



**PROVISIONAL
REVIEWED
CONDENSED
CONSOLIDATED
FINANCIAL
STATEMENTS**

for the 13 month financial year ended
31 March 2023



castleview

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DIRECTORS' COMMENTARY

1. NATURE OF BUSINESS

Castlevision Property Fund is a property holding and investment company that was listed as a REIT on the AltX of the JSE on 20 December 2017. Castlevision invests in direct property investments – where the Group owns the properties – and indirect property investments – where property is owned via other real estate companies with separate management teams – with the goal of maximising total returns to its shareholders.

The acquisition of the I Group portfolio in September 2022 resulted in the Company acquiring a diversified, well-located and high quality portfolio of South African and Polish direct, and South African indirect assets across all property sectors and repositioned the company as a mid-tier REIT with a net asset value of R8.4 billion and total assets of R22.1 billion at March 2023.

2. INVESTMENT AND PROPERTY PORTFOLIO

Castlevision currently holds the following strategic investments across a variety of property-related entities:

- **REITS:** Approximately 56% of the shares in issue of Emira Property Fund, a diversified REIT listed on the JSE. Emira in turn has a 68.2% shareholding in Transcend Residential Property Fund, a residential REIT listed on the JSE.
- **INDUSTRIAL:** The Company has significant exposure, with board representation, to a R10,5 billion industrial and logistics portfolio through its 26% shareholding in Collins Property Projects, which is a subsidiary of JSE-listed, Collins Property Group Ltd.
- **COMMUNITY RETAIL POLAND:** A community shopping centre joint-venture in Poland. The portfolio comprises 12 well located community shopping centres located in various cities around Poland, as well as 3 office buildings, with total assets of €710 million.
- **COMMUNITY RETAIL IN SOUTH AFRICA:** Castlevision currently owns a direct retail property portfolio in South Africa of 7 community shopping centres valued at R1.1 billion that provides sustainable and proven cash-flows, and where the anchor tenants are expected to achieve high and stable turnover figures over time. These properties are either wholly-owned or on an undivided share basis with partners.
- **RESIDENTIAL:** Castlevision has invested in iRes Fund, a Western Cape based, income-producing, residential portfolio valued at R310 million that comprises units in a variety of property developments in Cape Town.
- **RESIDENTIAL DEVELOPMENT:** The Company also has 7 residential sites in Cape Town, Western Cape, valued at R410 million which have been developed for disposal or will be developed once the appropriate rights have been secured.

3. COMMENTARY ON RESULTS FOR THE THIRTEEN MONTHS TO 31 MARCH 2023

Due to the change in Castlevision's year-end from February 2023 to March 2023, which was announced on SENS on 15 December 2022, the attached results are for the thirteen months to 31 March 2023.

The period under review was characterised by the transition of the Company from a direct, South African property owner to a global property owner, diversified across various property sectors through the acquisition of the I Group portfolio in September 2022 and the successful acquisition of controlling stakes in both Emira and Transcend.

This substantial change to the Group has resulted in an increase in total assets of the Company to R22.1 billion (2022: R371.8 million) with a corresponding increase in debt funding to R10.6 billion (2022: R191.7 million). The Group had a market capitalisation of R6.9 billion based on a share price of R7.10 at the reporting date and a net asset value of R8.4 billion which equates to a net asset value of R8.55 per share. The loan-to-value ratio, net of cash, is 48.81%.

The revenue of the Group increased to R1.2 billion (2022: R57.6 million). Income derived from equity accounted investments is now substantial at R496.5 million due to the associate and joint venture investments acquired. Profit has increased to R2.2 billion, primarily as a result of the bargain purchase gain recognised on the business combinations during the period. Excluding the bargain purchase gain, profit would have been R503.8 million.

Finance costs have increased substantially with the growth of the business, to R573.5 million (2022: R12.4 million). The increase is also in part due to the rise in borrowing costs across the portfolio as a result of interest rate increases in South Africa and Europe. The Group manages its interest rate risk with the respective business unit with a large portion of debt that is either fixed or hedged.

The Castlevision board has declared a distribution for the period of 16.09 (2022: 44.74) cents per share.

DIRECTORS' COMMENTARY (continued)

4. ACQUISITION OF A PORTFOLIO OF DIRECT AND INDIRECT PROPERTY ASSETS FROM SUBSIDIARIES OF I GROUP INVESTMENTS

Shareholders are referred to the SENS announcements published on 28 July 2022, 5 September 2022 and 13 September 2022 outlining the details of the acquisition of assets from I Group and for the subscription of shares by certain investors. The suspensive conditions relating to these transactions were fulfilled in the period and they therefore became effective from 1 September 2022.

5. CHANGES TO THE BOARD OF DIRECTORS

Shareholders were advised on SENS on 7 November 2022 that Colin Dockrall, the financial director of the Company, had resigned from his role with effect from Friday, 4 November 2022. At the same time it was also announced that James Day would assume the role of FD with effect from Monday, 7 November 2022.

6. SUMMARY OF FINANCIAL INDICATORS

	31 Mar 2023	28 Feb 2022
Shares in issue	978 238 349	37 411 169
Net asset value per share*	855.38	460.92
SA REIT Loan-to-value ratio**	48.81%	50.63%
SA Cost-to-income ratio***	44.57%	48.82%

* Net asset value per share is calculated by dividing the net assets by the total number of shares in issue at period end. Net assets comprise total assets less total liabilities, less equity attributable to non-controlling interests.

** SA REIT loan-to-value ratio is calculated by dividing interest bearing borrowing net of cash on hand by the total assets less cash, derivatives and financial assets.

*** SA REIT cost-to-income ratio is calculated by dividing total direct operating costs by the gross contractual revenue.

7. OUTLOOK

Rising interest rates both locally and abroad, as well as a South African economy showing very little growth are expected to negatively impact the performance of the Company in the coming year.

Notwithstanding these headwinds, following the acquisition of assets from I Group and the share subscription by certain investors which became effective in September 2022, the Castlevue Board of Directors is optimistic about Castlevue's ability to weather these conditions and continue to deliver growth in capital and income to shareholders in the future.

INDEPENDENT AUDITOR'S REVIEW REPORT ON THE PROVISIONAL REVIEWED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

To the shareholders of Castleview Property Fund Limited

We have reviewed the condensed consolidated financial statements ("financial Statements") of Castleview Property Fund Limited, contained in the accompanying provisional report, which comprise the condensed consolidated statement of financial position as at 31 March 2023 and the condensed consolidated statements of comprehensive income, changes in equity and cash flows for the 13-month period then ended, and selected explanatory notes.

Directors' Responsibility for the Condensed Consolidated Financial Statements

The directors are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for provisional reports, as set out in note 1 to the financial statements, and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on these financial statements. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2410, which applies to a review of historical information performed by the independent auditor of the entity. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the financial statements are not prepared in all material respects in accordance with the applicable financial reporting framework. This standard also requires us to comply with relevant ethical requirements.

A review of financial statements in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluate the evidence obtained.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements of Castleview Property Fund Limited for the period ended 31 March 2023 are not prepared, in all material respects, in accordance with the requirements of the JSE Limited Listings Requirements for provisional reports, as set out in note 1 to the financial statements, and the requirements of the Companies Act of South Africa.

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RSM South Africa Inc.

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RSM South Africa Inc.

Mauricio De Faria
Chartered Accountant (SA)
Registered Auditor
Director

Date: 22 June 2023

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2023

Figures in Rand thousand	Note(s)	Reviewed 31 Mar 2023	Audited 28 Feb 2022
ASSETS			
Non-current assets			
Investment property	2	13 220 088	348 386
Operating lease asset	2	51 631	10 025
Property, plant and equipment		4 322	–
Investments and business combinations	3	6 398 352	–
Investments at fair value		19 456	–
Other financial assets		765	–
Loans receivable		54 451	–
Derivatives		76 243	3 756
Deferred tax		190 869	–
		20 016 177	362 167
Current Assets			
Operating lease asset	2	6 922	1 420
Derivatives		12 126	–
Trade and other receivables		169 509	2 448
Cash and cash equivalents		201 003	5 765
Loan Receivable		294 669	–
Inventories		414 270	–
		1 098 499	9 633
Assets held for sale		954 472	–
Total assets		22 069 148	371 800
Equity Attributable to Equity Holders of Parent			
Share capital		5 936 595	185 948
Reserves		542 106	–
Retained income		1 888 973	(13 510)
		8 367 674	172 438
Non-controlling interest		2 251 064	–
		10 618 738	172 438
LIABILITIES			
Non-Current Liabilities			
Borrowings	4	7 960 361	191 693
Derivatives		191 783	–
Lease liabilities		73 239	–
		8 225 383	191 693
Current Liabilities			
Borrowings	4	2 650 285	–
Derivatives		88 060	–
Other Financial Liabilities		2 264	–
Lease liabilities		4 882	–
Trade and other payables		479 536	7 669
		3 225 027	7 669
Total liabilities		11 450 410	199 362
Total equity and liabilities		22 069 148	371 800

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE PERIOD ENDING 31 MARCH 2023

Figures in Rand thousand	Note(s)	Reviewed 13 months ended 31 Mar 2023	Audited 12 months ended 28 Feb 2022
Revenue	5	1 245 639	57 619
Other operating income		3 237	–
Other operating expenses		(750 582)	(27 813)
Operating profit		498 294	29 806
Investment income		80 917	29
Finance costs		(573 525)	(12 446)
Income from equity accounted investments		496 458	–
Gain (loss) on fair value adjustment on investment property		75 609	(582)
(Loss) gain on interest rate swap		(26 481)	1 789
Gains on acquisition of business combinations	3	1 714 053	–
Impairment of investment in associates		(22 239)	–
Other losses		(53 011)	–
Profit before taxation		2 190 075	18 596
Taxation		27 794	–
Profit for the year		2 217 869	18 596
Other comprehensive income:			
Items that may be reclassified to profit or loss:			
Exchange differences on translating foreign operations		592 848	–
Share of comprehensive income of equity accounted investments		12 503	–
Total items that may be reclassified to profit or loss		605 351	–
Other comprehensive income for the year net of taxation		2 823 220	–
Profit attributable to:			
Owners of the parent		1 928 665	18 596
Non-controlling interest		289 204	–
		2 217 869	18 596
Total comprehensive income attributable to:			
Owners of the parent		2 544 820	18 596
Non-controlling interest		278 400	–
		2 823 220	18 596
Earnings per share			
Basic earnings per share (cents)	7	343.64	50.57
Diluted earnings per share (cents)	7	339.90	50.57

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

AS AT 31 MARCH 2023

Figures in Rand thousand	Share capital	Foreign currency translation reserve	Retained income	Total attributable to equity holders of the group/ company	Non- controlling interest	Total equity
Balance at 1 March 2021	176 568	-	(22 726)	153 842	159	154 001
Profit and total comprehensive income for the year	-	-	18 595	18 595	-	18 595
Issue of shares	9 380	-	-	9 380	-	9 380
Reduction of non-controlling interest	-	-	-	-	(159)	(159)
Dividends	-	-	(9 380)	(9 380)	-	(9 380)
Audited Balance at 01 March 2022	185 948	-	(13 511)	172 437	-	172 437
Profit for the year	-	-	1 928 665	1 928 665	289 204	2 217 869
Other comprehensive income	-	616 155	-	616 155	(10 804)	605 351
Issue of shares	5 750 647	-	-	5 750 647	11 979	5 762 626
Movements between equity holders	-	-	(9 443)	(9 443)	(194 589)	(204 032)
Acquisition of interests in subsidiaries in terms of a business combination	-	(74 049)	-	(74 049)	2 469 650	2 395 601
Dividends	-	-	(16 738)	(16 738)	(314 376)	(331 114)
Reviewed Balance at 31 March 2023	5 936 595	542 106	1 888 973	8 367 674	2 251 064	10 618 738

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDING 31 MARCH 2023

Figures in Rand thousand	Note(s)	Reviewed 13 months ended 31 Mar 2023	Audited 12 months ended 28 Feb 2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash generated from operations		430 441	31 106
Interest income		40 460	29
Dividends received		12 389	–
Finance costs		(526 570)	(12 446)
Tax paid		(587)	–
Dividends paid to non-controlling interests		(314 376)	–
Net cash from operating activities		(358 242)	18 689
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchases and additions to investment property	2	(128 744)	(3 713)
Proceeds on disposal of investment property	2	468 326	–
Acquisition of furniture, fittings, computer equipment and intangible assets		(71)	
Acquisition of subsidiary, net of cash		(75 721)	–
Proceeds from equity-accounted investments		260 383	–
Acquisition of further interest in equity-accounted investments		–	–
Cash receipts from loans receivable		5 086	–
Purchases of investments at fair value		(3 818)	–
Net cash from investing activities		525 441	(3 713)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds on issue of share capital		431 775	–
Payment to non-controlling interests due to change in ownership		(215 082)	–
Net cash advances/repayments of borrowings	4	(205 055)	(657)
Interest paid		(850)	
Cash inflows on settlement of derivatives		15 861	–
Cash repayments on lease liabilities	11	(3 741)	–
Repayments of other financial liabilities		5 131	–
Repayment of loan from parent company			(10 356)
Net cash from financing activities		28 039	(11 013)
Total cash movement for the year		195 238	3 963
Cash and cash equivalents at the beginning of the year		5 765	1 802
Cash and cash equivalents at the end of the year		201 003	5 765

ACCOUNTING POLICIES

1. SIGNIFICANT ACCOUNTING POLICIES

The Company's year-end changed from 28 February to 31 March. The financial statements for the current period are for 13 months.

The provisional reviewed condensed consolidated financial statements are prepared in accordance with the requirements of the JSE Listings Requirements (the "Listings Requirements") for provisional reports and the requirements of the Companies Act of South Africa. The Listings Requirements require provisional reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council and to also, as a minimum, contain the information required by IAS 34 Interim Financial Reporting.

The accounting policies used in the preparation of these financial statements are in terms of IFRS and are consistent with those used in the audited annual financial statements for the year ended 28 February 2022 except for the amendments relating to the new standards and interpretations which became effective to the Group for the financial year beginning 1 March 2022. None of these had a material impact on the group's financial results.

These financial results have been reviewed by RSM South Africa Inc. and their unqualified review report is included in this report.

This report was compiled under the supervision of James Day CA(SA), the Financial Director of Castlevue.

2. INVESTMENT PROPERTY

Figures in Rand thousand	Reviewed 31 Mar 2023	Audited 28 Feb 2022
Reconciliation of investment property		
Opening balance	348 386	310 560
Acquisitions via business combinations	13 480 088	–
Acquisitions/Additions	124 323	36 006
Improvements		2 401
Disposals	(468 326)	–
Fair value adjustments	70 805	(582)
Transfers to held for sale	(315 856)	–
Other	(19 332)	–
Investment property at fair value	13 220 088	348 386
Operating lease asset	58 553	11 445
	13 278 641	359 831
Property held by sector:		
Office	2 875 022	–
Retail	6 012 726	334 630
Industrial	1 715 241	–
Residential	2 649 202	25 201
Land	26 450	–
	13 278 641	359 831

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

3. INVESTMENTS AND BUSINESS COMBINATIONS

Acquisition of the I Group portfolio

As detailed in the announcements released on SENS on 5 September 2022 and 13 September 2022, Castleview completed the acquisition of the I Group Portfolio of direct and indirect assets with an effective date of 1 September 2022. The acquisition was recognised as a combination of entities or businesses under common control and was not a business combination. The assets and liabilities acquired were considered to be recognised at fair value at the acquisition date and the entities acquired were recognised at their net asset value.

Business combinations

Emira Property Fund Limited

As part of the transaction on 1 September 2022, the Group acquired 271 103 947 shares of Emira. Post the transaction Castleview became the controlling shareholder of Emira which triggered the consolidation of Emira for accounting purposes. Post the acquisition date and up to the reporting date, the group acquired a further 19 895 391 Emira shares. The Group holds 290 999 338 Emira shares at the reporting date, representing 55.68% of the shares in issue. Non-controlling interests were recognised at fair value at the date of acquisition, which resulted in a gain on a bargain purchase of R1 482.3 million. The fair value of the non controlling interest recognised of R2 119.0 million was measured at the acquisition date with reference to the closing share price quoted on the Johannesburg Stock Exchange on the effective date.

Transcend Residential Property Fund Limited

On 21 September 2022, through its subsidiary Emira, the Group increased its equity interest in Transcend through the acquisition of a further 7 288 780 shares. Thereafter, as announced on SENS on 24 October 2022, the general offer to acquire up to 100% of the remaining issued shares of Transcend (other than those shares already owned by Emira) closed on 21 October 2022 and was accepted in respect of 37 672 038 Transcend shares, representing 22.98% of the shares in issue. Non-controlling interests were recognised at fair value at the date of acquisition, which resulted in a gain on a bargain purchase of R231.6 million. The Group has chosen to recognise the Transcend non-controlling interest at its fair value, which was calculated at R345.0 million. Due to the market for Transcend shares being inactive the fair value of the non-controlling interest was estimated by applying an income approach. The fair value estimate is based on: (a) a discount rate of between 12.0% and 13.0% (b) an assumed terminal value based on forecast EBITDA (c) long-term sustainable growth rate ranging between 4.0% and 5.0% and (d) assumed adjustments because of the lack of control or lack of marketability that market participants would consider when estimating the fair value of the non-controlling interest in Transcend

Substantially all of the revenue and profit of the group arose post the acquisitions listed above.

Included in the profit and loss for the period are transaction costs of R11.3 million relating to the acquisitions listed above.

Equity accounted investments

Figures in Rands thousands	% Held	Equity	Loan	Total
EPP Community Properties JV B.V.	46.9	2 681 354	–	2 681 354
Collins Property Projects Proprietary Limited	25.7	1 000 906	–	1 000 906
USA Retail Portfolio	49.0	2 702 710	–	2 702 710
Enyuka Prop Holdings Proprietary Limited	50.0	49 487	588 779	638 266
Resi Development Proprietary Limited	50.0	431	12951	13 382
				7 036 618
Classified as held for sale*				(638 266)
				6 398 352

During the year entity purchased various interests in associates and joint ventures. All investments in associates and joint ventures are accounted under the equity method.

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

3. INVESTMENTS AND BUSINESS COMBINATIONS (CONTINUED)

EPP Community Properties JV B.V.

EPP Community Properties JV B.V. is a joint venture between Castleview and EPP, part of the Redefine Properties Limited Group, consisting of 15 retail and office properties in Poland.

Collins Property Projects Proprietary Limited

Castleview acquired an interest in Collins Property Projects Proprietary Limited, a portfolio of properties that form part of the Tradehold Limited Group. The portfolio consists of primarily industrial buildings, among which are a number of major state-of-the-art distribution centres and industrial complexes let on long-term triple-net leases to leading corporate clients.

USA Retail Portfolio

The Group, through its subsidiary Emira has co-invested together with its USA-based partner, The Rainier Companies, in 12 grocery-anchored dominant value-oriented power centres in the USA on a deal-by-deal basis. While the Group, through its US subsidiary CIL2, owns a minority share in each of the 12 direct property-owning entities it has a unanimous voting arrangement on all major decisions.

* Enyuka Prop Holdings Proprietary Limited

Enyuka is a rural and lower-LSM retail venture between the group's subsidiary, Emira and One Property Holdings. Emira has concluded, as announced on SENS on 23 February 2023, a transaction to dispose of its shareholding and claims in Enyuka for an aggregate consideration of R638.6 million. The transaction forms part of Emira's strategy to recycle capital through the disposal of non-core assets. Post the reporting date, on 30 May 2023, Competition Commission approval was received. All other conditions precedent have been met and the transaction is forecast to close by June/July 2023.

Enyuka is classified under "held-for-sale investments and loans in equity-accounted investments" and is held at R638.6 million, being the agreed disposal value.

4. BORROWINGS

Figures in Rands thousand	Reviewed 31 Mar 2023	Audited 28 Feb 2022
Breakdown of interest-bearing borrowings		
Debt (capital)	10 573 429	191 693
Accrued interest	60 855	–
Borrowing costs	(23 637)	–
	10 610 646	191 693
Split between non-current and current portions		
Non-current liabilities	7 960 361	191 693
Current liabilities	2 650 285	–
	10 610 646	191 693

5. REVENUE

Figures in Rand thousand	Reviewed 31 March 2023	Audited 28 February 2022
Property income		
Operating lease rental income from investment properties	926 069	45 492
Recoveries of operating costs from tenants	307 055	12 127
Other property income	12 515	–
	1 245 639	57 619

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(continued)

6. SEGMENT ANALYSIS

Segment information

At 31 March 2023, the group is organised into three operating segments, being direct investments, indirect investments and listed subsidiaries. This represents a change from the prior year due to the change in group structure that occurred during the year. These segments are now the only reportable segments whose information is considered by the Chief Executive Officer.

The operations of Castleview prior to the transactions detailed in note 3 all relate to direct investments.

Figures in Rands thousand	Reviewed for the 13 months ended 31 Mar 2023			
	Direct	Indirect	Listed	Total
Revenue	203 076	-	1 042 563	1 245 639
Other operating income	12	-	3 225	3 237
Other operating expenses	(106 090)	(5 522)	(638 970)	(750 582)
Operating profit (loss)	96 998	(5 522)	406 818	498 294
Investment income	(2 236)	12 560	70 593	80 917
Finance costs	(44 314)	(52 322)	(476 889)	(573 525)
Income from equity accounted investments	-	236 780	259 678	496 458
(Loss) gain on fair value adjustment on investment property	10 390	-	65 219	75 609
(Loss) gain on interest rate swap	1 450	-	(27 931)	(26 481)
Gains on acquisition of business combinations	-	44 326	1 669 727	1 714 053
Impairment of investment in associates	-	-	(22 239)	(22 239)
Other Losses	-	(39 967)	(13 044)	(53 011)
Profit (loss) before taxation	62 288	195 855	1 931 932	2 190 075
Taxation	1 495	(849)	27 148	27 794
Profit for the period	63 783	195 006	1 959 080	2 217 869

Assets	Reviewed, as at 31 March 2023			
	Direct	Indirect	Listed	Total
Assets				
Investment property	1 270 521	-	12 008 120	13 278 641
Assets held for sale	133 000	-	821 472	954 472
Investments in associates and joint ventures	431	3 682 260	2 715 661	6 398 352
Inventories	414 270	-	-	414 270
Other assets	119 636	45 307	858 470	1 023 413
	1 937 858	3 727 567	16 403 724	22 069 148
Liabilities				
Borrowings	963 231	704 002	8 943 413	10 610 646
Other liabilities	42 824	191	796 749	839 764
	1 006 055	704 193	9 740 162	11 450 410

All revenue is from external customers.

The amounts provided to management with respect to total assets and liabilities are measured in a manner consistent with that in the statement of financial position. These assets and liabilities are allocated on the operations of the segment.

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(continued)

7. PER SHARE INFORMATION

Figures in Rand thousand	Reviewed 31 Mar 2023	Audited 28 Feb 2022
Profit attributable to the shareholders	1 928 665	18 595
(Gain)/loss on fair value adjustment of investment properties	(75 609)	582
Gains on acquisition of business combinations	(1 737 869)	–
Impairment of investment in associates	22 239	–
Gain on fair value adjustment of investment properties of equity-accounted investments	(161 018)	–
Total non-controlling interest effects of adjustments	138 174	–
Headline earnings	114 582	19 177
Number of shares in issue	978 238 349	37 411 169
Weighted average number of ordinary shares in issue	561 247 514	36 770 147
Diluted weighted average number of shares in issue	567 420 354	36 770 147
Earnings per share (cents)	343.64	50.57
Diluted earnings per share	339.90	50.57
Headline earnings per share (cents)	20.42	52.16
Diluted Headline Earnings per share (cents)	20.19	52.16
Net asset value per share (cents)*	855.38	460.92
Distribution per share (cents)	16.08900	44.74000

* Net asset value per share is calculated by dividing the net assets by the total number of shares in issue at year end. Net assets comprise total assets less total liabilities, less equity attributable to non-controlling interest.

8. FAIR VALUE INFORMATION

Fair value hierarchy

The financial assets and liabilities measured at fair value in the statement of financial position are grouped into the fair value hierarchy as follows:

Fair value measurements of financial instruments

Figures in Rand thousand	Level 1	Level 2	Level 3	Reviewed 31 Mar 2023	Level 2	Audited 28 Feb 2022
Assets						
Derivative financial instruments	–	88 369	–	88 369	3 756	3 756
Other financial assets	–	765	–	765	–	–
Listed	19 456	–	–	19 456	–	–
Liabilities						
Derivative Financial	–	(279 843)	–	(279 843)	–	–

Derivative financial instruments

The fair values of the interest-rate swap contracts are determined using discounted cash flow projections based on estimates of future cash flows and the terms of the relevant swap agreements. Cash flows are projected using a zero-coupon ZAR swap curve, and are discounted on an un-collateralised basis.

The fair values of the cross-currency interest-rate swap contracts are valued by discounting the future cash flows using the basis swap curve of the respective currencies at the dates when the cash flows will take place.

The USD forward exchange contracts are valued by discounting the forward rates applied at the period end to the open hedged positions.

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

8. FAIR VALUE INFORMATION (CONTINUED)

Shares in listed property

The Group holds shares in Tradehold Limited, a Johannesburg Stock Exchange listed REIT. Shares are recognised at the market price on the reporting date, being the closing price quoted on the exchange.

Other financial assets

The fair value of other financial assets is measured in terms of Inani and IHS Asset Management's net asset values at reporting date.

Fair value measurements of non-financial assets

Recurring fair value measurements

Figures in Rand thousand	Level 3	Mar 2023	Level 3	Feb 2022
Investment property	13 220 088	13 220 088	348 386	348 386
Investment property held for sale	315 856	315 856	–	–
Asset held of sale – Investment in Enyuka Prop Holdings (Pty) Ltd	638 616	638 616	–	–
	14 174 560	14 174 560	348 386	348 386

Investment Property

Castleview

At the reporting date, the fair value of direct property was determined by both internal and external valuation, reviewed by the directors and approved by the Board. The assets of Castleview's direct portfolio are valued at least every 3 years. The direct property assets acquired by the group as part of the iGroup portfolio were fair valued, independently, at the date acquired.

Emira

Fair values is estimated biannually by professional registered valuers, whereafter they are reviewed by the executive directors and approved by the Emira Board. All of the Emira investment properties were valued at 31 March 2023 by independent external valuers who have recent experience in the location and category of these investment properties.

Transcend

All of the investment properties in the Transcend Rental Portfolio were valued at 31 March 2023 by an independent external valuer. The Transcend Rental Portfolio is valued by capitalising the net contractual income derived from the properties for a period of one year in advance by an applicable capitalisation rate.

Investment property held for sale

The fair value of investment properties held for sale is based on the sale price agreed by the parties where applicable or the fair value thereof.

The Group's investment in Enyuka Prop Holdings Proprietary Limited

The fair value of the assets held for sale, was measured in terms of the concluded transaction, as announced on SENS on 18 May 2022, to dispose of Emira's shareholding and claims in Enyuka.

Emira will dispose of the Enyuka ordinary shares held by Emira (the "Enyuka Ordinary Shares") to Oneeighty Holdings Two Proprietary Limited ("OEH2"), for an aggregate purchase consideration of R2.7 million. In addition, Enyuka will repurchase the Enyuka A shares held by Emira (the "Enyuka A Shares") as well as the shareholder loan advanced by Emira to Enyuka (the "Emira Loan") (collectively the "Linked Units") for an aggregate consideration of R635.9 million being the value of the Linked Units as reflected in the financial statements of Enyuka as at 30 June 2021, plus any accrued and unpaid interest on the Emira Loan.

Post the reporting date, on 30 May 2023, Competition Commission approval was received. All other conditions precedent have been met and the transaction is forecast to close by June/July 2023.

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

9. EVENTS AFTER THE REPORTING PERIOD

A final gross dividend of 16.0890 (2022: R44.74000) cents per share was approved by the board of directors on 20 June 2023 in respect of the 13 months ended 31 March 2023.

Shareholders are referred to the announcement relating to the specific issue of shares for cash ("specific issue of shares") published on SENS on 23 February 2023 and the subsequent announcements relating to the notice of general meeting and the results of general meeting published on SENS on 20 March 2023 and 29 March 2023 respectively. 41 666 666 shares have been issued and the Company expects to issue the remaining 6 172 840 shares, representing an aggregate value of R40 000 003.20, during July 2023.

10. PAYMENT OF DIVIDEND

The board approved and notice is hereby given of the final gross dividend of 16.08900 per share for the 13 month period ended 31 March 2023.

The dividend is payable to Castleview shareholders in accordance with the timetable set out below:

Last day to trade cum dividend	Tuesday, 11 July 2023
Shares trade ex-dividend	Wednesday, 12 July 2023
Record date	Friday, 14 July 2023
Payment date	Monday, 17 July 2023

Share certificates may not be dematerialised or rematerialised between Wednesday, 12 July 2023 and Friday, 14 July 2023, both days inclusive. The dividend will be transferred to dematerialised shareholders' CSDP accounts/broker accounts on Monday, 17 July 2023. Certificated shareholders' dividend payments will be paid to certificated shareholders' bank accounts on or about Monday, 17 July 2023.

Tax treatment

In accordance with Castleview's status as a REIT, shareholders are advised that the dividends meet the requirements of a "qualifying distribution" for the purposes of section 25BB of the Income Tax Act, No. 58 of 1962 ("Income Tax Act") and will be deemed to be dividends, for South African tax purposes, in terms of section 25BB of the Income Tax Act.

The dividends received by or accrued to South African tax residents must be included in the gross income of such shareholders and will not be exempt from income tax (in terms of the exclusion to the general dividend exemption, contained in paragraph (aa) of section 10(1)(k)(i) of the Income Tax Act) because they are dividends distributed by a REIT. The dividends are, however, exempt from dividend withholding tax in the hands of South African tax resident shareholders, provided that such shareholders provide the following forms to their Central Securities Depository Participant ("CSDP") or broker, as the case may be, in respect of uncertificated shares, or the company, in respect of certificated shares:

- (a) a declaration that the dividends are exempt from dividends tax; and
- (b) a written undertaking to inform the CSDP, broker or the company, as the case may be, should the circumstances affecting the exemption change or the beneficial owner cease to be the beneficial owner,

both in the form prescribed by the Commissioner for the South African Revenue Service. Shareholders are advised to contact their CSDP, broker or the company, as the case may be, to arrange for the abovementioned documents to be submitted prior to payment of the dividend, if such documents have not already been submitted.

Dividends received by non-resident shareholders will not be taxable as income and instead will be treated as an ordinary dividend which is exempt from income tax in terms of the general dividend exemption in section 10(1)(k)(i) of the Income Tax Act. Any distribution received by a non-resident from a REIT will be subject to dividend withholding tax at 20%, unless the rate is reduced in terms of any applicable agreement for the avoidance of double taxation ("DTA") between South Africa and the country of residence of the shareholder. Assuming dividend withholding tax will be withheld at a rate of 20%, the net dividend amount due to non-resident shareholders is 12.87120 cents per share. A reduced dividend withholding rate in terms of the applicable DTA may only be relied on if the non-resident shareholder has provided the following forms to their CSDP or broker, as the case may be, in respect of uncertificated shares, or the company, in respect of certificated shares:

NOTES TO THE REVIEWED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

10. PAYMENT OF DIVIDEND (CONTINUED)

- (a) a declaration that the dividends are subject to a reduced rate as a result of the application of a DTA; and
 - (b) a written undertaking to inform their CSDP, broker or the company, as the case may be, should the circumstances affecting the reduced rate change or the beneficial owner cease to be the beneficial owner,
- both in the form prescribed by the Commissioner for the South African Revenue Service. Non-resident shareholders are advised to contact their CSDP, broker or the company, as the case may be, to arrange for the abovementioned documents to be submitted prior to payment of the dividends if such documents have not already been submitted, if applicable.

Shares in issue at the date of declaration of the dividends: 978 238 349

Castleview's income tax reference number: 9366916188

The dividend may have tax implications for resident as well as non-resident shareholders. Shareholders are therefore encouraged to consult their tax and/or professional advisors should they be in any doubt as to the appropriate action to take.

11. CHANGE OF YEAR END

During the year the company changed its year end from the last day of February each year to 31 March.

By order of the board

James Templeton
Chief Executive Officer

James Day
Financial Director

Cape Town
22 June 2023

GENERAL INFORMATION

COUNTRY OF INCORPORATION AND DOMICILE	South Africa
COMPANY REGISTRATION NUMBER	2017/290413/06
JSE SHARE CODE (APPROVED AS A REIT BY THE JSE)	CVW ISIN: ZAE000251633
DIRECTORS	G.C. Bayly J.P.A. Day D.J. Green A. Mohamed A. Padayachee J.W.A. Templeton
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TRANSFER SECRETARY	JSE Investor Services
DESIGNATED ADVISER	Java Capital
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