://www.ol.na).

## RESOLUTIONS

### 1. ANNUAL FINANCIAL STATEMENTS AND REPORTS

To receive and consider and if approved adopt the Annual Financial Statements, Independent Auditors' Report, including the Directors' Report for the financial year ended 30 June 2023.

### 2. RE-ELECTION OF DIRECTORS

To re-elect by way of separate resolutions, Hans-Harald Mseler and Gnther Hanke who retire by rotation in accordance with the provisions of the Companies Act and the Articles of Association of the Company and being eligible, makes themselves available for re-election.

Brief biographies of each director are available on page 76 of the Integrated Report.

### 3. ELECTION OF DIRECTORS

During the year, the Board appointed Sonja Thieme, Theresa Weitz and Terence Makari as directors of the Company, who retire in terms of the Company's Articles of Association and being eligible, make themselves available for election.

Brief biographies of each director are available from page 76 of the Integrated Annual Report.

### 4. DIRECTORS REMUNERATION

To approve the directors' remuneration as reflected in the Annual Financial Statements for the financial year ended 30 June 2023.

### 5. RE-APPOINTMENT OF EXTERNAL AUDITORS

To re-appoint Deloitte & Touche as independent external auditors of the Company for the ensuing financial year and authorise the terms of engagement and fees.

### 6. UNISSUED SHARE CAPITAL

To authorise the directors of the Company, subject to the provisions of the Companies Act, as amended, to allot and issue the unissued share capital of the Company at such prices, to such persons and on such conditions as they may deem it appropriate.

By order of the Board  
Ohlthaver & List Centre (Pty) Ltd  
Company Secretary  
26 October 2023

# PROXY FORM

for the 75th Annual General Meeting of

## OHLTHAVER & LIST FINANCE AND TRADING CORPORATION LIMITED Registration number 1947/0331

The Company Secretary  
Ohlthaver & List Finance and Trading Corporation Limited  
PO Box 16  
Windhoek  
Namibia

I/We .....(name in full)  
of .....  
..... (address)  
being a shareholder of .....(number of  
shares) of the abovementioned Company hereby appoint  
.....(name)  
or failing him/her .....  
.....(name)  
or failing him/her .....  
.....(name)  
or failing him/her, the Chairman of the meeting as my/our proxy to vote for  
me/us on my/our behalf at the 75th Annual General Meeting of Ohlthaver  
& List Finance and Trading Corporation Limited to be held in Werner List  
Boardroom, South Block, 7th Floor, Alexander Forbes House, 23-33 Fidel  
Castro Street, Windhoek, Namibia on 24 January 2024 commencing  
from 09h00 and at any adjournment thereof, in particular, to vote for/  
against/abstain\* the resolutions contained in the notice of the meeting.

### Notes to the Proxy

1. A member entitled to attend and vote at the aforementioned meeting is entitled to appoint a proxy (who need not be a member of the Company) to attend, speak and vote on a poll in his/her stead.

2. A copy of the signed proxy form must be returned by Wednesday, 17 January 2024 by 12h00 to: The Company Secretary, Ohlthaver & List Centre (Pty) Ltd, Alexander Forbes House, 7th Floor, South Block, 23-33 Fidel Castro Street, Windhoek, PO Box 16, Windhoek, Namibia, or deliver to the registered office of Ohlthaver & List Finance and Trading Corporation Limited or via email to [#Legal@ol.na](mailto:#Legal@ol.na).

3. In respect of shareholders that are companies, an extract of the relevant resolution of directors must be attached to the proxy form or handed in to the Company Secretary at the meeting.

I/We desire to vote as follows:	For	Against	Abstain
1. Adoption of the annual financial statements			
2. Re-election of Directors:			
2.1 Hans-Harald Mseler			
2.2 Gnther Hanke			
3. Re-election of Directors			
3.1 Sonja Thieme			
3.2 Theresa Weitz			
3.3 Terence Makari			
4. Approval of Directors' Remuneration			
5. Re-appointment of external auditors			
6. To place the unissued shares under the control of the Directors			

\* Please indicate your response by inserting an "X" in the appropriate block to either vote "for/against/abstain from". If no indication is given, the proxy may vote as he/she thinks fit.

Signed ..... at .....  
this ..... day of ..... 2024.

Signature(s) of shareholder(s) .....  
.....



GROUP

REFERENCE INFO

**BROLL NAMIBIA**  
PO Box 2309, Windhoek  
Tel: 061 - 374 500  
www.brollnamibia.com.na

**DIMENSION DATA NAMIBIA**  
PO Box 16, Windhoek  
Tel: 061 - 373 300  
www.dimensiondata.com

**HANGANA SEAFOOD**  
PO Box 26, Walvis Bay  
Tel: 064 - 218 400  
www.hangana.com

**HARTLIEF**  
PO Box 428, Windhoek  
Tel: 061 - 267 700  
www.hartlief.co.za

**KRAATZ**  
PO Box 555, Walvis Bay  
Tel: 064 - 215 800  
www.kraatzmarine.com

**MODEL PICK N PAY**  
PO Box 2200, Windhoek  
Tel: 061 - 296 4500  
www.ohlthaverlist.com

**NAMIBIA DAIRIES**  
P/Bag 11321, Windhoek  
Tel: 061 - 299 4700  
www.ol.na

**OHLTHAVER & LIST CENTRE**  
PO Box 16, Windhoek  
Tel: 061 - 207 5111  
www.ol.na

**O&L Nexentury**  
PO Box 16, Windhoek  
Tel: 061 - 207 5352  
www.ol.na

**O&L FRESH**  
PO Box 16, Windhoek  
Tel: 061 - 207 5111  
www.ol.na

**O&L LEISURE**  
PO Box 2190, Windhoek  
Tel: 061 - 207 5365  
www.ol-leisure.com

**O&L BRANDX**  
PO Box 16, Windhoek  
Tel: 061 - 207 5111  
www.ol-brandx.com

**WINDHOEK SCHLACHTEREI**  
PO Box 8915, Windhoek  
Tel: 061 - 261 499  
www.kwsnamibia.com

ADMINISTRATION

Company Registration Number 1947/0331  
(Incorporated in Namibia)

**SECRETARY**  
Ohlthaver & List Centre (Pty) Ltd  
Postal address:  
PO Box 16  
Windhoek

**BUSINESS ADDRESS AND REGISTERED OFFICE**  
7th floor – South Block  
Alexander Forbes House  
23-33 Fidel Castro Street  
Windhoek

**AUDITORS**  
Deloitte & Touche  
Registered Accountants and Auditors  
Chartered Accountants (Namibia)  
PO Box 47  
Windhoek

**ATTORNEYS**  
Engling, Stritter & Partners  
PO Box 43  
Windhoek



[www.ol.na](http://www.ol.na)