



Edgars Stores  
Limited

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**ANNUAL REPORT**  
**2017**

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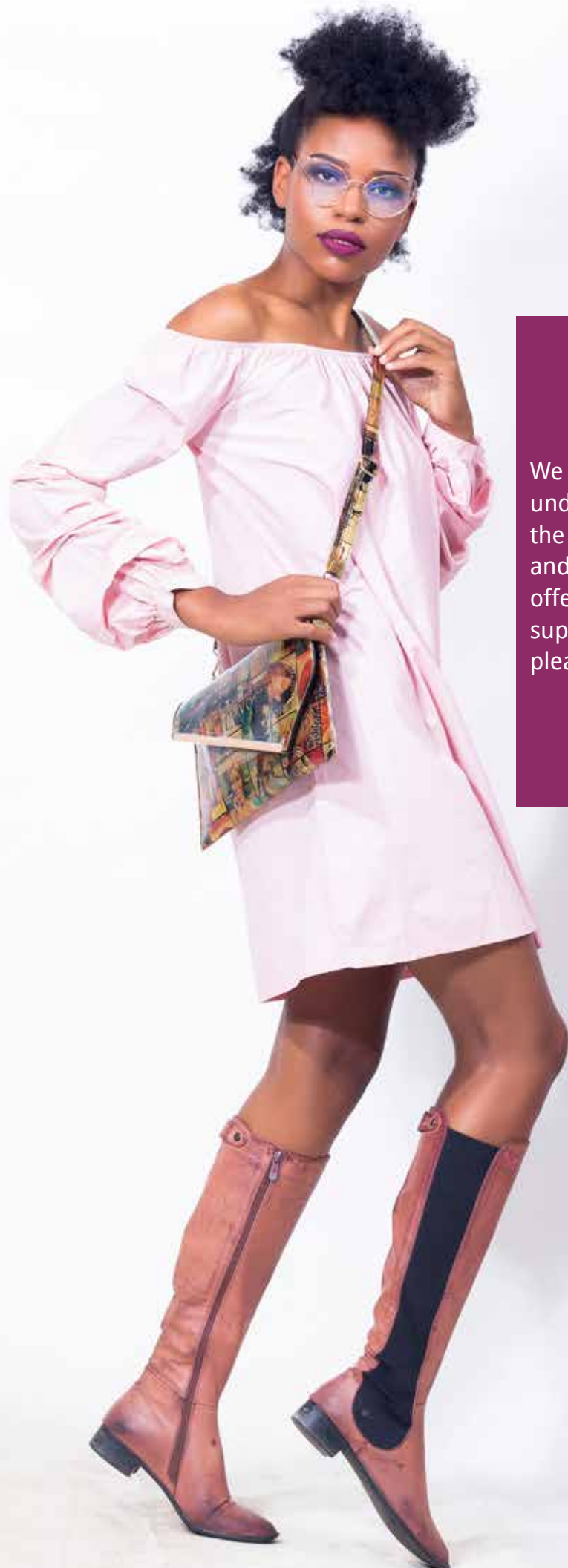




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We aim to be Zimbabwe's undisputed market leader in the micro finance, clothing and footwear retail business offering quality, value and superior customer service in pleasant environments

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# Our Business

## Overview

Edgars Stores Limited is a limited company incorporated and domiciled in Zimbabwe whose shares are publicly traded. Our core business is the retailing of clothing, footwear, textiles and accessories. Through our credit and cash stores we aim to supply our customers with value for money by providing quality merchandise for the family at competitive prices. We are Zimbabwe's market leaders in this field and it is our resolve to remain so.

## Strategic Business Units

Our Group is organised into three strategic business units: retailing, manufacturing and micro finance.

### Retailing

We retail our products through the following established brands:

**Edgars:** providing quality, fashion and convenient shopping at competitive prices to the whole family in the middle to upper-income groups. The brand offers fashion merchandise, with no compromise on quality, at competitive prices for the whole family. We offer competitive credit to our customers. Our pleasant, convenient stores offer our customers a superior shopping experience.

**Jet:** this brand provides quality, value and commercial fashion with compelling opening price points at very competitive prices to the whole family in the lower to middle income group. Our stores offer pleasant, economical shopping environments, laid out for self service; with assisted service available if needed.

### Manufacturing

Carousel (Private) Limited is our manufacturing business unit. Situated in Bulawayo, it produces a wide range of denim, ladies', children's and gents' casual wear that it supplies to our retail divisions as well as to other retailers.

### Micro Finance

Club Plus (Private) Limited is the Group's micro finance business unit. Club Plus offers micro finance loans to the lower to middle income customer group at competitive interest rates.

## Our Business Philosophy

Our business is retailing and micro finance lending. Offering credit and cash through our stores we aim to supply quality products and service.

We aim to be Zimbabwe's undisputed market leader in the micro finance, clothing and footwear retail business offering quality, value and superior customer service in pleasant environments. Micro finance and retailing are people oriented and our existence and continued success is dependent on our

ability to satisfy our customers' needs and value expectations.

We endeavour to appeal to a broad spectrum of consumers, catering in a professional manner to their needs. Our staff delivers a wide selection of quality products and services that are competitively priced with courtesy and professionalism.

Our goal is to earn our shareholders optimum returns on invested capital through steady profit growth and astute asset management. We are committed to honesty and integrity in all relationships with suppliers of goods and services. We are demanding, but fair, and evaluate our suppliers on the basis of quality, price and service. We recognise our role in society and support worthwhile projects, particularly of a charitable or conservation nature.

## Management Philosophy

Participative management lies at the heart of this strategy, which relies on the building of employee partnerships at every level to foster mutual trust and to encourage people to think always about how they can do things better. The demands of our business are such that success will only come from the dedication of our employees. The Group will continue to have its operating decisions made at the appropriate operating levels of the business.





## Mission Statement

The Edgars Group's mission is to create and enhance stakeholder value. We will deal with our stakeholders as follows:

### Customers:

We will be the retailer of choice providing memorable shopping experiences.

### Employees:

We want to be regarded as the preferred equal opportunity employer offering competitive working conditions that help us attract, develop and retain creative, skilled people who are highly motivated.

### Investors:

We will deliver economic value through sustained real earnings growth achieved through deliberate market dominance of Zimbabwe's micro finance, clothing and footwear retail sector.

### Suppliers:

We aim to achieve synergies through win-win partnerships based on honesty and integrity.

### Community:

We will be a socially responsible and caring corporate citizen committed to the highest standards of professionalism and ethical behaviour.

# Group Financial Highlights

	7 January 2018 52 weeks \$000	8 January 2017 52 weeks \$000	Change %
<b>Group Summary</b>			
Retail sales revenue	62,882	50,330	25
Earnings attributable to ordinary shareholders	4,103	548	648
Cash inflow from operating activities	8,316	10,226	(18.67)
Total assets	50,415	47,823	5
Market capitalisation	13,843	14,114	(2)
<b>Ordinary share performance (cents per share)</b>			
Earnings			
Basic	1.59	0.21	647
Diluted	1.59	0.21	648
Net equity	10.60	9.21	15
Market price	4.70	4.80	(2)
<b>Financial statistics</b>			
Return on ordinary shareholders equity	13.2	2.0	549
Liquidity ratios			
Current ratio	3.0	2.1	40
Gearing - gross	0.15	0.35	(57)
Gearing - net	0.08	(0.46)	(117)
Borrowing times covered by stock and debtors	8.2	3.2	154

# Corporate Board

## Executive Directors

**Linda Masterson\*** (62) FCIS  
Group Managing Director  
Joined the company in 1988  
Appointed to the Board in 1991  
Appointed Group Managing Director in April 2010

**Vusumuzi Mpofu** (50) ACMA, CGMA  
Edgars Chain Director  
Joined the company in 2000  
Appointed to the Board in 2008

**Zebhediah Vella** (60) BA Hons.  
Accountancy and Economics  
Corporate Services Director  
Joined the company in 1989  
Appointed to the Board in 1999

**James B. Galloway** (58) C.A.(Z)  
Group Finance Director  
Joined the company in 2011  
Appointed to the Board in 2012

## Non-Executive Directors

**Themba N. Sibanda** • (63)  
B.Acc (Z), C.A. (Z)  
Chairman  
Appointed to the Board in 2003

**Canaan F. Dube\*** • (61)  
LLB (Hons), LLB, MBA  
Appointed to the Board in 2004

**Dr. Leonard L. Tsumba\*** • (74)  
Phd, M.A, BSBA  
Appointed to the Board in 2006

**Raymond Mlotshwa** (67) BA  
Joined the company in 1981  
Appointed to the Board in 1998  
Appointed Group Managing Director in September 1999  
Retired in March 2010  
Appointed non-executive director in April 2010

**Dr. Urin Ferndale\*** • (53)BA(cum laude),BA (Hons),  
MA,DLitt et Phil  
Appointed to the Board in September 2016

• Member of the Remuneration Committee

\* Member of the Audit Committee









# Group Chairman's Statement

## Chairman's Statement

Improvements in merchandise assortments, customer service, promotions, revamps and the new political dispensation together with utilisation of excess RTGS balances resulted in improved consumer confidence which contributed to a stronger second half sales. Sales of merchandise for the year at \$62.9m were 25% above 2016 (\$50.3m). Group margins were maintained at 43%. Credit management and debt collection costs continued to be well controlled and resulted in savings of \$3m on last year (55%). Other operating income and expenses were impacted by increases in software and computer costs, bonus payments and a reduction in commission and other income. The decrease in finance income is due to the reduced debtors book and arrears levels.

## Retail Operations

Edgars Chain: Total sales were \$39.6m (2016: \$33.9m) and sales per square metre were \$1 784 (2016: \$1 467) out of 26 stores (2016:27). Units sold for the year were 1.9m (2016:1.7m), an increase of 11.8%.

The Edgars Stanley House (Harare) and Gweru branches were revamped and the Rusape branch was converted to a Jet store. No new stores were opened during the year. Chain profitability improved to 24% up from 18% in 2016.

Jet Chain: Total sales were \$24m (2016: \$17.7m) and sales per square metre were \$2 602 (2016: \$1 990) out of 25 stores (2016: 24). Units sold for the year were 2.5m (2016:2.1m), an increase of 19%, and the chain's profitability increased to 21% (2016:13%).

## Credit Management

Edgars Chain debtors were \$17.7m (2016: \$18.7m), after an allowance for credit losses of \$1.3m (2016: \$1.8m). Net write-offs for the period averaged 6.9% (2016: 7.9%) of lagged credit sales, and 0.3% of lagged debtors (2016: 0.8%).

Jet Chain debtors were at \$5.1m (2016: \$4.4m), after an allowance for credit losses of \$0.4m (2016: \$0.4m). Net write-offs for the period averaged 5.5% (2016: 6.1%) of lagged credit sales, and 0.5% of lagged debtors (2016: 1%).

With effect from 2018, IFRS 9 (Financial Instruments) will become effective. This will not have a significant impact on the allowance for expected credit losses.

## Manufacturing

The factory made a trading loss for the year of \$0.6m (2016: \$0.4m). Performance was affected by supply chain constraints due to the severely restricted allocation of foreign currency for fabric.

## Microfinance

This operation, which offers small loans to consumers, traded for only the last 4 months of the year. At year end \$643k had

been advanced.

## Financing and cash flow

At year end, borrowings had reduced to \$4.6m, from \$11.2m and gearing was 0.08 (2016:0.35). We expect borrowings to increase in the short term to finance growth of the microfinance business and fund capital expenditure to retool the factory and revamp stores.

Included in trade payables are foreign liabilities. Every effort is being made to liquidate these liabilities as and when foreign currency becomes available.

## Outlook

The limited allocation of foreign currency to the clothing sector is of grave concern to the Board and management. Numerous measures are being pursued to mitigate this risk which will dampen growth prospects. We are currently adequately stocked in most departments and the sales and profit performance in 2018 is ahead of last year. Much focus will be given to development of our staff in 2018.

## Dividend

The Board has declared a final dividend of US 0.33 cents per share payable in respect of all ordinary shares of the Company. This final dividend is in respect of the financial year ended 7 January 2018 and will be payable in full to all the shareholders of the Company registered at close of business on the 27th of April 2018. The payment of this dividend will take place on or about the 11th of May 2018. The shares of the Company will be traded cum-dividend on the Zimbabwe Stock Exchange up to the market day of the 24th of April 2018 and ex-dividend as from the 25th of April 2018.

## Appreciation

I am grateful to board colleagues, management and staff for their dedication. I am also grateful to our customers for their loyalty and our landlords, bankers and suppliers for their continued support.

TN SIBANDA



# Corporate Governance Report

The Board of Directors accepts accountability for the transparent governance of Edgars Stores Limited. Governance of the Group is managed and monitored by a unitary Board of Directors, assisted by committees of the Board. The Directors believe that they have applied and complied with the principles incorporated in the National Code on Corporate Governance in Zimbabwe. The Board's responsibilities are well defined and adhered to. The Board's primary responsibilities, based on a predetermined assessment of materiality include amongst others:

- evaluating and reviewing the Group's strategic direction;
- identifying, considering and reviewing key risk areas and relevant responses as well as key performance indicators;
- monitoring investment decisions;
- considering significant financial matters;
- reviewing the performance of executive management against business plans, budgets and industry standards;
- monitoring the stewardship of the Group;
- ensuring that a comprehensive system of policies and procedures is operational;
- ensuring ethical behaviour and compliance with relevant laws and regulations, audit and accounting principles and the Group's internal governing documents and codes of conduct;
- and evaluating on a regular basis economic, political, social and legal issues, as well as any other relevant external matters that may influence or affect the development of the business or the interests of the share owners and, if appropriate taking external expert advice.

It should be noted that, when terminology such as "ensure" or "review" are used to describe the duties of the Board or its Committees, it does not mean the Board or Committee Members actually get involved in the detailed activities. Rather, members of the Board or Committee rely on reports from management and the internal and external auditors and then obtain their own desired levels of comfort and assurance through query and discussion.

## The Board

The size of the Board is dictated by the Articles of Association, which permit a maximum of twelve directors. Currently the Board is chaired by an independent non-executive director Mr. T N. Sibanda and consists of four executive and four non-executive directors.

The names and credentials of the directors in office at 7 January 2018 are detailed on page 8. Non-executive directors introduce an independent view to matters under consideration and add to the breadth and depth of experience of the Board. All the non-executive directors are considered to be independent in character and judgment. Adequate directors' and officers' insurance cover has been purchased by the company to meet any material claims against directors. No claims under the relevant policy were lodged during the year under review.

Board meetings are held at least quarterly and whenever else circumstances necessitate. Directors are invited to add items

to the agendas for Board meetings. Details of meetings held during the 2017 financial year and attendance at each are contained below.

### Attendance at Corporate Board Meetings: 2017

Board Attendance	March 2017	June 2017	Sept 2017	Dec 2017
T N Sibanda*	✓	✓	✓	✓
C F Dube*	✓	✓	✓	✓
L L Tumba*	✓	✓	✓	✓
R Mlotshwa*	✓	✓	✓	✓
U Ferndale*	✓	✓	✓	✓
L Masterson	✓	✓	✓	✓
Z Vella	✓	✓	✓	✓
V Mpofu	✓	✓	✓	✓
J B Galloway	✓	✓	✓	✓

Key: \*Non-Executive Director, ✓ - attended, ✗ - did not attend, n/a- not applicable

## Board Committees

Specific responsibilities have been delegated to board committees with defined terms of reference. The current board committees are:

### Audit Committee

The Audit Committee continuously evaluates the Group's exposure and response to significant risk, reviews the appropriateness and adequacy of the systems of internal financial and operational control; reviews and evaluates accounting policies and financial information issued to the public, ensures effective communication between directors, management, internal and external auditors, reviews the performance of the internal and external auditors, recommends the appointment of the external auditors and determines their fees.

The Audit Committee comprises three non-executive directors whose details are provided on page 8. Mr.C. Dube chairs the Committee and the other members are Dr. L.L. Tumba and Dr. U. Ferndale. The Group Managing Director and Group Finance Director are required to attend all meetings of the Committee as invitees. The External Auditors and Head of Group Internal Audit also attend the meetings by invite.

### Remuneration Committee

This Committee's function is to approve a broad remuneration strategy for the Group and to ensure that directors and senior executives are adequately remunerated for their contribution to operating and financial performance, in terms of base pay as well as short and long-term incentives.



Attendance at board committee meetings was as follows:

#### Attendance at Audit Committee Meetings

<b>Audit Committee</b>	<b>March 2017</b>	<b>June 2017</b>	<b>Sept 2017</b>	<b>Dec 2017</b>
C F Dube*	✓	•	✓	✓
L LTumba*	✓	•	✓	✓
U Ferndale*	✗	•	✗	✗
L Masterson	✓	•	✓	✓

Key: \*Non-Executive Director, ✓ - attended, ✗ - did not attend, n/a- not applicable, • - no meeting

#### Attendance at Remuneration Committee Meetings

<b>Remuneration Committee</b>	<b>March 2017</b>	<b>June 2017</b>	<b>Sept 2017</b>	<b>Dec 2017</b>
T N Sibanda*	✓	•	✓	•
C F Dube*	✓	•	✓	•
L LTumba*	✓	•	✓	•
U Ferndale*	✗	•	✗	•

Key: \*Non-Executive Director, ✓ - attended, ✗ - did not attend, n/a- not applicable, • - no meeting

### Accountability and Audit

The Board of Directors is responsible for the Group's system of internal control. Responsibility for the adequacy, extent and operations of these systems is delegated to the executive directors. To fulfill this responsibility, management maintains accounting records and has developed, and continues to maintain, appropriate systems of internal control. The Directors report that the Group's internal controls and systems are designed to provide reasonable, but not absolute, assurance as to the integrity and reliability of the financial statements, to safeguard, verify and maintain accountability of its assets and to detect and minimize fraud, potential liability, loss and material misstatement, while complying with applicable laws and regulations.

The systems of internal control are based on established organisational structures together with written policies and procedures, including budgetary and forecasting disciplines and the comparison of actual results against these budgets and forecasts. The Directors have satisfied themselves that these systems and procedures are implemented, maintained and monitored by appropriately trained personnel with suitable segregation of authority, duties and reporting lines and, where appropriate, by the comprehensive use of advanced computer hardware and software technologies.

Directors and employees are required to maintain the highest ethical standards as outlined in the Group's Code of Ethics, to ensure that business practices are conducted in a manner which in all reasonable circumstances is above reproach. The effectiveness of the systems of internal control in operation is monitored continually through reviews and reports from senior executives and the internal and external auditors.







## Internal Audit

The Edgars Group Internal Audit operates in terms of the Audit Committee's approved charter to provide management with an independent, objective consultancy and assurance service that reviews matters relating to control, risk management, corporate governance and operational efficiency. The committee's responsibility is to independently assess and appraise the systems of internal control and the policies and procedures of the Group, in order to monitor how adequate and effective they are in ensuring the achievement of organisational objectives, the relevance, reliability and integrity of management and financial information, whether resources are being used economically, effectively and efficiently, the safeguarding of assets, compliance with relevant policies, procedures, laws and regulations; and prevention of waste, extravagance and fraud.

The Internal Audit Department reports fundamentally directly to the Audit Committee and administratively to the Group Managing Director. Significant reports are copied to the Group Managing Director as well as to the Chairman of the Audit Committee and there is regular two-way communication between the Group Managing Director and the Head of Group Internal Audit.

All Edgars business operations and support functions are subject to an internal audit. The Audit Committee approves the annual audit plans, which are based on an annual Group Risk Assessment. Internal audits are conducted according to the professional standards of the Institute of Internal Auditors. The Group Internal Audit also facilitates the management of risk in order to maintain a high profile of the Group's risk management process without assuming responsibility for risk management; this being the responsibility of the Board. Group Internal Audit also conducts independent investigations in cases of fraud. Edgars is a member of Tip-Offs Anonymous, a hotline managed by Deloitte, which allows tip-off callers' confidentiality and anonymity on reporting matters.

## External Audit

The External Auditors express an independent opinion on the Group Financial Statements and provide an independent assessment of the Group's systems of internal financial control through the Report to Management on deficiencies noted during their audit. An external audit offers reasonable but not absolute assurance on financial results.

Collaboration exists between internal and external auditors to ensure better audit coverage.

The Audit Committee reviews the external auditor's audit plan, without infringing on their independence and rights, to ensure that areas of significant concern are covered. In addition, the Audit Committee reviews ongoing ratios between fees for audit versus those for other professional services rendered by external auditors.

## Employee Relationships

The Group has its operating decisions made at the appropriate levels. Participative management lies at the heart of this strategy, which relies on the building of employee



partnerships at every level to foster mutual trust and encourages people to always think about how they can improve things. We strive to liberate initiative and energy in our people, as they are the ones who make the difference in our performance.

## Employment Equity

The Group has employment policies, which we believe are appropriate to the business and the market in which we trade. They are designed to attract, motivate and retain quality staff at all levels. Equal employment opportunities are offered without discrimination.

## Public Shareowners

The principles of balanced reporting, understandability, openness and substance over form are the foundation for communication to the public and shareowners. Positive and negative aspects of both financial and non-financial information are provided. Edgars meets regularly with institutional shareowners and investment analysts and makes presentations to investors and analysts bi-annually, after the release of results.

## Ethical Behaviour

The Group's Core Values are:

- Superior customer service
- Integrity
- People
- Performance and
- Professionalism

The Code of Ethics clearly outlines the Group's Vision, Mission, Values and Code of Conduct. All employees including senior management, executives and directors, are expected to act in line with the Code of Ethics at all times. Failure to do so results in disciplinary action. Employees with access to confidential information are prohibited from disclosing it to outsiders and from trading in Edgars shares during the closed periods around year end and half-year reporting, until 48 hours after the results are published, as well as during any periods when the Group has issued a cautionary trading statement to shareowners.

## Financial Reporting

The Group Financial Statements for the 52 weeks to 7 January 2018 incorporate the results for the fifty-two weeks ended 7 January 2018. In preparing these Financial Statements, the same accounting principles and methods of computation are applied as in prior periods.

No event material to the understanding of this report has occurred between the financial year-end and the date of this report.

## Directors' Responsibilities

The Directors are ultimately responsible for the preparation of the Group Financial Statements and related financial information that fairly present the state of affairs and the results of the Group.







## Auditors' Responsibilities

The external auditors are responsible for independently auditing and reporting on these Group Financial Statements in conformity with International Standards on Auditing.

These financial statements have been approved by the Board of Directors and are signed on their behalf by:

T N Sibanda  
Non-Executive Chairman  
On 28 March 2018

L Masterson  
Group Managing Director

# Independent Auditor's Report



**Ernst & Young**  
Chartered Accountants (Zimbabwe)  
Registered Public Auditors  
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Cnr Fife Street/ 6th Avenue  
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## INDEPENDENT AUDITOR'S REPORT

### TO THE SHAREHOLDERS OF EDGARS STORES LIMITED

### REPORT ON THE AUDIT OF THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS

#### *Opinion*

We have audited the consolidated and company financial statements of Edgars Stores Limited and its subsidiaries ("the Group") set out on pages 18 to 64 which comprise the statements of financial position as at 7 January 2018, and the statements of profit or loss and other comprehensive income, the statements of changes in equity and the statements of cash flows for the 52 weeks then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the consolidated and company financial statements present fairly, in all material respects, the consolidated and company financial position of Edgars Stores Limited as at 7 January 2018, and the consolidated and company financial performance and cash flows for the 52 weeks then ended in accordance with International Financial Reporting Standards (IFRS).

#### *Basis for Opinion*

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Company Financial Statements* section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and other independence requirements applicable to performing audits in Zimbabwe. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and company financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and company financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated and Company Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated and company financial statements.



Key Audit Matter	How the matter was addressed in the audit
<p><b>Recoverability of accounts receivable</b></p> <p>Trade accounts receivable of \$24.7million and loans and advances to customers of \$660,683 disclosed in Note 17 and Note 17.1 respectively constitute 50.3% of total assets on the statement of financial position. The recoverability of trade receivables which arise from credit extended to individual customers is a key element of Edgars Stores Limited's working capital and credit management.</p> <p>Adverse economic conditions and changing customer spending patterns expose the Group to a higher risk of customer defaults which is measured through bad debt write offs and the allowance for credit losses. Determination of the allowance for credit losses involves significant estimates and judgements such as the reasonableness of the provisioning models used, the method used in determining the allowance for credit losses, and the percentages applied in determining the allowance based on arrear and default records.</p> <p>The allowance for credit losses amounted to \$1.8million, which equates to 7.1% of the total trade accounts receivable and loans and advances to customers balance compared to 8.5% in the prior year. The allowance is arrived at after taking into consideration the performance of the debtors' book, historical trends and the economic outlook. Judgements made by management in respect of the allowance for credit losses are described in Note 3.2.5.</p> <p>The increased judgement required to determine the adequacy of the allowance and significance of the impact of defaults on the financial statements resulted in additional auditor attention in this area.</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> <li>• Assessing the appropriateness of the judgements applied by management in determining the allowance for credit losses based on our understanding of the business and the current trading environment;</li> <li>• Evaluating the reasonableness of the provisioning models for the Group and the percentages applied in determining the allowance for credit losses based on arrear and default records;</li> <li>• Analysing the trend of subsequent receipts, write offs and recoveries from debtors compared to the prior year estimate.</li> <li>• Testing controls over the sales, receipts and ageing processes, to confirm the existence and valuation of the trade accounts receivable and the loans and advances to customers balances as at year-end;</li> <li>• Evaluating the adequacy of the disclosures in the financial statements relating to the description of the application of management's judgement in determining the allowance for credit losses.</li> </ul>
<p><b>Inventory existence</b></p> <p>Included in inventories (Note 16) is retail merchandise inventory amounting to \$10.6million which represents 21% of Edgars Stores Limited's total assets. Theoretical inventory quantities are normally adjusted at half year and at year end when physical inventory counts are done. Due to the large number of stores across the country and the nature of the numerous stock items that are uniquely coded, there is reliance on the IT system to generate stock count plans which populate all items in all locations before the physical counts commence. Due to variances that were noted during the count, additional procedures including variance analysis and recounts were performed to reconcile physical quantities to theoretical quantities before adjustments were processed.</p> <p>The above noted issues, in combination with the complexity of the IT control environment on which the Group is heavily reliant on, resulted in significant auditor time required to perform the year-end inventory counts and other procedures to verify the existence of inventory at year end. As a result we have assessed inventory existence to be a key audit matter.</p>	<p>Our audit procedures to test the existence of inventory included the following:</p> <ul style="list-style-type: none"> <li>• Performing test counts at a sample of locations based on risk and size at both half year and year end, and comparing the results with the theoretical quantities in the system at the respective period ends;</li> <li>• Performing test re-counts subsequent to year end at a sample of locations based on size and extent of variances identified at the year-end count.</li> <li>• Performed detailed roll-back procedures to validate the quantities on hand at year end and;</li> <li>• Testing the relevant internal control procedures over the inventory count at year end.</li> </ul>

### Other Information

The directors are responsible for the other information. The other information comprises the Business Report, Corporate Board Reports, Group Chairman's Statement and the Corporate Information. Other information does not include the consolidated and company financial statements and our auditor's report thereon. Our opinion on the consolidated and company financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and company financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information obtained prior to the date of this auditor's

report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### *Responsibilities of the Directors for the Consolidated and Company Financial Statements*

The directors are responsible for the preparation and fair presentation of the consolidated and company financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies Act (Chapter 24:03), and for such internal control as the directors determine is necessary to enable the preparation of consolidated and company financial statements that are free from material misstatement, whether due to fraud or error.

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

### *Auditor's Responsibilities for the Audit of the Consolidated and Company Financial Statements*

Our objectives are to obtain reasonable assurance about whether the consolidated and company financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and company financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and company financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and company financial statements, including the disclosures, and whether the consolidated and company financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and company financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated and company financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our




report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on Other Legal and Regulatory Requirements

In our opinion, the consolidated and company financial statements, have in all material respects, been properly prepared in compliance with the disclosure requirements of and in the manner required by the Companies Act (Chapter 24:03).

The engagement partner on the audit resulting in this independent auditor's report is Ms Monica Chanduru (PAAB Practising Certificate Number 0567).

A handwritten signature in black ink, appearing to read 'Ernst & Young', is enclosed within a thin black rectangular border.

ERNST & YOUNG

CHARTERED ACCOUNTANTS (ZIMBABWE)  
REGISTERED PUBLIC AUDITORS

BULAWAYO  
28 MARCH 2018





# Consolidated Statement of Profit or Loss and Other Consolidated Income

## For the 52 weeks to 7 January 2018

Group				Company	
52 weeks to 7 January 2018	52 weeks to 8 January 2017		Notes	52 weeks to 7 January 2018	52 weeks to 8 January 2017
\$	\$			\$	\$
64,106,544	52,123,970	Revenue	5	63,647,753	51,686,924
62,882,028	50,329,626	Sales of merchandise	5	62,515,090	49,892,579
91,853	-	Revenue from microfinance institution		-	-
(35,952,145)	(28,767,402)	Cost of sales		(36,727,768)	(29,785,764)
27,021,736	21,562,224	Gross profit		25,787,322	20,106,815
(116,885)	(137,292)	Other gains and losses	6	(116,804)	(133,145)
(2,513,224)	(5,530,155)	Credit management and debt collection costs		(2,513,224)	(5,530,155)
(11,472,573)	(11,913,954)	Store expenses		(11,472,573)	(11,913,954)
(13,650,677)	(12,211,701)	Other operating income and expenses		(12,145,397)	(11,383,798)
7,699,950	10,264,287	Finance income	7.6	7,720,870	10,264,287
(1,088,513)	(1,682,346)	Finance costs	7.7	(1,088,513)	(1,675,193)
5,879,814	351,063	Profit/(loss) before tax	7	6,171,681	(265,143)
(1,777,187)	197,100	Income tax (expense)/credit	10	(1,819,169)	197,100
4,102,627	548,163	Profit/(loss) for the period		4,352,512	(68,043)
-	-	Other comprehensive income for the period (net of tax)		-	-
4,102,627	548,163	Total comprehensive income for the period		4,352,512	(68,043)
		Earnings per ordinary share	11		
1.59	0.21	Basic (cents per share)		1.69	(0.03)
1.59	0.21	Diluted (cents per share)		1.68	(0.03)

# Consolidated Statement of Financial Position

## at 7 January 2018

Group		Notes	Company	
7 January 2018	8 January 2017		7 January 2018	8 January 2017
\$	\$		\$	\$
Assets				
Non-current assets				
-	-		4,397,890	5,451,215
7,199,567	7,171,871	13	6,662,235	6,630,063
1,959,254	2,581,374	15	1,959,254	2,581,374
-	-	29	100,000	-
9,158,821	9,753,245		13,119,379	14,662,652
Current assets				
14,144,671	11,517,123	16	11,332,117	8,131,578
24,116,455	24,808,994	17	23,889,791	24,336,722
643,573	-	17.1	-	-
55,142	-	20	55,142	-
2,296,428	1,743,245		2,087,610	1,741,657
41,256,269	38,069,362		37,364,660	34,209,957
Total assets			50,484,039	48,872,609
Equity and liabilities				
Capital and reserves				
405,691	391,339	18	405,691	391,339
2,636,515	2,631,783	18	2,618,446	2,613,714
28,122,574	24,019,948		28,399,873	24,047,361
31,164,780	27,043,070		31,424,010	27,052,414
Non-current liabilities				
3,087,562	2,481,496	14	3,129,545	2,481,496
2,289,011	321,923	21	2,289,011	321,923
5,376,573	2,803,419		5,418,556	2,803,419
Current liabilities				
11,497,717	6,566,205	19	11,354,569	7,763,090
-	476,742	20	-	476,742
2,376,020	10,933,171	21	2,286,904	10,776,944
13,873,737	17,976,118		13,641,473	19,016,776
Total liabilities			19,060,029	21,820,195
Total equity and liabilities			50,484,039	48,872,609
Net equity per share ( cents)			10.69	9.22
Gearing:				
0.15	0.35		0.15	0.35
0.08	(0.46)		0.08	(0.46)



# Consolidated Statement of Changes in Equity

for the 52 weeks to 7 January 2018

	Notes	Issued capital and premium	Equity-settled employee benefits reserve	Revaluation reserve	Change in functional currency reserve	Retained earnings	Total
		\$	\$	\$	\$	\$	\$
<b>Group</b>							
<b>Balance at 10 January 2016</b>		378,089	976,352	1,627,550	-	23,471,784	26,453,775
Profit for the period		-	-	-	-	548,163	548,163
Issue of ordinary shares under employee share option plan		13,250	-	-	-	-	13,250
Share based payment expense	9.4	-	27,881	-	-	-	27,881
<b>Balance at 8 January 2017</b>		391,339	1,004,233	1,627,550	-	24,019,947	27,043,069
Total comprehensive income for the period		-	-	-	-	4,102,627	4,102,627
Profit for the period		-	-	-	-	4,102,627	4,102,627
Other comprehensive income		-	-	-	-	-	-
Issue of ordinary shares under employee share option plan		14,352	-	-	-	-	14,352
Share based payment expense	9.4	-	4,732	-	-	-	4,732
<b>Balance at 7 January 2018</b>		405,691	1,008,965	1,627,550	-	28,122,574	31,164,780
<b>Company</b>							
<b>Balance at 10 January 2016</b>		378,089	976,352	1,609,481	-	24,115,404	27,079,326
Profit for the period		-	-	-	-	(68,043)	(68,043)
Issue of ordinary shares under employee share option plan		13,250	-	-	-	-	13,250
Share based payment expense	9.4	-	27,881	-	-	-	27,881
<b>Balance at 8 January 2017</b>		391,339	1,004,233	1,609,481	-	24,047,361	27,052,414
Total comprehensive income for the period		-	-	-	-	4,352,512	4,352,512
Loss for the period		-	-	-	-	4,352,512	4,352,512
Other comprehensive income		-	-	-	-	-	-
Issue of ordinary shares under employee share option plan		14,352	-	-	-	-	14,352
Share based payment expense	9.4	-	4,732	-	-	-	4,732
<b>Balance at 7 January 2018</b>		405,691	1,008,965	1,609,481	-	28,399,873	31,424,010

# Consolidated Statement of Cash Flows

for the 52 weeks to 7 January 2018

Group			Company	
52 weeks to 7 January 2018	52 weeks to 8 January 2017		52 weeks to 7 January 2018	52 weeks to 8 January 2017
\$	\$		\$	\$
			Notes	
		Cash flows from operating activities		
5,879,814	351,063	Profit/(loss) before tax	6,171,681	(265,143)
		Adjusted for:		
(7,699,950)	(10,264,287)	Finance income	(7,720,870)	(10,264,287)
1,088,513	1,682,346	Finance costs	1,088,513	1,675,193
3,859,291	3,627,075	Non cash items	12.1 3,583,078	3,457,568
340,078	7,596,912	Movements in working capital	12.2 (996,871)	8,722,053
3,467,746	2,993,109	Cash generated from operations	2,125,531	3,325,384
7,699,950	10,264,287	Finance income received	7,720,870	10,264,287
(1,148,353)	(1,540,213)	Finance costs paid	(1,148,353)	(1,533,060)
(1,703,004)	(1,491,627)	Taxation paid	12.3 (1,703,004)	(1,491,627)
8,316,339	10,225,556	Cash inflow from operating activities	6,995,044	10,564,984
		Cash flows from investing activities		
(1,245,978)	(749,096)	Payments for property, plant and equipment	13 (1,152,352)	(749,096)
-	(1,384,417)	Payments for intangible asset	15 -	(1,384,417)
58,537	15,884	Proceeds from disposal of property, plant and equipment	58,537	15,884
-	-	Net movement in balances with group companies	1,053,324	(295,323)
-	-	Investment in subsidiary	(100,000)	-
(1,187,441)	(2,117,629)	Net cash used in investing activities	(140,491)	(2,412,952)
		Cash flows from financing activities		
14,352	13,250	Proceeds from issue of equity shares	14,352	13,250
4,500,000	1,500,000	Proceeds from borrowings	21.4 4,500,000	1,500,000
(11,090,067)	(8,411,977)	Repayment of borrowings	21.4 (11,022,952)	(8,439,815)
(6,575,715)	(6,898,727)	Net cash used in financing activities	(6,508,600)	(6,926,565)
553,183	1,209,200	Net increase in cash and cash equivalents	345,953	1,225,467
1,743,245	534,045	Cash and cash equivalents at the beginning of the period	1,741,657	516,190
2,296,428	1,743,245	Cash and cash equivalents at the end of the period	2,087,610	1,741,657







# Notes to the Consolidated Financial Statements

## 1. CORPORATE INFORMATION

Edgars Stores Limited (the Group) is a limited company incorporated and domiciled in Zimbabwe and whose shares are publicly traded. The Group manufactures clothing, which it distributes and sells together with footwear, textiles and accessories through a network of stores in Zimbabwe. The Group also offers micro finance loans.

The abridged consolidated results of the Group for the 52 weeks to 7 January 2018 were authorised for issue in accordance with a resolution of the directors on 28th of March 2018.

The Group's results are consolidated into Edcon Holdings (Pty) Ltd (South Africa), the ultimate parent. Information on other related party relationships of the Group is provided in Note 28.

## 2. FINANCIAL REPORTING

### 2.1 Basis of Preparation

The consolidated financial statements are prepared in accordance with the going concern and historical cost basis except where otherwise indicated. The accounting policies are applied consistently throughout the Group. The consolidated financial statements are presented in United States Dollar (USD) and all values are rounded to the nearest dollar except where otherwise stated.

### Statement of compliance

The financial statements have been prepared in conformity with International Financial Reporting Standards (IFRS), promulgated by the International Accounting Standards Board (IASB).

### 2.2 Basis of Consolidation

The consolidated financial statements comprise the financial statements of Edgars Stores Limited and its subsidiaries as at 7 January 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of Comprehensive income and statement of financial position from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary.
- Derecognises the carrying amount of any non-controlling interest.
- Derecognises the cumulative translation differences, recorded in equity.
- Recognises the fair value of the consideration received.
- Recognises the fair value of any investment retained.
- Recognises any surplus or deficit in profit or loss.
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss, as would be required if the Group had directly disposed of the related assets or liabilities.

### 2.3 Summary of significant accounting policies

#### 2.3.1 Foreign currency translation

The Group's consolidated financial statements are presented in United States Dollars, which is the Group's functional currency. It is the currency of the primary economic environment in which the Group operates. Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the spot rate of exchange ruling at the reporting date. All differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at dates of initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

#### 2.3.2 Business combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in



the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss. It is then considered in the determination of goodwill.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration, classified as an asset or a liability, is measured at fair value with changes in fair value recognised either in either profit or loss or as a change to OCI. Contingent consideration that is classified as equity is not re-measured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the re-assessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

The distinction of whether an acquired set of assets and activities constitute a business purchase or an asset acquisition may require judgment. In making this judgment, management considers if the acquired set of assets and activities constitute an integrated set of activities and assets, capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs, or other economic benefits directly to owners.

### 2.3.3 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, including discounts, rebates and excluding value-added taxes and duty. The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Group has concluded that it is acting as a principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognized.

#### Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods.

Within the Jet chain, the Group operates a loyalty points programme, Jet Thank U, which allows customers to accumulate points when they purchase products in the Group's retail stores. The points can be redeemed for monetary discount, subject to a minimum number of points being obtained. Consideration received is allocated between the products sold and the points issued, with the consideration allocated to the points equal to their fair value. Fair value of the points is determined by applying a statistical analysis. The fair value of the points issued is deferred and recognised as revenue when the points are redeemed.

#### Commission income

Funeral and hospital insurance providers are charged a commission for collection of premiums on their behalf. Commission income is recognised as revenue when the premium is collected.

#### Interest income

For all financial instruments measured at amortised cost, interest income or expense is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income in the statement of comprehensive income.

#### Subscriptions

Revenue from subscriptions is recognised when a customer has accepted the terms and conditions applicable to the benefits of membership as offered by the Group.

#### Fee Income

Fee income – including administration fees is recognised as the related services are performed.

### 2.3.4 Taxes

#### Current income tax

Income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and laws used to compute the amount are those that are enacted or substantively enacted, by the reporting date in Zimbabwe. Current income tax relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in profit and loss.



**Deferred tax**

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognized for all taxable temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in profit and loss.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and deferred taxes relate to the same taxable entity and the same taxation authority.

**Value added tax**

Revenues, expenses and assets are recognised net of the amount of value added tax (VAT) except:

- Where the VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the value added tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable.
- Receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

**2.3.5. Pensions and other post-employment benefits**

The Group pension scheme is a defined contribution scheme. The cost of retirement benefit is determined by the level of contribution made in terms of the rules. Employer contributions are recognised in profit or loss as they fall due. The Group also participates in the National Social Security Authority pension scheme as required by legislation.

The cost of retirement benefit applicable to the National Social Security Authority Scheme is determined by the systematic recognition of legislated contributions and is recognised in profit or loss.

**2.3.6. Share-based payment transactions****Equity-settled transactions**

The cost of equity-settled transactions with employees for awards granted is measured by reference to the fair value at the date on which they are granted. The fair value is determined by using an appropriate pricing model, further details of which are given in note 9.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The statement of comprehensive income expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share. Further details are given in note 11.

**Cash settled transactions**

The cost of cash settled transactions with employees for awards granted is measured at the fair value of the liability. Until the liability is settled, the Group re-measures the fair value of the liability at each reporting date and at the date of settlement, with any changes in value recognised in profit or loss for the period. Further details are provided in note 9.

**2.3.7 Financial instruments – initial recognition and subsequent measurement****a) Financial assets****i) Initial recognition and measurement**

Financial assets within the scope of IAS 39 are classified as



financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets as appropriate. The Group determines the classification of its financial assets at initial recognition. All financial assets are recognised initially at fair value plus directly attributable transaction costs except in the case of financial assets classified as at fair value through profit or loss.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset. The Group's financial assets include cash and short-term deposits and trade and other receivables.

At the reporting date there were no held-to-maturity investments, available-for-sale financial assets and financial assets at fair value through profit or loss.

## ii) Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method (EIR), less impairment. The EIR amortisation is included in finance income in the statement of comprehensive income. The losses arising from impairment are recognised in the statement of comprehensive income in other operating expenses.

### iii) Derecognition

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained. Continuing involvement that takes the form of a guarantee over the transferred asset, is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required





to repay.

#### iv) Impairment of financial assets

The Group assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

#### Financial assets carried at amortised cost

For financial assets carried at amortised cost the Group first assesses individually whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assessed them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognized are not included in a collective assessment for impairment.

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current EIR.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in profit or loss. The interest income is recorded as part of finance income in profit or loss. Loans together with the associated allowance are written off when there is no realistic prospect of future recovery and all collateral has been realized or has been transferred to the Group. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a future write-off is later recovered, the recovery is credited to other operating expenses in the statement of comprehensive income.

#### b) Financial liabilities

##### i) Initial recognition and measurement

Financial liabilities within the scope of IAS 39 are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments

in an effective hedge, as appropriate. The Group determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and in the case of loans and borrowings, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, bank overdraft and loans and borrowings.

##### ii) Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

##### Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in the statement of comprehensive income when the liabilities are derecognised as well as through the effective interest rate method (EIR) amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortization is included in finance cost in the statement of comprehensive income.

##### iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

##### c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

#### 2.3.8 Current versus non-current classification

The Group presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset as current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current. A liability is current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or



- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

### 2.3.9 Property, plant and equipment

Items of property, plant and equipment are measured at fair value less accumulated depreciation and impairment losses recognized after the date of the revaluation. Valuations are performed frequently to ensure that the fair value of a revalued asset does not differ materially from its carrying amount. Any revaluation surplus is recognised in other comprehensive income and credited to the revaluation reserve included in the equity section of the statement of financial position, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss, in which case the increase is recognised in profit or loss. A revaluation deficit is recognised in profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation reserve.

All repair and maintenance costs are recognised in profit or loss as incurred.

Accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings.

Depreciation is calculated on a straight-line basis over the remaining estimated useful life of the asset. The useful lives of each category are as follows:

Buildings 40 years  
Furniture, fittings and equipment 5-10 years  
Computer equipment 5-10 years  
Plant and machinery 5-10 years  
Leasehold Improvements The lease period or shorter periods as may be determined  
Motor vehicles 5-7 years

An item of property, plant and equipment and any significant part initially recognized is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss when the asset is derecognised. The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year-end, and adjusted prospectively, if appropriate. Where parts of an item of plant and equipment have different useful lives, they are accounted for as separate items of plant and equipment.

### 2.3.10 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of

acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in profit and loss in the expense category that is consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

The useful lives of each category are as follows:

Computer software 5-10 years

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit and loss when the asset is derecognised.

### 2.3.11 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date: whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset.

#### Group as a lessee

Operating leases are leases that do not transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item. Operating lease payments are recognised as an expense on a straight-line basis over the lease term. Contingent rentals are expensed as incurred.

#### Group as a lessor

Leases where the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

### 2.3.12 Fair value measurement

The Group measures non-financial assets such as property, plant and equipment at fair value at



reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

### 2.3.13 Inventories

Inventories are valued at the lower of cost and net realisable value on a FIFO basis. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials - average purchase cost  
 Finished goods and work in progress - cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs.

Merchandise –weighted average cost

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

### 2.3.14 Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less. For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits as defined above. Overdrafts are disclosed under borrowings and do not form part of cash and cash equivalents.

### 2.3.15 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in profit or loss net of any reimbursement.

### 2.3.16 Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that a non-current asset may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long-term growth rate is calculated and applied to projected future cash flows after the fifth year. Impairment losses of continuing operations, including impairment on inventories, are recognised in profit or loss in those expenses categories consistent with the function of the impaired asset, except for a property previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.





An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in assumption used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at a revalued amount in which case the reversal is treated as a revaluation increase.

#### 2.4 Changes in accounting policies and disclosures

New and amended standards and interpretations

The Group's accounting policies are consistent with those applied in the prior year save for amendments to policy notes for new transactions in the current year. New amendments and improvements to IFRS that became effective in the current year are as follows:

##### IAS 7 Disclosure initiative – Amendments to IAS 7

The amendments require entities to provide disclosures about changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses). Information relating to proceeds from and repayments of as well as interest accrued has been disclosed. There are no foreign exchange impact as the borrowings are denominated in US Dollars.

The following standards have no impact on the financial statements for the current period:

- IAS 12 Recognition of Deferred Tax Assets for Unrealised Losses-amendments to IAS 12.
- AIP IFRS 12 Disclosure in Interests in Other Entities-clarification of the scope of the disclosure requirements in IFRS 12.

#### 2.5 Standards issued but not yet effective

Standards issued but not yet effective up to the date of issuance of the consolidated financial statements are listed below.

This listing is of standards and interpretations issued, which the Group reasonably expects to be applicable at a future date. The Group intends to adopt those standards when they become effective.

##### IFRS 9: Financial Instruments

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments that replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9.

IFRS 9 brings together all three aspects of the accounting for financial instruments project: classification and measurement, impairment and hedge accounting. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Except for hedge accounting, retrospective application is required but providing comparative information is not compulsory.



For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions.

During 2017, the Group has performed a detailed impact assessment of all three aspects of IFRS 9.

This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information being made available to the Group in 2018 when the Group will adopt IFRS 9.

#### **(a) Classification and measurement**

The Group does not expect a significant impact on its statement of financial position or equity on applying the classification and measurement requirements of IFRS 9. It expects to continue measuring amortised cost all financial assets currently held at fair value.

Loans as well as trade receivables are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest. The Group analysed the contractual cash flow characteristics of those instruments and concluded that they meet the criteria for amortised cost measurement under IFRS 9. Therefore, reclassification for these instruments is not required.

#### **(b) Impairment**

IFRS 9 requires the Group to record expected credit losses on all of its debt securities, loans and trade receivables, either on a 12-month or lifetime basis. The Group will apply the simplified approach and record lifetime expected losses on trade receivables and the general approach will be applied to record expected credit losses for loans and advances. The Group does not expect that the adoption of IFRS 9 will have a significant impact on the allowance for expected credit losses.

The Group has made adequate preparation for the adoption of IFRS 9 and is currently validating the quantitative impact.

#### **c) Transition**

The Group has elected not to restate comparatives when presenting its financial statements for the year ended 31 December 2018. The impact of IFRS 9 adoption will be adjusted against the opening retained earnings as at 1 January 2018.

#### **IFRS 15; Revenue from Contracts with Customers**

IFRS 15 was issued in May 2014 and establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The new revenue standard will supersede all current revenue recognition requirements under IFRS. Either a full retrospective application or a modified retrospective application is required for annual periods beginning on or after 1 January 2018. Early adoption is permitted. The Group plans to adopt the new standard on the required effective date using the modified retrospective method.

During 2016, the Group performed a preliminary assessment of IFRS 15, which was continued with a more detailed analysis completed in 2017. The Group is in the business of retailing clothing and footwear as well as providing consumer loans. The items of clothing are sold on their own in separate identified contracts with customers.

#### **(a) Sale of goods**

For contracts with customers in which the sale of merchandise is generally expected to be the only performance obligation, adoption of IFRS 15 is not expected to have any impact on the Group's revenue and profit or loss. The Group expects the revenue recognition to occur at a point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

In preparing to adopt IFRS 15, the Group is considering the following:

#### **(b) Variable consideration**

Contracts with customers provide a right of return, discounts for some and loyalty points for Jet. Currently, the Group recognises revenue from the sale of goods measured at the fair value of the consideration received or receivable, net of returns and allowances, discounts and value of the loyalty points. If revenue cannot be reliably measured, the Group defers revenue recognition until the uncertainty is resolved. Such provisions give rise to variable consideration under IFRS 15, and will be required to be estimated at contract inception and updated thereafter.

IFRS 15 requires the estimated variable consideration to be constrained to prevent over-recognition of revenue.

#### **(c) Rights of return**

When a contract with a customer provides a right to return the goods within the specified period, the Group currently does not account for the right of return as returns are immaterial according to the Group's assessment. IFRS 15 requires that the value of the return be estimated using the expected value method. Under IFRS 15, because the contract allows the customer to return the products, the consideration received from the customer is variable. The Group plans to use the expected value method to estimate the goods that will be returned because this method better predicts the amount of variable consideration to which the Group will be entitled.

Under IFRS 15, the Group presents a refund liability and an asset for the right to recover products from a customer separately in the statement of financial position.

#### **(d) Loyalty points programme (JetThankYou)**

Under IFRIC 13 Customer Loyalty Programmes, the loyalty programme offered by the Group's Jet segment results in the allocation of a portion of the transaction price to the loyalty programme using the fair value of points issued and recognition of the deferred revenue in relation to points issued but not yet redeemed or expired.

The Group concluded that under IFRS 15 the loyalty programme gives rise to a separate performance obligation because it generally provides a material right to the customer. Under IFRS 15, the Group will need to allocate a portion of the transaction price to the loyalty programme based on relative standalone selling price instead of the allocation using the fair value of points issued, i.e. residual approach, as it did under IFRIC 13.

#### **(e) Rendering of services**

The Group's micro finance segment provides loans to customers.



An administration fee is charged for each application on approval of the loan. Currently, the Group accounts for the administration fees as separate deliverables and allocates the full administration fee as revenue on the date the loan is approved. There will be no change in accounting for administration fees under IFRS 15 as the administration fee relates to the service rendered on the application and approval processes not over the loan repayment period.

#### **(f) Principal versus agent considerations**

The Group has an agent agreement with funeral and insurance providers where a commission is charged. Under these contracts, the Group provides premium collection and claims administration services. In these contracts, the Group is not considered to be primarily responsible for fulfilling the promise to provide insurance cover to the customers. The Group does not have a claim liability risk before or after the any claim incident as it administers on behalf of the insurance company.

The Group does not bear credit risk on these transactions as it is not obliged to pay the insurance company if the customer defaults on a payment. Under the current accounting policy, based on the non-existence of credit risk and the nature of the consideration in the contract, the Group concluded that it does not have an exposure to the significant risks and rewards associated with the insurance contract, and accounted for the contracts as if it is an agent.

IFRS 15 requires assessment of whether the Group controls a specified good or service before it is transferred to the customer. The Group has determined that it does not control the service before they are transferred to customers, and hence, is an agent rather than principal in these contracts. When the Group adopts IFRS 15, there will be no adjustments relating to this transaction.

#### **Presentation and disclosure requirements**

The presentation and disclosure requirements in IFRS 15 are more detailed than under current IFRS. The presentation requirements represent a significant change from current practice and significantly increases the volume of disclosures required in the Group's financial statements. Many of the disclosure requirements in IFRS 15 are new and the Group is yet to assess the impact of some of these disclosures requirements. In particular, the Group expects that the notes to the financial statements will be expanded because of the disclosure of significant judgements made: when determining the transaction price of those contracts that include variable consideration, how the transaction price has been allocated to the performance obligations, and the assumptions made to estimate the stand-alone selling prices of each performance obligation. Also, extended disclosures are expected as a result of the significant judgement made when assessing the contracts where the Group has concluded that: it acts as an agent instead of a principal. In addition, as required by IFRS 15, the Group will disaggregate revenue recognised from contracts with customers into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. It will also disclose information about the relationship between the disclosure of disaggregated revenue and revenue information disclosed for each reportable segment. In 2017 the Group continued testing of appropriate systems, internal controls, policies and procedures necessary to collect and disclose the required information.

#### **Other adjustments**

In addition to the major adjustments described above, on adoption of IFRS 15, other items of the primary financial statements such as deferred taxes, assets held for sale and liabilities associated with them and profit or loss after tax for the year from discontinued will be affected and adjusted as necessary. The recognition and measurement requirements in IFRS 15 are also applicable for recognition and measurement of any gains or losses on disposal of non-financial assets (such as items of property and equipment and intangible assets), when that disposal is not in the ordinary course of business. However, on transition, the effect of these changes is not expected to be material for the Group.

The Group is still finalising its assessment of the quantitative impact of IFRS 15.

#### **IFRS 16: Leases**

The International Accounting Standards board (IASB) issued IFRS 16 in January 2016 which requires lessees to recognize assets and liabilities for most leases on their balance sheets. Under the new standard, a lease is a contract or part of a contract that conveys the right to use an asset for a period of time in exchange for consideration. To be a lease, a contract must convey the right to control the use of the identified asset, which could be a physically distinct portion of an asset.

The standard will be effective for annual periods beginning on or after 1 January 2019. The Group is still assessing the impact of the standard.

#### **IFRS2: Classification and Measurement of Share-based Payment Transaction-Amendments to IFRS 2**

The amendment is in relation to the classification and measurement of share-based payment transactions. The amendments address three main areas:

- The effects of vesting conditions on the measurement of a cash-settled share-based payment transaction.
- The classification of a share-based payment transaction with net settlement features for withholding tax obligations; and
- The accounting where a modification to the terms and conditions of a share-based payment transaction changes its classification it's from cash settled to equity.

On adoption, entities are required to apply the amendments without restating prior periods, but retrospective application is permitted.

The Group is still assessing the impact of this amendment.

The standard will be effective for annual periods beginning on or after 1 January 2018. The Group is still assessing the impact of the standard.

#### **IFRIC 22-Foreign currency translation and advance consideration**

The interpretation clarifies that in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine a date of the transactions for each payment or receipt of advance consideration.



Entities may apply the amendments on a fully retrospective basis. The interpretation is applicable for periods beginning on or after 1 January 2018 and early application is permitted and must be disclosed.

The Group has not opted for early application of this interpretation and will comply when it becomes effective.

### **IFRIC Interpretation 23 Uncertainty over Income tax treatments**

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of IAS 12. The Interpretation does not apply to taxes or levies outside the scope of IAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments.

The Interpretation specifically addresses the following:

1. Whether an entity considers uncertain tax treatments separately
2. The assumptions an entity makes about the examination of tax treatments by taxation authorities
3. How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
4. How an entity considers changes in facts and circumstances

The Interpretation is effective for annual reporting periods beginning on or after 1 January 2019, but certain transition reliefs are available.

The Group will apply this interpretation when it becomes effective.

## **3. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosures of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the assets or liabilities affected in future periods.

### **3.1 Judgments**

In the process of applying the Group's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the consolidated financial statements:

#### **3.1.1 Consolidation of structured entities**

The Group has consolidated the results of the Edgars Employee Share Trust Company and the ZimedGroup Employee Trust which have a shareholding in the Company. The substance of the relationship between the company and these entities has been assessed and judgment made that they are controlled entities.

#### **3.2 Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future





developments however, may change due to market changes or circumstances arising beyond the control of the Group.

### 3.2.1 Revaluation of property, plant and equipment

Land, buildings, plant and equipment are stated at revaluation less accumulated depreciation. Valuations are performed frequently enough to ensure that the fair value of a revalued asset does not differ from its carrying amount. Refer note 13 for the carrying amount of property, plant and equipment and the estimates and assumptions used to determine the carrying amount of property, plant and equipment.

### 3.2.2 Useful lives and residual values of property, plant and equipment

Property, plant and equipment is depreciated over its useful life taking into account residual values where appropriate. The actual useful lives of the assets and residual values are assessed at each reporting date and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programs are taken into account. Residual value assessments consider issues such as future market conditions, the remaining useful life of the asset and projected disposal values. Refer accounting policy note 2.3.9 for more information on the useful lives of property, plant and equipment.

### 3.2.3 Share based payment transactions

The Group measures the cost of equity-based transactions with employees by reference to the fair value of the equity instruments issued. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 9.

### 3.2.4 Taxes

The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities. The amount of such provisions is based on various factors, such as experience of previous tax audits and interpretations of tax regulations by the responsible tax authority.

Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits. Further details on deferred taxes are disclosed in Note 14.

### 3.2.5 Specific allowance for credit losses on trade receivables and loans and advances to customers

The Group calculates this allowance as being the trade receivables in arrears at the reporting date. The figure is arrived at after taking into consideration the performance of the debtors' book and has proved adequate based on past experience. Further details are provided in note 17.

### 3.2.6 Revenue recognition – Jet Thank U loyalty programme

The Group estimates the fair value of points awarded under the Jet Thank U programme by applying statistical techniques. Inputs to the model include points earned and redeemed during the year. Points issued under the programme do not expire. As at 7 January 2018, the estimated liability for unredeemed points was \$242 908 (2016: \$147 413).

## 4. SEGMENT INFORMATION

### 4.1 Reportable segments

For management purposes, the Group is organised into business units based on their products and services and has four reportable segments as follows:

#### Retailing

We retail our products through the following established brands:

**Edgars:** providing quality, fashion and convenient shopping at competitive prices to the whole family in the middle to upper-income groups. The brand offers fashion merchandise, with no compromise on quality, at competitive prices for the whole family. We offer competitive credit to our customers. Our pleasant, convenient stores offer our customers a superior shopping experience.

**Jet:** this brand provides quality, value and commercial fashion with compelling opening price points at very competitive prices to the whole family in the lower to middle income group. Our stores offer pleasant, economical shopping environments, laid out for self service; with assisted service available if needed.

#### Manufacturing

Carousel (Private) Limited is our manufacturing business unit. Situated in Bulawayo, it produces a wide range of denim, ladies' children's and gents' casual wear that it supplies to our retail divisions as well as to other retailers.

#### Micro Finance

Club Plus (Private) Limited is the Group's micro finance business unit. Club Plus offers micro finance loans to the lower to middle income customer group at competitive interest rates.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured consistently with operating profit or loss in the consolidated financial statements. Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties. All items that are not allocated to reporting segments are disclosed under Corporate.

The manufacturing loss for the year of \$1 is after an impairment of an inter-company receivable of \$662,266 (2016:\$1,030,406). This is a consequence of the proposed divisionalisation of Carousel (Private) Limited.

Segment information by geographical area is not relevant as stores are spread throughout Zimbabwe. The entity does not have a customer that makes up more than 10% of Revenue.



## Segment Information

7 January 2018	Edgars	Jet	Corporate	Edgars	Manufacturing	Microfinance	Total Segments	Adjustments and Eliminations	Consolidated
<b>Revenue</b>									
External customers	39,579,066	24,068,687	-	63,647,753	366,938	91,853	64,106,544	-	64,106,544
Inter-segments	-	-	-	-	3,197,274	-	3,197,274	(3,197,274)	-
<b>Total revenue</b>	<b>39,579,066</b>	<b>24,068,687</b>	<b>-</b>	<b>63,647,753</b>	<b>3,564,212</b>	<b>91,853</b>	<b>67,303,818</b>	<b>(3,197,274)</b>	<b>64,106,544</b>

## Results

Depreciation & Amortisation	(441,956)	(240,455)	(1,039,519)	(1,721,930)	(96,009)	(2,090)	(1,820,029)	-	(1,820,029)
Taxation expense	-	-	(1,819,169)	(1,819,169)	(8,160)	-	(1,827,328)	50,142	(1,777,187)
Finance cost	-	-	(1,088,513)	(1,088,513)	-	(20,919)	(1,109,432)	20,919	(1,088,513)
Finance Income	5,540,574	2,157,331	22,965	7,720,869	-	-	7,720,869	(20,919)	7,699,950
<b>Segment profit</b>	<b>9,626,292</b>	<b>5,028,181</b>	<b>(8,482,792)</b>	<b>6,171,680</b>	<b>(1)</b>	<b>(106,485)</b>	<b>6,065,195</b>	<b>(185,381)</b>	<b>5,879,814</b>
<b>Total assets</b>	<b>30,177,489</b>	<b>10,803,462</b>	<b>9,503,087</b>	<b>50,484,038</b>	<b>3,707,011</b>	<b>917,529</b>	<b>55,108,577</b>	<b>(4,593,488)</b>	<b>50,415,090</b>
<b>Total liabilities</b>	<b>(5,393,261)</b>	<b>(2,405,898)</b>	<b>(11,237,834)</b>	<b>(19,036,993)</b>	<b>(3,715,170)</b>	<b>(924,014)</b>	<b>(23,676,177)</b>	<b>4,425,867</b>	<b>(19,250,310)</b>

8 January 2017	Edgars	Jet	Corporate	Edgars	Manufacturing	Microfinance	Total Segments	Adjustments and Eliminations	Consolidated
<b>Revenue</b>									
External customers	33,967,753	17,719,171	-	51,686,924	437,046	-	52,123,970	-	52,123,970
Inter-segments	-	-	-	-	3,358,353	-	3,358,353	(3,358,353)	-
<b>Total revenue</b>	<b>33,967,753</b>	<b>17,719,171</b>	<b>-</b>	<b>51,686,924</b>	<b>3,795,399</b>	<b>-</b>	<b>55,482,323</b>	<b>(3,358,353)</b>	<b>52,123,970</b>

## Results

Depreciation & Amortisation	(514,776)	(257,645)	(716,970)	(1,489,391)	(169,507)	-	(1,658,898)	-	(1,658,898)
Taxation credit	-	-	197,100	197,100	-	-	197,100	-	197,100
Finance cost	-	-	(1,675,193)	(1,675,193)	(7,153)	-	(1,682,346)	-	(1,682,346)
Finance Income	8,025,172	2,237,455	1,660	10,264,287	-	-	10,264,287	-	10,264,287
<b>Segment profit (restated)</b>	<b>6,210,725</b>	<b>2,390,927</b>	<b>(8,866,794)</b>	<b>(265,142)</b>	<b>596,240</b>	<b>-</b>	<b>331,098</b>	<b>19,965</b>	<b>351,063</b>
<b>Total assets</b>	<b>28,904,782</b>	<b>8,203,469</b>	<b>11,764,352</b>	<b>48,872,603</b>	<b>5,715,596</b>	<b>-</b>	<b>54,588,199</b>	<b>(6,765,594)</b>	<b>47,822,605</b>
<b>Total liabilities</b>	<b>(1,094,270)</b>	<b>(512,274)</b>	<b>(20,222,989)</b>	<b>(21,829,533)</b>	<b>(5,715,597)</b>	<b>-</b>	<b>(27,545,130)</b>	<b>6,765,594</b>	<b>(20,779,536)</b>

Adjustments and eliminations relate to intercompany sales, and intercompany balances

Edgars, Jet and Manufacturing revenue originates from the sale of merchandise, and Microfinance revenue originates from interest and fee income on loans and advances







	Group		Company	
	52 weeks to 7	52 weeks to 8	52 weeks to 7	52 weeks to 8
	January 2018	January 2017	January 2018	January 2017
	\$	\$	\$	\$
<b>5 Revenue</b>				
The following is an analysis of the Group's revenue for the year (excluding investment revenue)				
Sale of merchandise	62,882,028	50,329,626	62,515,090	49,892,579
Retail sales	62,515,090	49,892,579	62,515,090	49,892,579
Manufacturing sales to third parties - local sales	366,938	437,047	-	-
Edgars Club subscriptions	788,485	1,219,408	788,485	1,219,408
Hospital Cash Plan and funeral insurance commission	344,178	574,936	344,178	574,937
Interest income from Micro Finance Institution	91,853	-	-	-
	<u>64,106,544</u>	<u>52,123,970</u>	<u>63,647,753</u>	<u>51,686,924</u>
<b>6 Other gains and losses</b>				
(Loss)/profit on disposal of plant & equipment	(38,163)	30,153	(38,163)	30,153
Net foreign exchange losses	155,048	107,139	154,967	102,992
	<u>116,885</u>	<u>137,292</u>	<u>116,804</u>	<u>133,145</u>
<b>7 Profit / (loss) before tax</b>				
Profit / (loss) for the period has been arrived at after charging (crediting):				
<b>7.1 Auditors remuneration :</b>				
Audit Fees	178,756	97,517	178,756	97,517
Fees for consulting & other services	178,446	24,112	178,446	24,112
	<u>357,202</u>	<u>121,629</u>	<u>357,202</u>	<u>121,629</u>
<b>7.2 Depreciation expense</b>				
Depreciation of property, plant and equipment	<u>1,197,908</u>	<u>1,379,983</u>	<u>1,099,809</u>	<u>1,210,476</u>
<b>7.3 Amortisation expense</b>				
Amortisation of intangible assets	<u>622,121</u>	<u>278,914</u>	<u>622,121</u>	<u>278,914</u>
<b>7.4 Operating lease expenses :</b>				
Land and buildings :				
Minimum lease payments	4,675,788	4,646,578	4,674,223	4,646,578
Contingent rents	301,116	99,287	301,116	99,287
Sublease receipts	(110,406)	(124,340)	(247,176)	(270,713)
	<u>4,866,498</u>	<u>4,621,525</u>	<u>4,728,163</u>	<u>4,475,152</u>
Further disclosures on leases have been provided in Note 23.				



	Group		Company	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
<b>7.5 Fees payable</b>				
Legal and consultancy fees	674,040	510,296	667,264	507,254
Outsourcing of IT	152,245	163,790	152,245	163,790
	<u>826,285</u>	<u>674,086</u>	<u>819,509</u>	<u>671,044</u>
<b>7.6 Finance income</b>				
Debtors interest charges	3,964,757	5,116,934	3,964,757	5,116,934
Late payment charges	3,733,148	5,145,693	3,733,148	5,145,693
Other interest received	2,045	1,660	2,045	1,660
Interest receivable-intercompany	-	-	20,920	-
	<u>7,699,950</u>	<u>10,264,287</u>	<u>7,720,870</u>	<u>10,264,287</u>
<b>7.7 Finance costs</b>				
Interest on debt and borrowings	<u>1,088,513</u>	<u>1,682,346</u>	<u>1,088,513</u>	<u>1,675,193</u>
<b>7.8 Impairment of inter-company receivable</b>	<u>-</u>	<u>-</u>	<u>662,266</u>	<u>1,030,406</u>
<b>7.9 Rental income</b>				
Rental income	<u>110,406</u>	<u>124,340</u>	<u>270,713</u>	<u>247,176</u>

Further disclosures on leases have been provided in Note 23.

## 8 Directors and employees

### 8.1 Employees

The Group employed 651 (2016- 662) permanent employees of which 424 (2016- 432) were employed in retailing, 2 (2016-nil) in micro finance and 225 (2016- 230) in the manufacturing division.

The aggregate remuneration and associated cost of permanent and casual employees including directors was:

Salaries and wages	10,802,175	13,513,947	9,661,812	12,419,170
Pension contributions (note 8.3)	991,787	1,011,605	803,101	844,374
Medical aid contributions	401,935	427,827	338,085	370,639
	<u>12,195,897</u>	<u>14,953,379</u>	<u>10,802,998</u>	<u>13,634,183</u>

Permanent employees of the Group belong to various medical aid schemes run by independent medical aid societies.

### 8.2 Directors' emoluments

Non executive directors :

- Fees	137,800	113,200	116,800	113,200
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Executive directors :

- Remuneration	854,887	866,899	799,605	866,899
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- Retirement and medical aid benefits	106,261	101,689	97,888	101,689
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	<u>1,098,948</u>	<u>1,081,788</u>	<u>1,014,293</u>	<u>1,081,788</u>
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	Group		Company	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$

### 8.3 Pension funds

The Group's operating companies and all employees contribute to both of the following pension funds :

#### Edgars Pension Fund

The Edgars Pension Fund is a defined contribution fund and provides pensions and other associated benefits for all employees on the permanent staff of the Group, their spouses and dependents. Member contributions to the fund are set at 5% whilst the employer rate is set at 12% of monthly pensionable salaries. Employer contributions are recognised in profit or loss. The Fund is governed by legislation in the Pension and Provident Funds Act, Chapter 24:09.

#### National Social Security Authority Scheme

The Group's obligations under the scheme are limited to specific contributions legislated from time to time and as promulgated under the National Social Security Authority Act, Chapter 17:04. These are 3.5% of pensionable monthly emoluments for each employee up to a maximum salary of \$700 per month.

Contributions to the above aforementioned funds  
charged against profit or (loss):

Edgars Pension Fund	775,970	804,884	628,718	680,160
National Social Security Authority	215,818	206,721	174,383	164,214
	<u>991,788</u>	<u>1,011,605</u>	<u>803,101</u>	<u>844,374</u>

## 9 Share based payments

The expense recognised for employee services received during the year is shown in the following table:

	2017	2016	2017	2016
	\$	\$	\$	\$
Expense arising from equity-settled share-based payment transactions	4,732	27,881	4,732	27,881
Expense arising from cash-settled share-based payment transactions	<u>140,278</u>	<u>14,940</u>	<u>140,278</u>	<u>14,940</u>
	<u>145,010</u>	<u>42,821</u>	<u>145,010</u>	<u>42,821</u>

#### Employee equity settled share option scheme

The Group has an ownership-based compensation scheme for executives and senior employees. The following shares have been set aside for this plan, as approved by shareholders at previous annual general meetings.

Resolution date:	Shares set aside:
29 May 2007	15,000,000
10 June 2010	<u>16,000,000</u>
	<u>31,000,000</u>

Directors were authorised to grant options from shares set aside at their discretion.

Each employee share option converts into one ordinary share of Edgars Stores Limited on exercise. The options carry neither rights to dividends nor voting rights. Options must be exercised within 10 years of grant date but can only be exercised from the 2nd anniversary upon which a third can be exercised every year thereafter. Share options vest in full during the fourth year after grant date. The exercise price is determined as the mid-market price on the date the options were granted. The option is exercisable provided that the participant has remained in the Group's employ until the option vests. An exception is made where termination of employment is as a result of death or retirement. In such an event, options may be taken up and must be paid for within twelve months of such an event. In the event of a resignation, options which have vested may be taken up and paid for before expiration of notice period being served. Share options granted and forfeited can be granted at the directors' discretion in subsequent periods.



	Group		Company	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$

The following share-based payment arrangements were in existence during the current and prior years:

#### Share options granted

Option series	Number	Grant Date	Expiry Date	Exercise price cents
1 Issued 29 June 2007	4,300,000	29/06/2007	28/06/2017	1.40
2 Issued 10 June 2008	5,350,000	10/06/2008	09/06/2018	0.30
3 Issued 9 July 2009	4,300,000	09/07/2009	08/07/2019	3.50
4 Issued 20 March 2010	1,050,000	20/03/2010	19/03/2020	3.50
5 Issued 11 June 2010	4,150,000	11/06/2010	10/06/2020	3.00
6 Issued 29 March 2011	4,233,333	29/03/2011	28/03/2021	8.80
7 Issued 14 March 2012	4,655,500	14/03/2012	13/03/2022	8.50
8 Issued 15 March 2013	4,550,000	15/03/2013	15/03/2023	12.19

100 000 shares were forfeited this year (2016:nil). There have been no cancellations or modifications to any of the plans during 2017 and 2016. Cancelled and forfeited options are issued to other employees and are included in the share options granted above.

The fair value at grant date was determined by applying the Black Scholes Option Pricing Model. Options granted prior to the change in functional currency were treated as if the grant date was the change in functional currency date. The vesting period was determined as being that period remaining until vesting conditions have been met.

#### Movements in the year

The following table illustrates movement in the number (No.) of share options during the year:

	52 weeks to 7 January 2018 No.	52 weeks to 7 January 2018 WAEP USc	52 weeks to 8 January 2017 No.	52 weeks to 8 January 2017 WAEP USc
Outstanding at the beginning of the period	15,488,168	8.31	15,971,502	8.14
Granted during the year	-		-	
Forfeited during the year	(100,000)	(0.01)	-	-
Exercised during the year	(478,400)	0.03	(483,334)	0.03
Outstanding at the end of the period	14,909,768	8.47	15,488,168	8.31
Exercisable at the end of the period	15,009,768		13,971,501	
Weighted average remaining contractual life (years)	4.5		4.80	

#### Share Appreciation Rights (Cash Settled share options)

The Group's senior management employees are granted share appreciation rights (SARs), settled in cash. The SARs vest when specified performance criteria are met within three years from the date of grant and the employee continues to be employed by the Group at the vesting date. The share options can be exercised up to six years after the grant date and therefore, the contractual term of the SARs is six years. Fair value of the SARs is measured at each reporting date using a binomial/ Black Scholes option pricing model.

The carrying amount of the liability relating to the SARs at 7 January 2018 was \$148 514 (8 January 2017- \$8 234 )

1 666 667 SARs had vested as at 7 January 2018 (8 January 2017-nil). No SARs had been forfeited at 7 January 2018 and 8 January 2017, respectively.

There were no cancellations or modifications to the awards in 2017 or 2016.

Expected volatility is determined based on historical volatility which is calculated from past returns of a security up to grant date.



	Group		Company	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$

Inputs to the valuation model for the SARs for the years ended 7 January 2018 and 8 January 2017 respectively:

	52 weeks to 9 January 2016	52 weeks to 8 January 2017	52 weeks to 7 January 2018
<b>7 January 2018</b>			
Weighted average fair values at the measurement date (USc)	1.87	1.41	1.47
Expected Volatility	15%	15%	15%
Risk free interest rate	10%	10%	10%
Expected Dividend Yield	0%	0%	0%
Expected Life (years)	2.75	3.75	3.25

<b>8 January 2017</b>		
Weighted average fair values at the measurement date (USc)	1.87	1.41
Expected Volatility	15%	15%
Risk free interest rate	10%	10%
Expected Dividend Yield	0%	0%
Expected Life (years)	2.75	3.75

#### Movements in the year

The following table illustrates movement in the number (No.) of share options during the year:

	52 weeks to 7 January 2018	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 8 January 2017
	No.	WAEP USc	No.	WAEP USc
Outstanding at the beginning of the period	15,000,000	0.02	10,000,000	0.02
Granted during the year	5,000,000	0.01	5,000,000	0.01
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Outstanding at the end of the period	<u>20,000,000</u>	0.02	<u>15,000,000</u>	0.02
Exercisable at the end of the period	<u>1,666,667</u>		<u>-</u>	
Intrinsic value of SAR that have vested at the end of the period	<u>45,000</u>		<u>-</u>	







		Group		Company	
		52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
		\$	\$	\$	\$
10	Taxes				
	Taxes recognised in profit or loss				
	Tax comprises:				
	Current tax in respect of the current year	-withholding tax	(45)	-	(45)
		-normal tax	(1,171,075)	(1,167,327)	(1,171,075)
	Deferred tax relating to the origination and reversal of temporary differences		(606,067)	1,364,427	(648,049)
			(1,777,187)	197,100	(1,819,169)
					197,100

The charge for the year can be reconciled to the accounting profit as follows:

Profit/(loss) before tax for the period:	5,879,814	351,063	6,171,681	(265,142)
Tax calculated at 25.75% ( inclusive of AIDS levy)	(1,514,052)	(90,399)	(1,589,208)	68,274
Effect of revenue exempt from taxation	526	427	526	427
Effect of expenses which are not tax deductible	(236,778)	(325,136)	(236,612)	(322,868)
Effect of permanent differences relating to passenger motor vehicles in the current year	4,239	439,378	6,170	451,267
Unrecognised deferred tax in respect of subsidiary losses	(33,482)	-	-	-
Utilisation of unrecognised deferred tax asset	-	172,829	-	-
Effect of deferred tax on unrealised profit not recognised in prior year	2,406	-	-	-
Withholding taxes	(45)	-	(45)	-
Tax charge recognised in profit or loss	<u>(1,777,186)</u>	<u>197,099</u>	<u>(1,819,169)</u>	<u>197,100</u>

Expenses which are not tax deductible include donations, fines and penalties and excess pension fund contributions

## 11 Earnings per share

11.1	<b>Weighted average number of ordinary shares (basic)</b>	000's	000's	000's	000's
	Issued ordinary shares at the beginning of the period	294,050	293,567	294,050	293,567
	Effect of treasury shares (note 18.1.1)	(36,475)	(36,475)	(36,475)	(36,475)
	Effect of share options exercised	40	49	40	49
	Weighted average number of ordinary shares used in calculating earnings per share	<u>257,615</u>	<u>257,141</u>	<u>257,615</u>	<u>257,141</u>
11.2	<b>Weighted average number of ordinary shares (diluted)</b>				
	Weighted average number of ordinary shares (basic)	257,615	257,142	257,615	257,142
	Effect of share options on issue	1,065	1,517	1,065	1,517
	Weighted average number of ordinary shares (diluted)	<u>258,680</u>	<u>258,659</u>	<u>258,680</u>	<u>258,659</u>



	Group		Company	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
<b>11.3 Attributable basis</b>				
	\$	\$	\$	\$
Profit attributable to ordinary shareholders	4,102,627	548,163	4,352,512	(68,043)
Adjustments to basic earnings	-	-	-	-
Profit adjusted for cost of dilutive instruments	4,102,627	548,163	4,352,512	(68,043)
Basic earnings per share (cents)	1.59	0.21	1.69	(0.03)
Diluted earnings per share (cents)	1.59	0.21	1.68	(0.03)
<b>12 Cash flow</b>				
<b>12.1 Non-cash items</b>				
Share based payment expense	145,010	42,821	145,010	42,821
Depreciation	1,197,909	1,379,983	1,099,807	1,210,476
Inventory write-down	2,301,621	1,636,234	2,301,621	1,636,234
Amortisation of intangible assets	622,120	278,914	622,120	278,914
(Profit)/ loss on disposal of property, plant and equipment (note 6 )	(38,163)	30,153	(38,163)	30,153
Allowance for credit losses - trade receivables	(386,317)	258,970	(547,317)	258,970
Allowance for credit losses - loans and advances to customers	17,111	-	-	-
	3,859,291	3,627,075	3,583,078	3,457,568
<b>12.2 Working capital requirements</b>				
Increase in inventories	(4,929,169)	(351,172)	(5,502,159)	(473,010)
Decrease in accounts receivable	1,078,856	7,276,451	994,248	7,326,548
Increase in loans and advances to customers	(660,684)	-	-	-
Increase in accounts payable	4,851,075	671,633	3,511,040	1,868,515
	340,078	7,596,912	(996,871)	8,722,053
<b>12.3 Taxation paid</b>				
Taxation liability at the beginning of the year	(476,742)	(801,042)	(476,742)	(801,042)
Current taxation provided (note 10 )	(1,171,120)	(1,167,327)	(1,171,120)	(1,167,327)
Taxation liability at the end of the year	(55,142)	476,742	(55,142)	476,742
	(1,703,004)	(1,491,627)	(1,703,004)	(1,491,627)



		Group						
13	Property, plant and equipment	Land & Buildings	Leasehold Improvements	Furniture, fittings & equipment	Computer equipment	Motor Vehicles	Plant & Machinery	Total
		\$	\$	\$	\$	\$	\$	\$
Cost or valuation								
	Balance at 10 January 2016	1,494,338	2,634,628	3,120,995	791,378	821,473	644,094	9,506,906
	Additions	-	8,739	79,659	536,920	73,310	50,468	749,096
	Disposals	-	-	-	-	(71,014)	-	(71,014)
	Balance at 8 January 2017	1,494,338	2,643,367	3,200,654	1,328,298	823,769	694,562	10,184,988
	Additions	-	471,417	480,978	161,622	110,510	21,451	1,245,978
	Disposals	-	-	(850)	(941)	(35,800)	(3,050)	(40,641)
	Balance at 7 January 2018	1,494,338	3,114,784	3,680,782	1,488,979	898,479	712,963	11,390,325
Accumulated depreciation								
	Balance at 10 January 2016	(22)	(863,626)	(674,120)	(94,768)	(23,572)	(2,003)	(1,658,111)
	Current year expense	(30,813)	(264,973)	(465,294)	(253,202)	(261,942)	(103,759)	(1,379,983)
	Eliminated on disposals of assets	-	-	-	-	24,977	-	24,977
	Balance at 8 January 2017	(30,835)	(1,128,599)	(1,139,414)	(347,970)	(260,537)	(105,762)	(3,013,117)
	Current year expense	(30,794)	(269,279)	(365,262)	(278,419)	(180,335)	(73,820)	(1,197,909)
	Eliminated on disposals of assets	-	-	421	726	18,232	889	20,268
	Balance at 7 January 2018	(61,629)	(1,397,878)	(1,504,255)	(625,663)	(422,640)	(178,693)	(4,190,758)
	Net carrying amount at 7 January 2018	1,432,709	1,716,906	2,176,527	863,316	475,839	534,270	7,199,567
	Net carrying amount at 8 January 2017	1,463,503	1,514,768	2,061,240	980,328	563,232	588,800	7,171,871
		Company						
	Balance at 10 January 2016	1,494,339	2,628,762	2,980,735	745,217	723,867	207,315	8,780,235
	Additions	-	8,739	79,658	536,920	73,310	50,468	749,095
	Disposals	-	-	-	-	(71,014)	-	(71,014)
	Balance at 8 January 2017	1,494,339	2,637,501	3,060,393	1,282,137	726,163	257,783	9,458,316
	Additions	-	444,803	453,137	139,955	93,006	21,451	1,152,352
	Disposals	-	-	(850)	(941)	(35,800)	(3,050)	(40,641)
	Balance at 7 January 2018	1,494,339	3,082,304	3,512,680	1,421,151	783,369	276,184	10,570,027
Accumulated depreciation								
	Balance at 10 January 2016	(23)	(861,550)	(668,630)	(98,930)	(13,589)	(32)	(1,642,754)
	Current year expense	(30,813)	(264,435)	(420,645)	(238,987)	(214,694)	(40,902)	(1,210,476)
	Eliminated on disposals of assets	-	-	-	-	24,977	-	24,977
	Balance at 8 January 2017	(30,836)	(1,125,985)	(1,089,275)	(337,917)	(203,306)	(40,934)	(2,828,253)
	Current year expense	(30,794)	(268,658)	(348,696)	(266,770)	(156,352)	(28,537)	(1,099,807)
	Eliminated on disposals of assets	-	-	421	726	18,232	889	20,268
	Balance at 7 January 2018	(61,630)	(1,394,643)	(1,437,550)	(603,961)	(341,426)	(68,582)	(3,907,792)
	Net carrying amount at 7 January 2018	1,432,709	1,687,661	2,075,130	817,190	441,943	207,602	6,662,235
	Net carrying amount at 8 January 2017	1,463,503	1,511,516	1,971,118	944,220	522,857	216,849	6,630,063



**13.1 Property plant and equipment carried at fair value**

The fair value of property, plant and equipment was determined by a director's valuation. The exercise was carried out with the use of independent valuers and experts as detailed below.

**Land and buildings**

As at 9 January 2016, fair values of the properties was determined by using the market comparable method for residential properties and the income approach for commercial properties. In the market comparable method, valuations performed by the valuer are based on active market prices, significantly adjusted for difference in the nature, location or condition of the specific property. The income approach involves capitalising future revenue streams to determine the price an investor would be willing to pay for the property.

	Valuation technique	Significant unobservable inputs	Range	
			52 weeks to 7 January 2018	52 weeks to 8 January 2017
Residential property	Market comparable method	Price per square meter	\$5.5 to \$10	\$9 to \$60
Commercial property	Income approach	Capitalisation rate	12% to 17%	12% to 17%

Significant increases/ (decreases) in the price per square metre in isolation would result in a significantly higher/(lower) fair value, whereas significant increases/ (decreases) in the capitalisation rate would result in a (lower)/ higher fair value.

The carrying value of land and buildings as at 7 January 2018 is split as follows:

Residential property	289,085	296,693
Commercial property	1,143,624	1,166,810
	<u>1,432,709</u>	<u>1,463,503</u>

Plant and machinery, furniture, fixtures, equipment and vehicles.

An independent professional valuation of the Group's plant and machinery, furniture, fixtures, office and computer equipment and vehicles was performed on 9 January 2016 to determine the fair value. The valuation was done on a depreciated replacement cost basis.

**Description of valuation techniques used and key inputs to valuation on plant, equipment, furniture, fittings and vehicles:**

	Valuation technique	Significant unobservable inputs
Plant, equipment, furniture, fittings and vehicles	Depreciated replacement cost	Gross replacement cost for similar assets  Remaining useful life Residual value

Fair value hierarchy disclosures for property, plant and equipment have been provided in Note 22.

Refer note 21.3 for plant and equipment pledged as security for loans and borrowings.







## 14 Deferred tax balances

Temporary differences	Group						
	Opening balance at 9 January 2016	Recognised in profit or loss	Recognised directly in other comprehensive income	Closing balance at 8 January 2017	Recognised in profit or loss	Recognised directly in other comprehensive income	Closing balance at 7 January 2018
	\$	\$	\$	\$	\$	\$	\$
Property, plant and equipment and intangible assets	(1,885,431)	267,367	-	(1,618,064)	14,685	-	(1,603,379)
Provisions	-	61,331	-	61,331	(32,558)	-	28,773
Section 18 instalment allowances	(2,095,395)	903,497	-	(1,191,898)	(580,116)	-	(1,772,014)
Unrealised profit in inventory	-	-	-	-	50,142	-	50,142
Other *	(59,517)	187,391	-	127,874	-	-	127,874
	(4,040,343)	1,419,586	-	(2,620,757)	(547,847)	-	(3,168,604)
<b>Tax losses and credits</b>							
Tax losses	194,421	(55,160)	-	139,261	(58,219)	-	81,042
	(3,845,922)	1,364,426	-	(2,481,496)	(606,066)	-	(3,087,562)
Temporary differences	Company						
	Opening balance at 9 January 2016	Recognised in profit or loss	Recognised directly in other comprehensive income	Closing balance at 8 January 2017	Recognised in profit or loss	Recognised directly in other comprehensive income	Closing balance at 7 January 2018
	\$	\$	\$	\$	\$	\$	\$
Property, plant and equipment	(1,675,007)	213,969	-	(1,461,038)	11,679	-	(1,449,359)
Provisions	41,477	59,570	-	101,047	(38,154)	-	62,893
Section 18 instalment allowances	(2,097,464)	903,495	-	(1,193,969)	(621,574)	-	(1,815,543)
Other *	(114,928)	187,392	-	72,464	-	-	72,464
	(3,845,922)	1,364,426	-	(2,481,496)	(648,049)	-	(3,129,545)

\* "Other" comprises timing differences relating to prepayments and stationary stock.

Deferred tax balances	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
Reflected in the statement of financial position as follows:				
Deferred tax liability	(3,087,562)	(2,481,496)	(3,129,545)	(2,481,496)
	(3,087,562)	(2,481,496)	(3,129,545)	(2,481,496)

Tax losses for which no deferred tax asset has been recognised amount to \$ 286,273 (2016- \$ 871,680)



14	Deferred tax balances (continued)		52 weeks to 7 January 2018	52 weeks to 8 January 2017
		expiry date	\$	\$
	Tax loss in respect of 2012 year end	31 December 2018	188,305	871,680
	Tax loss in respect of 2018 year end	31 December 2023	97,968	-
			<u>286,273</u>	<u>871,680</u>

15	Intangible assets	Company and Group		
		Enterprise Resource Planning costs	Definite life intangible asset	Total
		\$	\$	\$
	Cost at 9 January 2016	1,523,819	160,000	1,683,819
	Purchased during year	1,384,417	-	1,384,417
	Cost at 8 January 2017	2,908,236	160,000	3,068,236
	Purchased/ acquired during the year	-	-	-
	Cost at 7 January 2018	<u>2,908,236</u>	<u>160,000</u>	<u>3,068,236</u>
	Accumulated amortisation at 9 January 2016	(74,614)	(133,333)	(207,947)
	Amortisation	(252,247)	(26,667)	(278,914)
	Accumulated amortisation at 8 January 2017	(326,862)	(160,000)	(486,862)
	Amortisation	(622,120)	-	(622,120)
	Accumulated amortisation and impairment at 7 January 2018	<u>(948,982)</u>	<u>(160,000)</u>	<u>(1,108,982)</u>
	Carrying amount at 7 January 2018	<u>1,959,254</u>	<u>-</u>	<u>1,959,254</u>
	Carrying amount at 9 January 2017	<u>2,581,374</u>	<u>-</u>	<u>2,581,374</u>

The definite life intangible asset relates to a restraint of trade and has a useful life of 4 years and was fully amortised as at 8 January 2017.

	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
16 Inventories				
Raw materials	2,291,465	2,667,388	-	-
Work in progress	41,031	30,753	-	-
Goods in transit	983,727	372,619	878,749	-
Merchandise	10,582,008	8,171,956	10,358,588	8,030,931
Consumable stores	246,440	274,407	94,780	100,647
	<u>14,144,671</u>	<u>11,517,123</u>	<u>11,332,117</u>	<u>8,131,578</u>
The amount of write-down of inventories recognised in cost of sales is:	<u>2,301,621</u>	<u>1,636,234</u>	<u>2,301,621</u>	<u>1,636,234</u>
The value of inventory sold during the year, included as cost of sales is:	<u>33,417,148</u>	<u>26,410,514</u>	<u>35,083,639</u>	<u>28,326,346</u>







	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
<b>17 Trade and other receivables</b>				
Trade accounts receivable	24,678,180	25,598,247	24,381,060	25,216,497
Less: - Specific allowance for credit losses	(1,781,775)	(2,168,092)	(1,613,650)	(2,160,969)
Other accounts receivable	1,220,050	1,378,839	1,122,381	1,281,194
	<u>24,116,455</u>	<u>24,808,994</u>	<u>23,889,791</u>	<u>24,336,722</u>

The movement in the allowance for credit losses is as follows:

Opening balance	(2,168,092)	(1,909,122)	(2,160,969)	(1,901,999)
Decrease/(Increase) in allowance for credit losses	386,317	(258,970)	547,319	(258,970)
Closing balance	<u>(1,781,775)</u>	<u>(2,168,092)</u>	<u>(1,613,650)</u>	<u>(2,160,969)</u>

Refer note 21.3 for accounts receivables pledged as security for borrowings and loans.

Credit terms offered to customers vary but do not exceed 12 months. The maximum credit period on sales of goods is 390 days. Interest is charged on accounts with payment terms in excess of 6 months to pay in the Edgars Chain and all credit customers in the Jet Chain. Additional late payment interest is charged at 4.5% per month on the outstanding balance for customers who default on their repayments. The Group has recognised an allowance for credit losses against all trade receivables based on the arrears records at the end of the period.

Other accounts receivable consist of payments in advance and amounts receivable from staff.

<b>17.1 Loans and advances to customers</b>				
Loans and advances to customers	660,684	-	-	-
Less: - Specific allowance for credit losses	(17,111)	-	-	-
	<u>643,573</u>	<u>-</u>	<u>-</u>	<u>-</u>

The movement in the allowance for credit losses is as follows:

Opening balance	-	-	-	-
Increase in allowance for credit losses	(17,111)	-	-	-
Closing balance	<u>(17,111)</u>	<u>-</u>	<u>-</u>	<u>-</u>

Credit terms offered to customers vary but do not exceed 12 months. The maximum credit period on loans and advances is 360 days. Interest is charged on all advances. Additional late payment interest is charged at 4.5% per month on the outstanding balance for customers who default on their repayments. The Group has recognised an allowance for credit losses against all loans and advances receivable based on the arrears records at the end of the period. These loans relate to loans to customers of the new microfinance entity.

## 18 EQUITY

### 18.1 SHARE CAPITAL

Authorised ordinary share capital				
400 000 000 Ordinary shares of \$0.0001 each	<u>40,000</u>	<u>40,000</u>	<u>40,000</u>	<u>40,000</u>



18.1.1	Issued ordinary shares and premium	Number of shares 000s	Share capital \$	Share premium \$	Issued capital total \$
	Balance at 9 January 2016	293,567	29,358	348,731	378,089
	Issue of shares under employee share option plan	483	48	13,202	13,250
	Balance at 8 January 2017	294,050	29,406	361,933	391,339
	Issue of shares under employee share option plan	478	48	14,304	14,352
	Balance at 7 January 2018	294,528	29,454	376,237	405,691

Fully paid ordinary shares, carry one vote per share and carry a right to dividends.

Included in shares are shares held by special purpose entities - Zimedgroup Employee Trust ( 35 950 445 shares ) and Edgars Employee Share Trust Company ( 524 150 shares ).

In relation to the remaining 105 471 599 unissued shares, 100 000 000 are under the control of the Directors for an unlimited period, subject to the limitations contained in section 183 of the Companies Act (Chapter 24:03) and the balance of 5 471 599 are under the control of the shareholders in a general meeting.

18.2	Other reserves	GROUP		COMPANY	
		52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
		\$	\$	\$	\$
	Equity-settled employee benefits reserve	(1,008,965)	(1,004,233)	(1,008,965)	(1,004,233)
	Revaluation reserve	(1,627,550)	(1,627,550)	(1,609,481)	(1,609,481)
		(2,636,515)	(2,631,783)	(2,618,446)	(2,613,714)

Nature and purpose of reserves

Revaluation reserve

The revaluation reserve is used to record increases in the fair value of property, plant and equipment and decreases to the extent that such decreases relate to an increase on the same asset previously recognised in equity.

Equity -settled employee benefits reserve

The equity-settled employee benefits reserve is used to record the value of equity settled share-based payment transactions provided to employees, including key management personnel, as part of their remuneration.

19	Trade and other payables				
	Trade accounts payable	7,097,444	3,370,356	7,111,722	4,758,246
	Sundry accounts payable and accrued expenses	4,400,273	3,195,849	4,242,847	3,004,844
		11,497,717	6,566,205	11,354,569	7,763,090

Trade and other payables are interest-free. Payment terms range from 30 days to 120 days.

Sundry accounts payable include franchise fees accrual, VAT and deferred revenue.

20	Current tax (receivables)/ liabilities				
	Normal tax	(55,142)	476,742	(55,142)	476,742
		(55,142)	476,742	(55,142)	476,742



	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
<b>21 Interest bearing loans and borrowings</b>				
Bank overdrafts	105,253	3,144,088	16,137	2,987,714
Bills discounted	-	500,000	-	500,000
Loans	4,559,778	7,611,006	4,559,778	7,611,153
	<u>4,665,031</u>	<u>11,255,094</u>	<u>4,575,915</u>	<u>11,098,867</u>
Less: Long-term portion of loan disclosed under non-current liabilities	(2,289,011)	(321,923)	(2,289,011)	(321,923)
Current portion	<u>2,376,020</u>	<u>10,933,171</u>	<u>2,286,904</u>	<u>10,776,944</u>
<b>21.1 Unsecured – at amortised cost</b>				
Bills discounted	-	500,000	-	500,000
	<u>-</u>	<u>500,000</u>	<u>-</u>	<u>500,000</u>
<b>21.2 Secured – at amortised cost</b>				
Bank overdrafts	105,253	3,144,088	16,137	2,987,713
Loans	4,559,778	7,611,006	4,559,778	7,611,152
	<u>4,665,031</u>	<u>10,755,094</u>	<u>4,575,915</u>	<u>10,598,865</u>
	<u>4,665,031</u>	<u>11,255,094</u>	<u>4,575,915</u>	<u>11,098,865</u>
<b>21.3 Summary of borrowing arrangements</b>				
(i) Secured with a Notarial General Covering Bond, Negative Pledge over plant and equipment (not currently utilised) and cession of debtors book of \$8million.				
(ii) The weighted average effective interest rate on all the borrowings is 9.35% (2016 -10.1%) per annum.				
(iii) Tenures range between 90 days and 3 years.				
<b>21.4 Reconciliation of loan movements</b>				
Opening balance	11,255,098	18,024,941	11,098,867	17,896,550
Proceeds from borrowings	4,500,000	1,500,000	4,500,000	1,500,000
Repayment of borrowings	(11,090,067)	(8,411,977)	(11,022,952)	(8,439,815)
Accrued Interest	-	142,130	-	142,130
Closing balance	<u>4,665,031</u>	<u>11,255,094</u>	<u>4,575,915</u>	<u>11,098,865</u>



**22 Fair value hierarchy**

The following table provides the fair value hierarchy of the Group's assets measured at fair value.

Quantitative disclosures fair value measurement hierarchy for assets as at 7 January 2018:

	GROUP		COMPANY	
	Fair value measurement using		Fair value measurement using	
	Significant unobservable inputs	Significant unobservable inputs	Significant unobservable inputs	Significant unobservable inputs
	(Level 3)	(Level 3)	(Level 3)	(Level 3)
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
Assets measured at fair value:				
Land and buildings	1,432,709	1,463,503	1,432,709	1,463,503
Plant and machinery	534,270	588,801	207,603	216,850
Furniture, fittings and equipment	2,176,527	2,061,239	2,075,132	1,971,121
Computer equipment and software	863,316	980,328	817,189	944,220
Motor vehicles	475,839	563,232	441,942	522,856

Disclosure on property plant and equipment carried at fair value has been provided in Note 13.1

**23 Leases****Group as a lessee**

The Group has entered into commercial property leases on its property portfolio. The commercial property leases typically have lease terms between one and five years and include clauses to enable periodical upward revision of the rental charges according to prevailing market conditions. Rentals relate to leasing of premises and consist of basic rentals and turnover contingent rentals in the case of store premises. Sublease arrangements are operating lease arrangements where space which is excess to requirements has been sublet to third parties.

Future minimum rentals payable under operating leases are as follows:

	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
Within one year	3,242,108	3,061,183	3,242,108	3,061,183
After one year but not more than five years	2,534,269	4,722,082	2,534,269	4,722,082
More than five years	-	-	-	-
	<u>5,776,377</u>	<u>7,783,265</u>	<u>5,776,377</u>	<u>7,783,265</u>

**Group as a lessor**

Future minimum rentals payable under operating leases are as follows:

	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
Within one year	13,464	20,928	17,844	154,500
After one year but not more than five years	-	-	8,760	-
More than five years	-	-	-	-
	<u>13,464</u>	<u>20,928</u>	<u>26,604</u>	<u>154,500</u>







## GROUP

## COMPANY

52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
\$	\$	\$	\$

**24 Future capital expenditure**

Commitments for capital expenditure not provided for in the financial statements are as follows:

Authorised and contracted for	700,000	-	700,000	-
Authorised but not yet contracted for	3,647,714	2,985,510	3,647,714	2,985,510
	<u>4,347,714</u>	<u>2,985,510</u>	<u>4,347,714</u>	<u>2,985,510</u>

All expenditure is to be financed from existing cash resources and the utilisation of authorised borrowing facilities.

**25 Contingent liabilities**

There are no guarantees. There is no litigation, current or pending which is likely to have a material adverse effect on the Group.

**26 Financial risk management, objectives and policies**

Financial risk management is carried out at Group level and covers risks to both the Group and Company.

The Group's principal financial liabilities comprise borrowings and trade and other payables. The main purpose of these financial liabilities is to raise finances for the Group's operations. The Group has trade and other receivables and cash and short-term deposits that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk.

The Group's senior management oversees the management of these risks. The Treasury, Credit and Audit Committees play a role by continuously evaluating the group's exposure and response to significant risk. Taking an acceptable level of risk is considered core to doing business. The Group therefore analyses, evaluates, accepts and manages risk to achieve an appropriate balance between risk and return, at the same time minimising potential adverse effects to the business.

The Board of Directors reviews and agrees policies for each of the risks, which are summarized below.

**26.1 Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk, currency risk, commodity price risk and other price risk, such as equity risk.

Financial instruments affected by market risk include borrowings and deposits. The objective of the treasury committee and financial services department is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The amount at risk is a function of the magnitude and direction of interest rate changes and the size and maturity structure of the mismatch position. Significant factors in managing the risk include the frequency, volatility and direction of rate of changes, the size of the interest-sensitive position and the basis for re-pricing at rollover dates. The Group's exposure to the risk of changes in market interest rates relates primarily to its medium to long-term debt obligations.



## 26.1 Market risk (continued)

## Interest rate sensitivity analysis

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on interest-bearing debt with variable interest rates.

7 January 2018	Adjusted interest	Current year Interest	Impact on profit or loss gain/(loss)	Tax Effect	Impact on equity gain/(loss)
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All figures in US\$	\$	\$	\$	\$	\$
Increase of 200 basis points in interest rates	12,630	351,653	339,023	87,298	251,725
Decrease of 200 basis points in interest rates	8,420	351,653	343,233	88,382	254,851

8 January 2017	Adjusted interest	Current year Interest	Impact on profit or loss gain/(loss)	Tax Effect	Impact on equity gain/(loss)
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All figures in US\$					
Increase of 200 basis points in interest rates	377,291	449,002	71,711	18,466	53,245
Decrease of 200 basis points in interest rates	251,527	449,002	197,475	50,850	146,625

## Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense are denominated in a different currency from the Group's functional currency).

The carrying amount of foreign currency denominated monetary assets and liabilities at the reporting date for Group and Company were:

	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	South African Rand	South African Rand
Foreign denominated balances		
Assets		
Cash and cash equivalents	35,436	32,627
Liabilities		
Trade payables	(2,965,862)	(532,540)
<b>Total net position</b>	<b>(2,930,426)</b>	<b>(499,913)</b>
Impact of US\$ strengthening by 10% -gain/(loss) in US\$		
Impact on profit before tax	17,760	3,030
Impact of US\$ weakening by 10% -gain/(loss) in US\$		
Impact on profit before tax	(21,707)	(3,703)

There is no impact on equity.







**26.1 Market risk (continued)****Credit risk**

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily for trade receivables and cash deposits).

- Credit risk relating to cash deposits: The Group deposits cash with banks with high credit scoring. In addition the majority of these banks loaned money to the Group, the borrowed amount exceeding our deposits. The maximum exposure to credit risk is equal to the carrying amounts disclosed in the Statements of Financial Position.

- Credit risk relating to trade receivables: The concentration of credit risk is limited due to the customer base being large and unrelated. Before accepting any new customer, the Group uses a robust credit scoring system to assess the potential customer's credit quality and defines credit limits by customer.

Limits and scoring attributed to customers are reviewed regularly. The maximum exposure to credit risk is the carrying amount of the receivables as shown in note 17.

The ageing analysis of trade receivables for Group and Company (Company receivables are not materially different from Group) is as follows:

	Total net \$	Neither past due nor impaired	Past due but not impaired <30 days	Past due but not impaired 30+ days
7 January 2018	22,896,405	18,387,395	3,513,282	995,728
8 January 2017	23,430,157	16,569,523	6,053,381	807,253

Management has reviewed the credit quality of the balances in the "neither past due nor impaired" category and is satisfied that none of the debtors are likely to default. This view is supported by the trends and continuous assessment of key debtors ratios.

**Loans and advances to customers**

	Total net \$	Neither past due nor impaired	Past due but not impaired <30 days	Past due but not impaired 30+ days
7 January 2018	643,573	607,974	33,634	1,965
8 January 2017	-	-	-	-

**26.2 Liquidity risk**

The Group manages the liquidity risk by ensuring that there is adequate capacity in the form of facilities.

	52 weeks to 7 January 2018 \$	52 weeks to 8 January 2017 \$
Unutilised banking facilities:		
Total banking and loan facilities	14,659,778	16,432,748
Actual interest bearing debt (note 21)	(4,665,031)	(11,255,094)
Unutilised banking facilities	<u>9,994,747</u>	<u>5,177,654</u>



**26.2 Liquidity risk (continued)****Borrowing capacity:**

The aggregate amount of the Group's year-end interest - bearing debt is limited to an amount determined in terms of the Company's Articles of Association. This limit is calculated as the aggregate of shareholders' equity, inventories and debtors.

Maximum permissible interest bearing debt	69,425,907	63,369,189
Actual interest bearing debt (note 21)	(4,665,031)	(11,255,094)
	<u>64,760,876</u>	<u>52,114,095</u>
Cash and cash equivalents	2,296,428	1,743,245
Unutilised borrowing capacity	<u>67,057,304</u>	<u>53,857,340</u>

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments

Group	On demand	less than 3mths	3-12 mths	1-5years	Total
<b>7 January 2018</b>					
Interest bearing loans and borrowings	105,253	719,564	1,222,749	3,023,131	5,070,697
Trade and other payables	-	11,497,717	-	-	11,497,717
	<u>105,253</u>	<u>12,217,281</u>	<u>1,222,749</u>	<u>3,023,131</u>	<u>16,568,414</u>
<b>8 January 2017</b>					
Interest bearing loans and borrowings	3,144,088	2,727,626	6,067,800	333,503	12,273,017
Trade and other payables	-	6,566,206	-	-	6,566,206
	<u>3,144,088</u>	<u>9,293,832</u>	<u>6,067,800</u>	<u>333,503</u>	<u>18,839,223</u>
<b>Company</b>					
	On demand	less than 3mths	3-12 mths	1-5years	Total
<b>7 January 2018</b>					
Interest bearing loans and borrowings	16,137	719,564	1,222,749	3,023,131	4,981,581
Trade and other payables	-	11,354,569	-	-	11,354,569
	<u>16,137</u>	<u>12,074,133</u>	<u>1,222,749</u>	<u>3,023,131</u>	<u>16,336,150</u>
<b>8 January 2017</b>					
Interest bearing loans and borrowings	2,987,713	2,727,626	6,067,800	333,503	12,116,642
Trade and other payables	-	7,763,089	-	-	7,763,089
	<u>2,987,713</u>	<u>10,490,715</u>	<u>6,067,800</u>	<u>333,503</u>	<u>19,879,731</u>

**26.3 Management of Capital**

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders or return capital to shareholders or issue new shares.

The Group manages equity and borrowings as capital. The amount of capital as at 7 January 2018 was \$36 482 937 (8 January 2017: \$38 298 163).

The Group monitors capital on the basis of the gearing ratio and level of borrowings and this is calculated as interest-bearing debt, divided by shareholder's equity. During the period, the Group's strategy was to maintain a gearing ratio of below 1. As at 7 January 2018 the gearing was 0.15 (8 January 2017: 0.35)



**27 Interests of directors in share capital**

The interests, direct and indirect of the directors in office, aggregated as to beneficial interest and non-beneficial interest are as follows :

Directors Name	52 weeks to 7 January 2018	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 8 January 2017
	Beneficial	Non- beneficial	Beneficial	Non- beneficial
R Mlotshwa	4,000	100	4,000	100
C F Dube	-	100	-	100
V Mpofu	5,000	100	5,000	100
L Masterson	2,336,299	100	1,857,799	100
T N Sibanda	-	100	-	100
L L Tumba	-	100	-	100
Z Vella	-	100	-	100
J B Galloway	406,666	-	592,204	-
Nominees	-	300	-	300
	2,751,965	1,000	2,459,003	1,000

No changes in Directors' shareholdings have occurred between the financial year end and the date of publishing of this annual report.

During the course of the period, no director of the company had any material interest in any contract of significance with the company or any of its subsidiaries which would have given rise to a related conflict of interest.

	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
28 Related party disclosures (Group & Company)				
Compensation of key management personnel of the Group				
Short-term employee benefits	1,805,559	1,768,885	1,729,272	1,768,885
Pension and medical benefits	330,425	216,962	226,427	216,962
Share-based payment transactions	145,010	42,821	145,010	42,821
Total compensation paid to key management personnel	2,280,994	2,028,668	2,100,709	2,028,668

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

For further details on share options granted to key management personnel, refer to note 9.

Related party relationships exist between the Group, fellow subsidiaries and the holding company. All purchasing and selling transactions are concluded at arm's length.

All intra-group balances, income and expenses, unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Intercompany balances have no fixed repayment terms. Interest is charged on the Club Plus (Private) Limited loan at 12% per annum.



## Transactions and balances between Edgars Stores Limited and Carousel (Private) Limited (wholly owned subsidiary)

	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$
Transactions		
Rental of premises	133,572	146,373
Purchases	3,197,274	3,358,353
Impairment of inter-company receivable	662,266	1,030,406
	<u>3,993,112</u>	<u>4,535,132</u>
Balances		
Debtors/ creditors balance	-	1,686,582
Intercompany loan	<u>3,496,599</u>	<u>5,451,214</u>
	<u>3,496,599</u>	<u>7,137,796</u>

## Transactions and balances between Edgars Stores Limited and Club Plus (Private) Limited (wholly owned subsidiary)

Transactions		
Rental of premises	3,198	-
Interest on intercompany loan	<u>20,919</u>	<u>-</u>
	<u>24,117</u>	<u>-</u>
Balances		
Intercompany loan	901,289	-
Investment in subsidiary	<u>100,000</u>	<u>-</u>
	<u>1,001,289</u>	<u>-</u>

## Transactions and balances between the Group and Edcon Holdings (Pty) Ltd (ultimate parent)

Transactions		
Franchise fees	<u>536,001</u>	<u>940,952</u>
Balances		
Accrual for franchise fees	<u>1,744,684</u>	<u>940,952</u>

## 29 Investment in Subsidiary

	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
Investment in Club Plus (Private) Limited	<u>-</u>	<u>-</u>	<u>100,000</u>	<u>-</u>

The Group invested \$100 000 in Club Plus (Private Limited), a wholly owned subsidiary. Club Plus (Private) Limited commenced operation in September 2017.

The core business of Club Plus is micro finance lending. The shares in Club Plus (Private) Limited were subscribed for on the 13th of January 2017 and the total amount was contributed in cash.



**30 Report of the directors**

This is contained in the Chairman's Report and Corporate Governance Report.

**31 Going Concern assumption**

The Directors have assessed the ability of the Company to continue operating as a going concern and believe that the preparation of these financial statements on a going concern basis is still appropriate.

**32 Events after the reporting period****32.1 Divisionalisation of Carousel (Private) Limited**

The Directors made a decision to divisionalise Carousel (Private) Limited with effect from 08 January 2018. The net liabilities of Carousel (Private) Limited of \$8 160 were transferred to Edgars Stores Limited.

Below is the impact on the Group and Company Results:

	GROUP		COMPANY	
	52 weeks to 7 January 2018	52 weeks to 8 January 2017	52 weeks to 7 January 2018	52 weeks to 8 January 2017
	\$	\$	\$	\$
<b>Assets</b>				
Increase in non current assets	-	-	468,710	-
Increase in inventories	-	-	3,007,281	-
Increase in accounts receivable and prepayments	-	-	223,931	-
Decrease in intercompany receivables	-	-	(3,496,601)	-
Increase in cash and cash equivalents	-	-	7,090	-
	-	-	<b>210,411</b>	-
<b>Liabilities</b>				
Increase in deferred tax liabilities	-	-	8,160	-
Increase in trade and other payables	-	-	121,295	-
Increase in bank overdraft	-	-	89,116	-
	-	-	<b>218,571</b>	-
Decrease in in net assets	-	-	<b>(8,160)</b>	-

**32.2 Dividend Declaration**

Dividends declared per share are based on the ordinary number of shares in issue on the effective date of declaration and entitlement of the ordinary shares to the dividend. A dividend of US\$0.33 per share (\$1,000,000) was declared on 20 March 2018. The dividend was declared before the consolidated financial statements were issued but not recognised as a distribution to owners as it is a non-adjusting subsequent event.







## Analysis of Ordinary Shares

	SHAREHOLDING ANALYSIS		MEMBER ANALYSIS	
VOLUME	SHARES	%	HOLDERS	%
1-5000	1 062 318	0.36	872	70.94
5001-10000	581 442	0.2	85	6.81
10001-25000	1 543 458	0.52	97	7.96
25001-50000	1 339 543	0.45	35	2.96
50001-100001	2 027 592	0.69	34	2.3
100001-200000	4 404 774	1.5	38	2.79
200001-500000	10 923 187	3.71	38	2.79
500001-1000000	11 297 869	3.84	16	1.31
1000001 and Above	261 348 755	88.73	25	2.13
<b>TOTAL</b>	<b>294 528 938</b>	<b>100.00%</b>	<b>1 240</b>	<b>100%</b>

INDUSTRY	SHARES	SHARES %	HOLDERS	SHAREHOLDERS %
FOREIGN COMPANIES	112 138 510	38.07	1	0.08
PENSION FUNDS	48 441 513	16.45	103	8.46
CHARITABLE AND TRUSTS	36 756 631	12.48	15	1.23
FOREIGN NOMINEE	35 494 199	12.05	8	0.66
LOCAL COMPANIES	29 009 542	9.85	85	6.98
INSURANCE COMPANIES	15 893 463	5.4	4	0.33
LOCAL INDIVIDUAL RESIDENT	8 620 316	2.93	880	72.25
LOCAL NOMINEE	7 372 810	2.5	34	2.79
NEW NON RESIDENT	292 663	0.1	37	3.04
FOREIGN INDIVIDUAL RESIDENT	186 445	0.06	2	0.16
OTHER INVESTORS & TRUSTS	112 078	0.04	12	0.99
UNKNOWN	85 647	0.03	14	1.15
FUND MANAGERS	65 273	0.02	4	0.33
DECEASED ESTATES	35 154	0.01	11	0.9
TRUSTS	23 994	0.01	1	0.08
DIRECTOR	700	-	7	0.57
<b>TOTALS</b>	<b>294 528 938</b>	<b>100.00</b>	<b>1 218</b>	<b>100.00</b>



# Shareholders Financial Calendar

## Financial Year Ending 7 January 2018

Interim Results for the Half Year ending 9 July 2017	Published	19 September 2017
Analysts Briefing and Announcement of Results		28 March 2018
Notice to Shareholders		April 2018
Annual Report including Annual Financial Statements	Published	May 2018
Annual General Meeting		7 June 2018

## Financial Year Ending 6 January 2019

Interim Results for the Half Year ending 8 July 2018	Published	September 2018
Analysts Briefing and Announcement of Results		September 2018
Analysts Briefing and Announcement of Results for Financial Year 2018		March 2019
Annual Report including Annual Financial Statements	Published	May 2019
Annual General Meeting		June 2019



# Notice to Members

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Notice is hereby given that the 69th Annual General Meeting of members will be held at Edgars Training Auditorium, 1st Floor LAPF House, 8th Avenue/ Jason Moyo Street, Bulawayo, 7th June 2018 at 09.00 hours. Following is the Agenda for the meeting:-

## Ordinary Business

1. To approve minutes of the Annual General Meeting held on 7 June 2017.
2. To receive and adopt the annual financial statements and reports of the directors and auditors for the financial year ended 7 January 2018.  
NB: The full annual report can be viewed online at [www.edgars.co.zw](http://www.edgars.co.zw)
3. To appoint directors in accordance with the provisions of the company's Articles of Association.
  - 3.1 Dr. Urin Ferndale resigns from the Board at this Annual General Meeting.
  - 3.2 Mr. J B Galloway and Mr. Z Vella retire by rotation and Mr. J. B. Galloway being eligible, offers himself for re-election.
  - 3.3 Mr. Grant Pattison and Ms. Tjeludo Ndlovu having been appointed as Directors subsequent to the last Annual General Meeting of the Company, and who in terms of the Articles of Association of the Company are now required to retire from the Board this Annual General Meeting and being eligible, offer themselves for re-election.
4. To approve the remuneration of the directors for the year ended 7 January 2018.
5. To appoint auditors for the ensuing year and to approve their remuneration for the past year.

By order of the Board

23 April 2018  
Group Secretary

Each member is entitled to appoint one or more proxies (whether a member/s of the company or not) to attend, speak and vote at the meeting in his/her stead.

Please complete the Proxy form available on the website to appoint a proxy. Visit [www.edgars.co.zw](http://www.edgars.co.zw)

Duly completed Proxy forms must be lodged with or posted to the Group Secretary, Edgars Stores Limited, 9th Avenue/Herbert Chitepo, Bulawayo or the Transfer Secretary, Corpserve Registrars (Pty) Ltd at Corner Kwame Nkrumah/1st Street P.O Box 2208, Harare and to be received by not later than 0900hrs on 5th June 2018.



# EDGARS STORES LIMITED

("the company")

## FORM OF PROXY

For use by members at the Annual General Meeting of the company to be held on 7<sup>th</sup> June 2018 at 09.00 hours

I/We \_\_\_\_\_

being the holder/s of ordinary shares in the company, appoint (see Note 1) \_\_\_\_\_

1 \_\_\_\_\_ or failing him/her

2 \_\_\_\_\_ or failing him/her

3 the chairman of the Annual General Meeting:

as my proxy to act for me / us at the Annual General Meeting, which will be held at the Edgars Training, Auditorium, 1<sup>st</sup> floor LAPF House, 8<sup>th</sup> Avenue / Jason Moyo Street, Bulawayo on Thursday, 7<sup>th</sup> of June 2018 at 09.00 hours for the purpose of considering, and if deemed fit, passing with or without modification, the resolutions to be proposed there at and at each adjournment thereof, to vote for or against the resolutions with or without modification, and / or to abstain from voting thereon in respect of the ordinary shares in the issued share capital of the company registered in my / our name/s in accordance with the following instruction (see Note 2).

Each member is entitled to appoint one or more proxies (whether a member/s of the company or not) to attend, speak and to vote at the meeting in his/her stead.

	<b>For</b> <i>No of votes Poll</i>	<b>Against</b> <i>No of votes Poll</i>	<b>Abstain</b> <i>No of votes Poll</i>
<b>Ordinary Resolution No 1</b> <i>(Approval of minutes of the AGM of 7th June 2017)</i>			
<b>Ordinary Resolution No 2</b> <i>(Receipt and adoption of the annual financial statements for the year ended 7 January 2018)</i>			
<b>Ordinary Resolution No 3</b> <i>(Election of Directors as a single resolution)</i>			
<b>Alternatively: Ordinary Resolution No 3</b> <i>(Election of Directors)</i>			
<b>Ordinary Resolution No 4</b> <i>(Approval of the remuneration of directors)</i>			
<b>Ordinary Resolution No 5</b> <i>(Appointment of auditors &amp; approval of their remuneration)</i>			

(NOTE: ON A POLL, A MEMBER IS ENTITLED TO ONE VOTE FOR EACH SHARE HELD)

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2018

Signature \_\_\_\_\_

(ASSISTED BY ME WHERE APPLICABLE)

Instructions overleaf



### Notes:

1. Each member is entitled to appoint one or more proxies (who need not be a member(s) of the company) to attend, speak and vote (either on a poll or by show of hands) in place of that member at the Annual General Meeting.
2. A member may insert the name of a proxy or the names of two alternative proxies of the member's choice in the spaces provided, with or without deleting the words "the chairman of the Annual General Meeting". All deletions must be individually initialled by the member, failing which they will not have been validly effected. The person whose name appears first on the form of proxy and who is present at the Annual General Meeting shall be entitled to act as proxy to the exclusion of the persons whose names follow.
3. Voting instructions for each of the resolutions must be completed by filling the number of votes (one per ordinary share) under the "For", "Against" or "Abstain" headings on the Proxy Form. If no instructions are filled in on the Proxy Form, the chairman of the Annual General Meeting, if the chairman is the authorised proxy, or any other proxy shall be authorised to vote in favour of, against or abstain from voting as he/she deems fit.
4. A member or his/her proxy is entitled but not obliged to vote in respect of the ordinary shares held by the member. The total number of votes for or against the ordinary and special resolutions and in respect of which any abstention is recorded may not exceed the total number of shares held by the member.
5. If this form has been signed by a person in a representative capacity, the document authorising that person to sign must be attached, unless previously recorded by the company's transfer secretaries or waived by the chairman of the Annual General Meeting.
6. The chairman of the Annual General Meeting may accept or reject any form of proxy that is completed and/or received other than in accordance with these instructions and notes.
7. Any alterations or corrections to this form of proxy have to be initialed by the signatory (/ies).
8. The completion and lodging of this form of proxy does not preclude the relevant member from attending the Annual General Meeting and speaking and voting in person to the exclusion of any proxy appointed by the member.
9. Forms of proxy have to be lodged with or posted to the Group Secretary, Edgars Stores Limited, Cnr 9th Avenue/ Herbert Chitepo Street, Bulawayo, or the Transfer Secretaries, Corpserve (Private) Limited, at Cnr Kwame Nkrumah Avenue/1st Street, P O Box 2208, Harare and to be received by not later than 09.00 hours on 4<sup>th</sup> of June 2018.
10. This proxy form is to be completed only by those members who either still hold shares in a certificated form, or whose shares are recorded in their own name in electronic form in the sub register.





## **Corporate Information**

### **Edgars Stores Limited**

Incorporated in the Republic of Zimbabwe

Company registration number 379/1948

### **Registered office**

Edgars Head Office

Cnr Ninth Avenue / Herbert Chitepo Street/ Bulawayo

Telephone: 263-9-881626/35

Fax:263-9-68443

E-mail: [info@edgars.co.zw](mailto:info@edgars.co.zw)

Website: <http://www.edgars.co.zw>

### **Postal address**

P O Box 894, Bulawayo, Zimbabwe

### **Company Secretary**

Buhlebenkosi Mpofu

### **Transfer Secretaries**

Corpserve (Pvt) Ltd

4<sup>th</sup> Floor ZB Centre

Cnr Kwame Nkrumah Avenue/ 1<sup>st</sup> Street

P O Box 2208, Harare, Zimbabwe

Telephone: 263-4-750711/2

### **Auditors**

Ernst & Young Chartered Accountants (Zimbabwe)

Derry House

Cnr Fife Street/6th Avenue

P O Box 437, Bulawayo, Zimbabwe

Telephone: 263-9-76111

### **Legal Advisors**

Coghlan & Welsh Legal Practitioners

Barclays Bank Building

8th Avenue, P O Box 22, Bulawayo, Zimbabwe

Telephone: 263-9-888371/8

### **Bankers**

Barclays Bank Zimbabwe Limited

Cnr Main Street/8<sup>th</sup> Avenue

P O Box 702, Bulawayo, Zimbabwe

Telephone: 263-9-881121/7

### **Co-ordination: Group Finance**

### **Design and production: Charisma**

These results can be viewed on the internet at:

<http://www.edgars.co.zw>













Edgars Stores  
Limited