

ROSHGOLD INVESTMENT HOLDINGS LIMITED

CORPORATE PROFILE AND MISSION STATEMENT

Roshgold Investment Holdings Ltd is an independent, community based investment group that has interest in property, business ventures, listed and unlisted equities.

Our Mission

- Maintain a well-balance investment group.
- Productively employ the capital harnessed to generate a regular stream of income and longer-term capital appreciation for our shareholders.
- Nurture leadership with entrepreneurial skills.
- Provide a vehicle for upliftment, personal development and empowerment through finance, education, and participation.

Roshgold is progressive in its outlook yet conservative in its business approach. The investor group is broad based and all encompassing. The group enjoys the confidence of its shareholders, bankers, and the community at large.

Roshgold is geared to prosper for the benefit of all its stakeholders.

Board of Directors

- 1 Ebrahim Sujee – Chairman
- 2 Haroun Pochee – B.Com CA(SA)
- 3 Ahmed Lambat – B.Com B.Acc CA(SA)
- 4 Abdus Samad Gathoo
- 5 Leendert Marthinus Rolfes
- 6 Yunus Pochee
- 7 Sayed Essop Dockrat

Management

Properties: Faathima Sujee
Roshgold: Aadilah Sallie

Administrators

Registered office: 5 Leeuwenhoek Street

Duncanville, 1939

PO Box 2372

Vereeniging, 1930

info@roshgold.co.za

www.roshgold.co.za

Auditors: Audit Associates
22 Bonanza St
Selby, 2092

Bankers: Nedbank Ltd

Company Secretary: Haroun Pochee

Three Year Review – Group			
	2021	2020	2019
Value of one Roshgold unit	R2,250	R2,250	R2,250
Shareholders returns	R19,896,062	R22,315,722	R22,401,094
Number of units in issue	84,038	74,337	67,137
Fair Value of assets under control	R440million	R393million	R365million

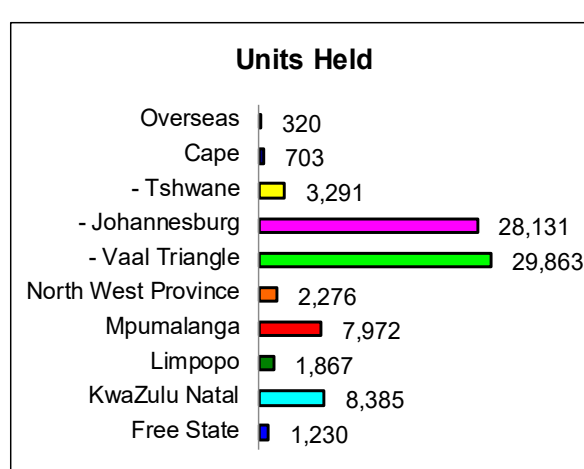
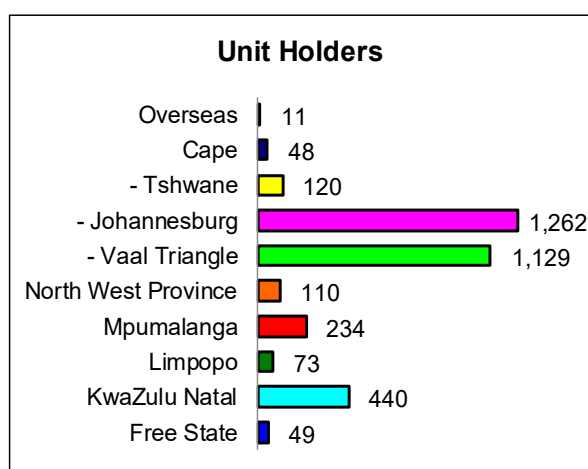
ROSHGOLD INVESTMENT HOLDINGS LIMITED

Analysis of Shareholders

Members Holdings	Number of unit holders		Number of units held		% of Total units	
	2021	2020	2021	2020	2021	2020
One unit	546	583	546	583	1	1
Two units	400	384	800	768	1	1
Three to five units	702	689	2,679	2,832	3	4
Six to fourteen units	842	809	7,718	7,286	9	10
Fifteen to twenty units	220	242	3,813	4,149	5	6
Twenty and more units	766	707	68,482	58,719	81	78
Total	3,476	3,414	84,038	74,337	100	100

Investor Demographics

Region	Number of unit holders		Number of units held		% of Total units	
	2021	2020	2021	2020	2021	2020
Free State	49	44	1,230	1,222	1	1
KwaZulu Natal	440	431	8,385	6,779	13	13
Limpopo	73	63	1,867	980	2	2
Mpumalanga	234	236	7,972	6,849	7	7
North West Province	110	112	2,276	2,093	3	3
Gauteng						
- Vaal Triangle	1,129	1,124	29,863	25,434	34	34
- Johannesburg	1,262	1,236	28,131	26,492	36	36
- Tshwane	120	108	3,291	3,517	3	3
Eastern & Western Cape	48	49	703	701	1	1
Overseas	11	11	320	270	-	-
Total	3,476	3,414	84,038	74,337	100	100



Chairman's Statement

"Amidst the normal hard stuff is the abnormal hard stuff. You may be doing great, but no one great always had it great. At the end of each day, as you prepare for the next, I hope you take an inventory of your life, your thoughts and where you are headed. The wind can take you some cool places, but so can your paddle." — Richie Norton

We can all relate to the unnerving and chaotic period of Covid 19 and its impact on human life and livelihoods, business and economies around the world.

The phenomenon was abnormal and required tough management, good stewardship, and mental agility to steer through the particularly challenging period of turmoil.

Many of our shareholders and their dearest succumbed to this deadly virus. The impact on their families both mentally and financially was daunting.

We pray to the Almighty to grant strength to all those that have lost loved ones and grant strength and recovery to those impacted severely with their health and financial losses.

2021 was a year of challenge and trial, Roshgold has produced financial results that are not great, however considering the economy and challenges in the property sector your board is pleased that Roshgold protected the capital value of its shareholder and will pay a return which is fair in prevailing circumstances.

Our shareholders have been very patient and supportive, and we are confident that new investments made post balance sheet will show an increase in results and returns within the next two years.

Prime industrial properties with solid leases were acquired together with a retail centre in Cape Province. These transfers are pending registration. Your board is currently evaluating properties that show growth potential for the longer term.

The pandemic has tested the resolve of all businesses and supply chain management around the world. Companies whose foundations are strong and who managed cash flow and expenses

were able to show that their robustness allowed them to emerge with strength. This is indicative of a system within the business that is tested and working. Roshgold is that business.

Roshgold's agility and sound management systems held the company in good stead during this period.

Shareholders were pressed financially and some were forced to liquidate their holdings to sustain themselves and to pay for unprecedented expenses including medical costs. It is during these periods that Roshgold's reserves proved to be pivotal in sustaining the capital base and managing the repurchase of investments.

The adverse effect of holding cash during these testing periods was the decline in returns resulting in dilution of returns.

Roshgold's Property Portfolio also bore the scars of tenant arrears and tenants vacating. Negotiations on renewals were tough and leases were negotiated at lower rentals to secure the tenants for the longer term.

The Sandhurst property still boasts excellent value and promise. The board has investigated various strategies to develop the property. The current market shows prospective growth in the residential sector. The board is currently in negotiations with a successful developer to finalise the project.

Ahmed Al Khadi Hospital has overcome its challenges and the hospital intake has increased dramatically. During the Covid period patient intake also increased. The hospital has proved its strong offering and excellent service. Shareholders can expect a maiden return on this investment.

"It is change, continuing change, inevitable change, which is the dominant factor in society today. No sensible decision can be made any longer without taking into account not only the world as it is, but the world as it will be. "

Isaac Asimov

Chairman's Statement

This perfectly summarises our tenacity and resolve during the past year.

The share portfolio has performed above expectation and will continue this upward trend as the group has procured blue chip shares which are resilient.

The unlisted investments have performed within market expectations and recovery in revenue is anticipated in the next two years.

The groups Head Office is now functional, and the management team can provide you our shareholder with a personalised service.

Roshgold continues to be a sound investment for our shareholder. Many other investments are offering higher returns with greater risk. Roshgold profile is always one of caution with sustainability. Roshgold's focus as a business will be to continue to enhance our property portfolio and investigate business ventures that have long term growth with steady returns.

"Excellence is an art won by training and habituation. We do not act rightly because we have virtue or excellence, but we rather have those because we have acted rightly. We are what we repeatedly do. Excellence, then, is not an act but a habit." Aristotle

Our determined effort to provide shareholders with a worthwhile investment continues and the year ahead is positive, and opportunities are promising. The Board continues to assess opportunities regularly.

A lesson of excellence must be taken from the business model of Ethiopian Airlines. The airline has become one of the most profitable airlines which is managed with perfection.

The vice-president for Sales Africa and Levant Customer Affairs of Airbus, Hadi Akoum, was quoted in a report by African Aerospace commending 'Ethiopian Airlines in this unprecedented epidemic' because 'while other airlines were just trying to figure out what to do', Ethiopian Airlines was finding solutions, including adaptively 'converting their passenger aircraft to

freighters' and for continuing to 'to fly and create even new business' when others had gone bankrupt.

Kgomoeswana, Victor. Africa Bounces Back (p. 115). Pan Macmillan SA.

As business we need to heed this exercise and build on the opportunities that are presented. Roshgold's resilience and strong management structure is on track to embark on a more fastidious program to grow our shareholder base and increase our returns to levels that will be most suitable for shareholders.

The groups shareholder demographics are consistent. Older shareholders requiring funds are liquidating investments and the younger generation are now shareholders of Roshgold.

The July unrest has impacted on the economy which impacted on retail, wholesale, and the manufacturing sectors. The effects of the unrest will continue to result in challenges in the supply chain. Our properties were fortunately not affected.

The safeguarding the welfare of our staff, shareholders and strategic partners is paramount to the business. This whilst while making certain the business maintains its efficiencies and growth plan.

"To give real service you must add something which cannot be bought or measured with money, and that is sincerity and integrity." Douglas Adams

My fellow board members you are testimony to this. Your commitment enthusiasm and passion to manage this group is exemplary and the Almighty will reward you.

The Management team and our accountants we cannot be more grateful that we have a team that is competent and manages the group with efficiency and diligence and maintains the integrity of the group. Thank You!

"Trust is the lubrication that makes it possible for organizations to work." Anonymous

Chairman's Statement

The trust of our shareholders in the organisation has been pivotal in building the organisation. We thank you for your belief and support.

Angela Duckworth: "Grit is living life like it's a marathon, not a sprint."

With Roshgold continues this marathon of service, sustainability, and preservation.

E A Sujee
Chairman

Directors' Responsibility Statement and Secretary's Declaration

The directors are required by the Companies Act of South Africa, to maintain adequate accounting records and are responsible for the content and integrity of the annual financial statements and related financial information included in this report. It is their responsibility to ensure that the annual financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards. The external auditors are engaged to express an independent opinion on the annual financial statements.

The annual financial statements are prepared in accordance with International Financial Reporting Standards and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach.

The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors have considered the current financial position, and they are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently reviewing and reporting on the company's annual financial statements. The annual financial statements have been examined by the company's external auditors and their report is presented on pages 7 and 8.

The annual financial statements, which have been prepared on the going concern basis, were approved by the board on 29 October 2021 and were signed on its behalf by:




H Pochee



LM Rolfes

Secretary's Declaration

The secretary certifies that the company has lodged with the Registrar of Companies all such returns as are required of a public company in terms of Companies Act, as amended and that all such returns are true, correct and up to date.



H Pochee

Independent Auditor's Report

To the shareholders of ROSHGOLD INVESTMENT HOLDINGS LIMITED

Opinion

We have audited the financial statements of ROSHGOLD INVESTMENT HOLDINGS LIMITED set out on pages 6 to 29, which comprise the statement of financial position as at 30 June 2021, and the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of ROSHGOLD INVESTMENT HOLDINGS LIMITED as at 30 June 2021, and its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act of South Africa.

Basis for Opinion

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

Other Information

The directors are responsible for the other information. The other information comprises the information included in the document titled "ROSHGOLD INVESTMENT HOLDINGS LIMITED Annual Financial Statements for the year ended 30 June 2021", which includes as required by the Companies Act of South Africa, and the supplementary information set out on page 30. The other information does not include the financial statements and our auditor's report thereon.

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

Responsibilities of the Directors for the Financial Statements

The directors are responsible for the preparation and fair presentation of the financial statements in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities 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.

In preparing the financial statements, the directors are responsible for assessing the 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 company or to cease operations, or have no realistic alternative but to do so.

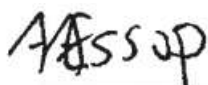
Independent Auditor's Report (continued)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 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 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 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 company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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 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.



AUDIT ASSOCIATES

Faizal Essop

Chartered Accountants (SA)

Registered Auditors

Selby

29 October 2021

Directors' Report

Your directors have the pleasure in presenting their annual report on the activities of the company.

Nature of the Business and Financial Results

The company carries on the business of an investor. The state of the company's affairs is fully set out in the attached financial statements.

Dividends and Returns

A dividend of R902,616 (2020: R523,315) was declared for the group and the company declared a dividend of R475,000 (2020: R245,000). Shareholders returns totalling R7,795,000 (2020: R8,905,000) were provided for the year. Shareholders returns for the group totalled R19,896,062 (2020: R22,315,722).

Share Capital

9,701 (2020: 7,200) ordinary shares of R1-00 each were issued during the year under review to increase and broaden the capital base.

Investments

The company acquired unlisted investments of R108,068 (2020: R131,172) and listed investments of R31,721 (2020: R65,253) for the year under review. The fair values of the listed and unlisted investments of the group and company are disclosed in the notes to the financial statements; note 6.

Directors and Secretary

Details of the directorate and the company secretary are disclosed on the contents page of the Annual Report. The board is of the opinion that the company secretary is suitably qualified and experienced to carry out his duties as stipulated under Section 86 of the Companies Act. The company secretary provides guidance to the directors on their duties and ensures awareness of all relevant statutory requirements and legislation. All directors have access to the advice and services of the company secretary, at the company's expense, where it has been requested by the directors.

Events after Reporting Date

All events subsequent to the date of the annual financial statements and for which the applicable reporting framework require adjustment or disclosure have been adjusted or disclosed.

The financial impact of the COVID-19 pandemic is likely to impact all business entities and financial markets globally either directly or indirectly, the extent of which is currently indeterminate. The financial impact cannot be predicted at report date but the directors remain confident that the company will not be severely affected in the near future.

The directors are not aware of any matter or circumstance arising since the end of the financial year to the date of this report that could have a material effect on the financial position of the company.

The Covid-19 pandemic restrictions have gradually been lifted and there is a move towards normality.

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Directors' Report (continued)

Subsidiary Companies	Interest		Loan Balance		Fair Value	
	2021 %	2020 %	2021 R	2020 R	2021 R	2020 R
Directly held Subsidiaries						
Al-Ikwaan Investments (Pty) Ltd (Reg. No.: 1999/022178/07)	6	6	795,973	771,955	1,292,464	1,292,464
Edme Investments (Pty) Ltd (Reg. No.: 1969/010704/07)	24	24	8,314,548	8,239,999	11,217,669	11,217,669
Rosh Avenue Properties (Pty) Ltd (Reg. No.: 2016/350024/07)	50	-	4,980,215	-	4,980,215	-
Rosh Global Services (Pty) Ltd (Reg. No.: 2014/243583/07)	59	59	15,049,000	15,049,000	15,049,000	15,049,000
Roshgold Management Services (Pty) Ltd (Reg. No.: 2011/009508/07)	100	-	180,907	-	180,907	-
Roshgold Properties (Pty) Ltd (Reg. No.: 1989/000002/07)	57	57	1,782,564	1,667,879	2,470,800	2,470,801
Roshgold Ventures (Pty) Ltd (Reg. No.: 1991/000479/07)	59	58	940,303	920,303	1,223,696	1,197,715
Roshmeadow Properties Ltd (Reg. No.: 1996/000402/06)	60	60	5,696,125	5,449,002	6,792,743	6,754,366
Roshmerriman Properties (Pty) Ltd (Reg. No.: 1991/000059/07)	20	20	685,967	560,494	1,726,879	1,493,517
Roshmetals & Minerals Ltd (Reg. No.: 1989/000054/06)	51	47	1,717,635	1,695,450	11,121,455	10,950,183
Roshpro Properties (Pty) Ltd (Reg. No.: 1991/000363/07)	35	35	694,824	694,824	2,053,558	2,053,558
Roshsun Investments Ltd (Reg. No.: 2000/028188/06)	3	4	2,920,000	2,920,000	3,587,191	3,587,191
Roslen Properties (Pty) Ltd (Reg. No.: 2013/153653/07)	26	26	4,653,000	4,653,000	5,712,784	5,712,784
Shonalansa Trading (Pty) Ltd (Reg. No.: 2007/022145/07)	31	31	10,254,219	10,254,219	7,356,269	7,356,269
Siyalanga Properties (Pty) Ltd (Reg. No.: 2013/153657/07)	100	-	3,375,141	-	3,375,141	-

Indirectly held Subsidiaries

Marhaban (Pty) Ltd (Reg. No.: 1989/001214/07)	72	72	10,053,968	9,681,972	13,062,791	13,062,791
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Total **72,094,389 62,558,097 91,203,562 82,198,308**

Review of Operations

It gives us great pleasure in tabling the review of the company and group's operations for the year ended 30 June 2021.

Review of Financial Results

Total group income for the year was R30,4 million against R34,7 million in 2020. Revenue decreased by R4,3 million due mainly to a R2,6 million decrease in investment income as well as a R1,3 million drop in dividend income. This decrease, though unprecedented for the group, is a systemic indication of financial market performances both locally and internationally as the economy tries to recover from the effects of repeated lockdowns of differing levels since the hard lockdown of March 2020. The effects of looting in July 2021 as well as the financial impact of load shedding have also contributed to this downward trend in investment income and muted capital growth. Despite this trend, the group has done well to generate positive yields and maintain a healthy balance sheet.

Total expenditure for the group before apportioning shareholders returns and excluding fair value adjustments remained consistent at R10,6 million. With economic performance being the lowest on record and a sharp rise in unemployment, the group has faced the challenge of recovering outstanding amounts and this has shown in the rise of bad debts from R712,000 to R1.1million. Bad debts were rigorously pursued, and bad debts recovered increased from R73,000 to R725,000 in 2021. With heightened security risks nationally, additional security was sourced around some of the properties, and this led to an increase in security costs from R132,000 to R308,000. Outstanding debts were rigorously pursued and bad debts recovered increased from R73,000 to R725,000 in 2021.

In 2020, the group reported the loss of Jet Stores as a tenant in both the Harrismith and Queenstown properties. The board is pleased to announce that these vacancies have subsequently been filled by Foschini and Royal Supermarket respectively. The group has also managed to secure new tenants in the form of AIM Distributors in both the Secunda and Witbank properties.

A look at property prices have shown an increase in the third quarter of 2021 as compared to the end of 2020. However, prices were still below those at the end of February 2020, just before COVID-19 emerged in South Africa, implying that the sector is still recovering, and it has a long way to go before it reaches pre-pandemic levels.

For the year the group has managed to generate returns totalling R19,9 million. Roshgold will pay returns of R97.65 per unit whilst Roshsun will pay R72.84 per unit.

Maintenance of Capital Base

Roshgold's capital base increased by a net 9,701 units as the number of units in issue increased to 84,038. An analysis of the capital base re-affirms shareholder loyalty as 81% of shareholders hold 20 or more units.

Investor growth in property subsidiary Roshsun is consistent. Roshsun's capital base increased by 21% with the share capital closing the year on 92,604 units. The unit price remains consistent at R1,400.

Investment Portfolio

At year end, property accounted for 67% of the total investment portfolio. The investment portfolio is diverse across asset classes and underlying risk profiles. With interest rates at an all-time low and likely to remain this way up until 2022 due to inflationary concerns, the group's investment income has come under pressure. Despite this situation, major group investments have largely avoided impairment as demonstrated by the group's long term prudent approach to asset allocation. These conditions are likely to improve in the year ahead as the board is confident that its investment strategy, as evidenced by its property acquisition during the year as well as ongoing negotiations on new properties, will generate stronger results.

Review of Operations (continued)

The investment in Albaraka Bank through Timewest Investments improved with the share price increasing from R22.60 to R 23.60 per share. No dividends were paid out by the bank this year.

The Ahmed Al-Kadi share price has dropped to R12.50 per share from R14.00 in 2020, with the hospital's board considering a dividend pay out to investors for the first time.

The board is pleased to announce the acquisition of warehousing property situated in Kempton Park with both Thistle Bakery and Stone Connection as the tenants. Both have strong leases with yields above 10% expected. There are two more properties awaiting transfer which should strengthen the property portfolio in the coming year.

Roshmetals and Minerals

Whilst local equities have been adversely affected by the pandemic, the group's listed portfolio performed strongly with Roshmetals share price valued at R1,465 as at June 2021. Dividend income earned for the year totalled R1,200,000 (2020: R2,500,000).

Dividends totalling R902,616 will be distributed to shareholders in respect of the 2021 financial year, of which R880,000 will be tax free.

Roshgold Marketing

Roshgold's marketing continued to focus on empowering young entrepreneurs through its social responsibility efforts during the year.

The popular Roshgold Young Business Achiever Awards (YBAA) 2020/21 showcased 61 participating and aspiring young businesses around South Africa. Virtual Launches hosted by Roshgold and partner sponsors including Albaraka Bank and Awqaf were well attended with dynamic and motivational guest speakers. The YBAA announced its top twenty finalists in May.

Unfortunately, despite all efforts, the YBAA 2020/21 event was cancelled due to safety and logistical concerns as well as the sensitivity of financial challenges arising from the COVID-19 pandemic and recent events in the country.

The Roshgold Kidz Club ran a "Save your Eidie" campaign promoting the benefits of saving monies among the youth. Fasting Certificates and printable fun activities were enjoyed by our younger shareholders over the Eid-ul-Fitr period.

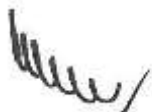
Roshgold was featured on the Minara Business Matters show for an 'investment opportunities' slot discussed with Roshgold CEO Mr. Haroun Pochee.

Growing Hands joined and supported the REHOP (Rebuilding for Hope and Prosperity) Programme, an initiative aimed at rebuilding parts of KwaZulu Natal after the July 2021 eight days of turmoil, destruction, and unrest.

The board thanks the shareholders for their continued support.

APPROVAL OF ANNUAL FINANCIAL STATEMENTS

The annual financial statement and group annual financial statements were approved by the Board of Directors on the 29 October 2021.



H Pochee



LM Rolfes

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Statement of Financial Position

AS AT 30 JUNE 2021		COMPANY		GROUP	
	Notes	2021 R	2020 R	2021 R	2020 R
ASSETS					
NON-CURRENT ASSETS					
		99,839,165	91,479,256	229,634,554	210,914,732
Investment property	3	-	-	152,744,627	139,022,488
Investment in subsidiaries	4	78,140,771	69,135,517	-	-
Plant and equipment	5	56,066	74,591	423,897	230,581
Investments	6	21,639,507	22,266,327	75,178,281	70,468,446
Intangible assets	7	2,821	2,821	1,287,749	1,193,217
CURRENT ASSETS					
		97,148,347	86,132,292	210,728,474	182,856,534
Trade and other receivables	8	8,952,308	4,367,423	6,076,812	8,958,000
Cash and cash equivalents	9	88,196,039	81,764,869	204,651,662	173,898,534
TOTAL ASSETS					
		196,987,512	177,611,548	440,363,028	393,771,266
EQUITY AND LIABILITIES					
CAPITAL AND RESERVES					
		86,896,644	78,164,879	284,555,665	256,945,428
Issued capital	10	84,038	74,337	84,038	74,337
Share premium		72,450,253	62,692,515	72,450,253	62,692,515
Retained income		14,303,789	15,339,463	25,279,287	22,596,267
Non-distributable reserves		58,564	58,564	95,376	95,376
Non-controlling interest		-	-	186,646,711	171,486,933
NON-CURRENT LIABILITIES					
		93,193,673	83,646,679	112,887,915	101,602,433
Shareholders loans	11	88,906,792	79,061,799	88,906,792	79,061,799
Deferred taxation	12	4,286,881	4,584,880	23,981,123	22,540,634
CURRENT LIABILITIES					
		16,897,195	15,799,990	42,919,448	35,223,405
Trade and other payables		16,897,195	15,799,990	42,919,448	35,223,405
TOTAL EQUITY AND LIABILITIES					
		196,987,512	177,611,548	440,363,028	393,771,266

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Statement of Comprehensive Income

FOR THE YEAR ENDED 30 JUNE 2021		COMPANY		GROUP	
	Notes	2021 R	2020 R	2021 R	2020 R
Revenue		8,966,173	9,835,240	30,456,254	34,711,524
Other income		-	-	725,154	73,435
Other expenses		(690,981)	(760,694)	(10,643,617)	(10,913,639)
Operating profit		8,275,192	9,074,546	20,537,791	23,871,320
Fair value adjustments		(1,330,355)	1,248,758	5,440,469	4,549,070
Finance costs		(7,795,000)	(8,905,000)	(19,896,062)	(22,315,722)
Profit (loss) before taxation		(850,163)	1,418,304	6,082,198	6,104,668
Taxation	13	289,489	(271,882)	1,184,996	(3,051,322)
Profit (loss) for the year		(560,674)	1,146,422	7,267,194	3,053,346
Profit attributable to:					
Equity holders of the company		-	-	3,585,636	1,374,006
Non-controlling interest		-	-	3,681,558	1,679,340
		-	-	7,267,194	3,053,346

Statement of Equity

AS AT 30 JUNE 2021

	COMPANY				GROUP					
	Retained	Share	Non	Total	Issued	Retained	Share	Non	Total	
	Income	Premium	Distributable		Capital	Income	Premium	Distributable		
R	R	R	R	R	R	R	R	R	R	
67,137	14,438,041	55,431,015	58,564	69,994,757	67,137	21,745,576	55,431,015	95,376	164,056,610	241,395,714
7,200	-	-	7,200	7,200	7,200	-	-	-	-	7,200
-	-	7,261,500	-	7,261,500	-	-	7,261,500	-	-	7,261,500
-	-	-	-	-	-	-	-	-	-	-
-	(245,000)	-	-	(245,000)	-	(523,315)	-	-	-	(523,315)
-	1,146,422	-	-	1,146,422	-	1,374,006	-	-	1,679,340	3,053,346
74,337	15,339,463	62,692,515	58,564	78,164,879	74,337	22,596,267	62,692,515	95,376	171,486,933	256,945,428
9,701	-	-	-	9,701	9,701	-	-	-	-	9,701
-	-	9,757,738	-	9,757,738	-	-	9,757,738	-	-	9,757,738
-	-	-	-	-	-	-	-	-	-	-
-	(475,000)	-	-	(475,000)	-	(902,616)	-	-	11,342,434	11,342,434
-	(560,674)	-	-	(560,674)	-	3,585,636	-	-	-	(902,616)
84,038	14,303,789	72,450,253	58,564	86,896,644	84,038	25,279,287	72,450,253	95,376	186,510,925	284,419,879

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Statement of Cash Flow

FOR THE YEAR ENDED 30 JUNE 2021	COMPANY		GROUP	
	2021 R	2020 R	2021 R	2020 R
Cash generated from trading operations	7,136,983	10,310,535	25,069,991	27,083,864
Net profit before taxation and non-deductible expenses	5,776,863	11,537,452	30,451,720	31,597,739
Fair value adjustments	1,330,355	(1,248,758)	(5,440,469)	(4,549,070)
Depreciation	29,765	21,841	58,740	35,195
Working capital changes	(3,487,680)	(1,064,921)	10,577,231	(12,927)
Decrease (Increase) in trade and other receivables	(4,584,885)	(1,679,575)	2,881,188	(2,838,275)
Increase in trade and other payables	1,097,205	614,654	7,696,043	2,825,348
Cash generated by operating activities	3,649,303	9,245,614	35,647,222	27,070,937
Cash (utilised) in investment activities	(8,560,565)	(2,605,799)	(18,731,840)	(4,450,618)
Investment in subsidiaries	(9,176,145)	(597,593)	-	-
Property, plant and equipment	(11,240)	(14,737)	(13,915,455)	(174,738)
Investments	626,820	(1,990,648)	(4,709,835)	(3,844,189)
Intangible asset	-	(2,821)	(94,532)	438,876
Loss from sale of investments	-	-	(12,018)	(870,567)
Cash generated (utilised) by financing activities	11,342,432	5,515,284	13,837,746	(743,430)
Shareholders loans raised	9,844,993	7,396,584	9,844,993	7,396,584
Proceeds from shares issued	9,701	7,200	9,701	7,200
Proceeds from share premium	9,757,738	7,261,500	9,757,738	7,261,500
Non-controlling interest	-	-	15,023,992	7,430,323
Dividends declared	(475,000)	(245,000)	(902,616)	(523,315)
Shareholders returns	(7,795,000)	(8,905,000)	(19,896,062)	(22,315,722)
Net cash generated during the year	6,431,170	12,155,099	30,753,128	21,876,889
Cash and cash equivalents at beginning of year	81,764,869	69,609,770	173,898,534	152,021,645
Cash and cash equivalents at end of year	88,196,039	81,764,869	204,651,662	173,898,534

Significant Accounting Policies

1. GENERAL INFORMATION

Roshgold Investment Holdings Limited was incorporated in 1984 under the laws applicable to South Africa. The address of its registered office and principal place of business is disclosed on page 1 of this report. The financial statements for the year ended 30 June 2021 comprise the company and group.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and the requirements of the South African Companies Act. These policies have been applied consistently to all years presented, unless otherwise stated.

Key judgments and the use of estimates

The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period, or the period of the revision and future periods.

Significant estimates are required in the determination of future cash flows and probabilities in assessing net recoverable amounts used in valuing investment property.

Expected manner of realisation for deferred tax

Deferred tax is provided for on the fair value adjustments of investment properties based on the expected manner of recovery, i.e. sale or use. This manner of recovery affects the rate used to determine the deferred tax liability.

2.2 Basis of preparation

The financial statements have been prepared on the historical cost basis except for the revaluation of certain non-current assets and financial instruments. The principal accounting policies are set out below.

2.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and its subsidiary companies. The results of the subsidiary companies are consolidated from effective date of achieving control until the date that control ceases. Control is achieved where the company has the power to govern the financial and operating policies of a subsidiary so as to obtain benefits from its activities. The assets and liabilities of the subsidiary companies are recognised at their fair values at the date of acquisition.

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

2.4 Revenue recognition

Rental income

Rental income from investment properties is recognised in line with the term of the relevant lease. This income source comprises rental income and operating lease recoveries from investment properties.

Revenue is measured at the fair value of the consideration received or receivable for rental and recoveries, net of value added tax.

Significant Accounting Policies (continued)

Dividend revenue

Dividend revenue from investments is recognised when the shareholder's right to receive payment has been established.

Profit share revenue

Revenue from profit sharing is recognised when the company's right to receive the revenue is established.

2.5 Taxes

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the statement of financial position date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of comprehensive income. Deferred income tax is provided using the liability method on temporary differences at the statement of financial position date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences, except:

- Where the deferred income 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;
- And 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

Deferred income 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 statement of financial position date.

Deferred income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Comprehensive Income.

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

2.6 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. The entity's principal equity instruments are share capital and shareholders' loans.

Shareholders loans are recognised at the proceeds received less principal payments.

2.7 Investment property

Investment properties are held to earn rental income and for subsequent capital appreciation. Investment properties are initially measured at cost.

Significant Accounting Policies (continued)

The cost of the investment properties comprises the purchase price and directly attributable expenditure. Subsequent expenditure relating to investment properties is capitalised when it is probable that future economic benefits from the use of the asset will be increased. All other subsequent expenditure is recognised as an expense in the period in which it is incurred.

After initial recognition, investment properties are measured at fair value. Fair values are determined every three years by registered independent valuers.

2.8 Financial assets

Listed investments

Listed investments are initially accounted for at cost, including transaction cost. Listed investments are revalued at the ruling open market price at financial year end.

Unlisted investments

The directors revalue the investments at financial year end based on the valuation of the underlying assets.

Other investments

All other financial assets are measured at fair value.

2.9 Financial liabilities

Payables are considered to be short-term in nature and are measured at cost.

2.10 Other financial liabilities

Interest bearing borrowings are initially recognised at fair value less attributable transaction costs.

2.11 De-recognition of financial instruments

The group de-recognises a financial asset only when the contractual rights to the cash flows from the assets expire or the financial asset and substantially all the risks and rewards of ownership of the asset are transferred to another entity. If the group neither transfers nor retains substantially all risks and rewards of ownership and continues to control the transferred asset, the group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the group retains substantially all the risks and rewards of ownership of a transferred financial asset, the group continues to recognise a collateralised borrowing for the proceeds received.

The group de-recognises financial liabilities when, and only when, the group's obligations are discharged, cancelled or they expire.

2.12 Impairment of assets

The company assesses at financial year end whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset.

2.13 Goodwill

Goodwill represents the excess of the cost of acquisition of the group's interest over the fair value of the identifiable assets of the subsidiary at the date of acquisition.

2.14 Financial instruments

Financial instruments included on the statement of financial position include cash and cash equivalents, receivables, payables and borrowings. These instruments are initially measured at cost, which include transaction costs. Subsequent methods adopted are disclosed in the individual statement associated with each item.

Significant Accounting Policies (continued)

Trade and other receivables originated by the company are stated at cost less impairment losses.

Non-derivative financial instruments are measured at amortised cost, comprising original debt less principal payment and amortisations.

2.15 Related party transactions

All subsidiaries and associated companies of the group are related parties. All transactions entered into with subsidiaries were under terms no more favourable than those with third parties and have been eliminated in the consolidated group accounts. Balances with other related parties are set out in note 15.

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Notes to the Financial Statements

AS AT 30 JUNE 2021	GROUP	
	2021 R	2020 R
3 INVESTMENT PROPERTY		
Roshpro Properties (Pty) Ltd		
Portion 1 of Erf 213 Vereeniging with buildings thereon, acquired in 1991	1,000,000	1,000,000
At cost	551,632	551,632
Fair value adjustment	448,368	448,368
Remaining extent of Erf 361 Vereeniging with buildings thereon, acquired in 1990	5,800,000	5,800,000
At cost	1,229,079	1,229,079
Fair value adjustment	4,570,921	4,570,921
Roshmerriman Properties (Pty) Ltd		
Remaining extent of Erf 429 Vereeniging with buildings thereon, acquired in 1990	4,600,000	4,600,000
At cost	753,747	753,747
Fair value adjustment	3,846,253	3,846,253
Marhaban (Pty) Ltd		
Portion 3 of Erf 1548 Secunda Ext 1 with buildings thereon, acquired in 1996	8,100,000	8,100,000
At cost	3,445,278	3,445,278
Fair value adjustment	4,654,722	4,654,722
Erf 5338 Sasolburg Ext 50 Parys, Free State with building thereon, acquired in 1996	9,200,000	9,200,000
At cost	2,376,369	2,376,369
Fair value adjustment	6,823,631	6,823,631
Al-Ikwaan Investments (Pty) Ltd		
Portion 252 of Erf 602 Spartan Ext 2, Gauteng with buildings thereon, acquired in 2002	19,500,000	19,500,000
At cost	8,374,675	8,374,675
Fair value adjustment	11,125,325	11,125,325
Edme Investment (Pty) Ltd		
Erf 11, 12, 14 and 16 Witbank, Mpumalanga with buildings thereon, acquired in 2004	22,123,999	21,200,000
At cost	11,105,373	10,181,374
Fair value adjustment	11,018,626	11,018,626
Erf 61 Long Meadow Ext 2, Gauteng measuring 7,976m ² , acquired in 2004	25,100,000	25,100,000
At cost	17,721,372	17,721,372
Fair value adjustment	7,378,628	7,378,628

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	GROUP	
	2021	2020
	R	R
3 INVESTMENT PROPERTY (continued)		
Shonalansa Trading (Pty) Ltd		
Portion 1 of Erf 1057 Harrismith with buildings thereon acquired in 2011	11,700,000	11,700,000
At cost	11,201,136	11,201,136
Fair value adjustment	498,864	498,864
Erf 8587 Queenstown with buildings thereon acquired in 2016	8,300,000	8,300,000
At cost	15,794,176	15,794,176
Fair value adjustment	(7,494,176)	(7,494,176)
Erf 295 Postmasburg Tsantsabane, Northern Cape measuring 478m ² with buildings thereon, acquired in 2017	3,700,000	3,700,000
At cost	5,866,482	5,866,482
Fair value adjustment	(2,166,482)	(2,166,482)
Rosh Global Services (Pty) Ltd		
Remaining extent of portion 4 of Erf 34, Sandhurst, acquired in 2016	20,822,488	20,822,488
At cost	20,822,488	20,822,488
Fair value adjustment	-	-
Siyalanga Properties (Pty) Ltd		
Erf 903 Duncanville with buildings thereon acquired in 2021	2,837,710	-
At cost	2,837,710	-
Fair value adjustment	-	-
Rosh Avenue Properties (Pty) Ltd		
Portion 62 of Erf 602 Spartan Ext 2 with buildings thereon acquired in 2021	9,960,430	-
At cost	9,960,430	-
Fair value adjustment	-	-
Total cost	112,039,947	98,317,808
Total fair value adjustment	40,704,680	40,704,680
	<u>152,744,627</u>	<u>139,022,488</u>

Fair value adjustments were applied in 2020.

Valuations are conducted every 3 years by an independent valuator.

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	COMPANY			
	2021	2020	2021	2020
	%	%	R	R
4 INVESTMENT IN SUBSIDIARIES				
Al-Ikwaan Investments (Pty) Ltd	6	6	1,292,464	1,292,464
Cost			844,456	820,438
Fair value adjustment			448,008	472,026
Edme Investments (Pty) Ltd	24	24	11,217,669	11,217,669
Cost			8,565,115	8,565,115
Fair value adjustment			2,652,554	2,652,554
Rosh Avenue Properties (Pty) Ltd	50	-	4,980,215	-
Cost			4,980,215	-
Fair value adjustment			-	-
Rosh Global Services (Pty) Ltd	59	59	15,049,000	15,049,000
Cost			15,049,000	15,049,000
Fair value adjustment			-	-
Roshgold Management Services (Pty) Ltd	100	-	180,907	-
Cost			180,907	-
Fair value adjustment			-	-
Roshgold Properties (Pty) Ltd	57	57	2,470,800	2,470,801
Cost			1,842,610	1,842,610
Fair value adjustment			628,190	628,191
Roshgold Ventures (Pty) Ltd	59	58	1,223,696	1,197,715
Cost			1,060,132	1,029,992
Fair value adjustment			163,564	167,723
Roshmeadow Properties Ltd	60	60	6,792,743	6,754,366
Cost			5,740,357	5,493,930
Fair value adjustment			1,052,386	1,260,436
Roshmerriman Properties (Pty) Ltd	20	20	1,726,879	1,493,517
Cost			868,033	734,956
Fair value adjustment			858,846	758,561
Roshmetals & Minerals Ltd	51	47	11,121,455	10,950,183
Cost			4,668,576	4,462,356
Fair value adjustment			6,452,879	6,487,827

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	COMPANY			
	2021 %	2020 %	2021 R	2020 R
4 INVESTMENT IN SUBSIDIARIES (continued)				
Roshpro Properties (Pty) Ltd	35	35	2,053,558	2,053,558
Cost			829,074	829,074
Fair value adjustment			1,224,484	1,224,484
Roshsun Investments Ltd	3	4	3,587,191	3,587,191
Cost			3,073,900	3,073,900
Fair value adjustment			513,291	513,291
Roslen Properties (Pty) Ltd	26	26	5,712,784	5,712,784
Cost			4,700,000	4,700,000
Fair value adjustment			1,012,784	1,012,784
Shonalansa Trading (Pty) Ltd	31	31	7,356,269	7,356,269
Cost			10,254,219	10,254,219
Fair value adjustment			(2,897,950)	(2,897,950)
Siyalanga Properties (Pty) Ltd	100	-	3,375,141	-
Cost			3,375,141	-
Fair value adjustment			-	-
Total cost			66,031,735	56,855,590
Total fair value adjustment			12,109,036	12,279,927
			78,140,771	69,135,517

5 PLANT AND EQUIPMENT

2021	Cost 2020	Additions	Cost 2021	Accumulated Depreciation	Carrying Value 2021
Office equipment	56,030	-	56,030	(37,406)	18,624
Computer equipment	127,622	22,480	150,102	(112,660)	37,442
TOTAL - Company	183,652	22,480	206,132	(150,066)	56,066
Fixtures and fittings	177,060	240,817	417,877	(50,046)	367,831
TOTAL - Group	360,712	263,297	624,009	(200,112)	423,897
2020	Cost 2019	Additions	Cost 2020	Accumulated Depreciation	Carrying Value 2020
Office equipment	56,030	-	56,030	(31,576)	24,454
Computer equipment	91,044	36,578	127,622	(77,485)	50,137
TOTAL - Company	147,074	36,578	183,652	(109,061)	74,591
Fixtures and fittings	46,500	130,560	177,060	(21,070)	155,990
TOTAL - Group	193,574	167,138	360,712	(130,131)	230,581

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	COMPANY		GROUP	
	2021 R	2020 R	2021 R	2020 R
6 INVESTMENTS				
At fair value				
Listed investments	1,815,134	1,428,013	-	21,327,345
Unlisted investments	19,824,373	20,838,314	45,821,466	49,141,101
	<u>21,639,507</u>	<u>22,266,327</u>	<u>45,821,466</u>	<u>70,468,446</u>
At cost				
Listed investments	1,682,719	1,650,998	-	10,330,489
Unlisted investments	12,927,962	12,819,894	34,532,193	34,306,155
	<u>14,610,681</u>	<u>14,470,892</u>	<u>34,532,193</u>	<u>44,636,644</u>
6.1 LISTED INVESTMENTS - GROUP				
	Shares Held	Shares Held	Fair Value	Fair Value
Adaptit Holdings Ltd	21,000	21,000	134,400	33,180
Adcock Ingram Ltd	2,658	2,658	117,749	127,584
Afrimat Ltd	3,000	-	175,500	-
Anglo American Platinum Corporation Ltd	3,000	5,654	4,948,230	2,269,063
Anglo American Plc	5,654	3,000	3,219,501	3,762,240
Anglogold Ltd	3,500	3,500	929,215	1,769,565
BHP Billiton Ltd	6,710	6,403	2,833,230	2,276,331
Exxaro Resources Ltd	10,800	10,800	1,818,936	1,408,752
Glencore Xstrata Plc	10,000	10,000	611,800	364,600
Gold Fields Ltd	9,700	9,700	1,245,480	1,573,534
Impala Platinum Holdings Ltd	13,000	13,000	3,061,370	1,508,000
Irongate Group Ltd	2,000	-	31,000	-
Kumba Iron Ore Ltd	4,800	4,800	3,074,832	2,222,880
Life Health Care Group Holdings Ltd	33,667	33,667	764,914	567,962
Lonmin Ltd	-	2,050	-	77,285
Mediclinic International Plc	1,005	1,005	59,295	57,526
MTN Group Ltd (Asonge)	1,488	1,488	155,481	118,728
Northam Platinum Ltd	15,000	15,000	3,253,950	1,743,000
Royal Bafokeng Platinum Ltd	1,000	-	102,070	-
Sasol Ltd	4,700	4,400	1,024,647	581,680
Sibanye Stillwater Ltd	12,000	-	715,920	-
South 32 Ltd	13,000	10,800	426,400	262,980
Thungela Resources Ltd	565	-	21,922	-
Vodacom Group Ltd	4,900	4,900	630,973	602,455
Total fair value of listed investments			<u>29,356,815</u>	<u>21,327,345</u>
Net cost of listed investments			<u>10,330,489</u>	<u>10,330,489</u>

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	COMPANY		GROUP	
	2021 R	2020 R	2021 R	2020 R
6.2 LISTED INVESTMENTS - COMPANY				
	Fair Value 2021	Fair Value 2020	Shares Held 2021	Shares Held 2020
Adaptit Holdings Ltd	134,400	33,180	21,000	21,000
Adcock Ingram Ltd	117,749	127,584	2,658	2,658
Irongate Group Ltd	31,000	-	2,000	-
Life Health Care Group Holdings Ltd	764,914	567,962	33,667	33,667
Mediclinic International Plc	59,295	57,526	1,005	1,005
MTN Group Ltd	76,803	39,306	744	744
Vodacom Group Ltd	630,973	602,455	4,900	4,900
Total fair value of listed investments	1,815,134	1,428,013		
Net cost of listed investments	1,682,719	1,650,998		
6.3 UNLISTED INVESTMENTS				
	2021 Fair Value	2020 Fair Value	2021 Fair Value	2020 Fair Value
Agnus Investments (Pty) Ltd	-	-	115,045	107,637
Ahmed Al-Kadi Private Hosiptal Ltd	-	-	20,093,750	22,505,000
Amalgamated Enterprises (Vaal) (Pty) Ltd	185,065	185,065	372,673	366,944
Checkfield Investments (Pty) Ltd	60,338	60,338	2,631,011	2,564,510
Erf 426 Vereeniging (Pty) Ltd	2,597,009	2,597,009	2,597,009	2,597,009
Erf 549 Vereeniging (Pty) Ltd	-	-	231,064	216,564
Fitsfield Investments (Pty) Ltd	271,918	271,918	649,700	640,081
Lenmed Clinic Ltd	2,025,150	3,081,750	2,025,150	3,081,750
MMM Investments (Pty) Ltd	829,650	829,650	1,481,870	1,460,071
Roshpower Properties (Pty) Ltd	778,137	738,571	778,137	738,571
Surf Candy Investments (Pty) Ltd	-	-	763,299	763,299
Timewest Investments (Pty) Ltd	12,163,840	12,163,840	13,169,493	13,189,492
Top Share Equities Ltd	906,514	906,514	906,514	906,514
Welkom Yizani Investments Ltd	6,752	3,659	6,751	3,659
Total fair value of unlisted investments	19,824,373	20,838,314	45,821,466	49,141,101
Net cost of unlisted investments	12,927,962	12,819,894	34,532,193	34,306,155
7 INTANGIBLE ASSETS				
Goodwill at acquisition net of disposals	-	-	1,279,286	1,184,754
Trademark	2,821	2,821	8,463	8,463
	2,821	2,821	1,287,749	1,193,217

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	COMPANY		GROUP	
	2021 R	2020 R	2021 R	2020 R
8 TRADE AND OTHER RECEIVABLES				
Trade and other receivables	8,952,308	4,367,423	6,076,812	8,958,000
9 CASH AND CASH EQUIVALENTS				
Bank balances	88,196,039	81,764,869	204,651,662	173,898,534
The group and company had no overdrawn bank account at year end and therefore no off-setting of bank accounts has occurred on the Statement of Financial Position. All cash resources are placed with reputable banks.				
10 SHARE CAPITAL				
Authorised				
100,000 (2020: 100,000) ordinary shares of R1-00 each	100,000	100,000	100,000	100,000
Issued				
84,038 (2020: 74,337) ordinary shares of R1-00 each	84,038	74,337	84,038	74,337
11 SHAREHOLDERS LOANS				
These loan are unsecured, subject to returns at rates determined by the directors and are repayable at the discretion of the directors.	88,906,792	79,061,799	88,906,792	79,061,799
12 DEFERRED TAXATION				
Deferred taxation arose on the restatement of investments and the investments property to their fair values.				
Opening balance	4,584,880	4,325,767	22,540,634	20,017,066
Current movement	(297,999)	259,113	1,440,489	2,523,568
Closing balance	4,286,881	4,584,880	23,981,123	22,540,634
13 TAXATION				
South African taxation consists of;				
Deferred Taxation	297,999	(259,113)	1,440,489	(2,523,568)
Withholding Tax	(8,510)	(12,769)	(255,493)	(527,754)
	289,489	(271,882)	1,184,996	(3,051,322)

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Notes to the Financial Statements (continued)

AS AT 30 JUNE 2021	COMPANY		GROUP	
	2021	2020	2021	2020
	R	R	R	R
14 DIRECTORS INTEREST IN CONTRACTS				
Advertisements have been placed by the company with Top Share Management Services CC. H Pochee & Co has been utilised for accounting services. Mr. Haroun Pochee is a related party to all 3 entities.				
Top Share Management Services CC	-	18,975	-	68,914
H Pochee & Co	-	-	172,668	-
	-	18,975	172,668	68,914

15 RELATED PARTY TRANSACTIONS

Transactions and balances between the group and its subsidiaries which are related parties of the group have been eliminated on consolidation.

Directly held Subsidiaries	Loan Balance		Returns Due		Returns Received	
	2021	2020	2021	2020	2021	2020
	R	R	R	R	R	R
Roshgold Properties (Pty) Ltd	1,782,564	1,667,879	116,400	106,700	298,867	276,423
Roshmetals & Minerals Ltd	1,717,635	1,695,450	51,415	66,506	51,415	66,506
Edme Investments (Pty) Ltd	8,314,548	8,239,999	232,000	220,400	1,518,730	1,353,501
Roshmerriman Properties (Pty) Ltd	685,967	560,494	55,500	56,000	145,741	107,200
Roshpro Properties (Pty) Ltd	694,824	694,824	21,224	37,066	161,158	179,973
Roshmeadow Properties Ltd	5,696,125	5,449,002	477,900	438,240	1,008,997	1,059,364
Roshgold Ventures (Pty) Ltd	940,303	920,303	-	-	-	-
Roshsun Investments Ltd	2,920,000	2,920,000	106,173	156,442	212,706	310,702
Shonalansa Trading (Pty) Ltd	10,254,219	10,254,219	158,941	194,468	892,787	923,078
Al-Ikwaan Investments (Pty) Ltd	795,973	771,955	28,500	26,250	128,250	149,498
Roslen Properties (Pty) Ltd	4,653,000	4,653,000	-	-	-	-
Rosh Global Services (Pty) Ltd	15,049,000	15,049,000	-	-	-	-
Rosh Avenue Properties (Pty) Ltd	4,980,215	-	-	-	-	-
Siyalanga Properties (Pty) Ltd	3,375,141	-	-	-	-	-
Roshgold Management Services (Pty) Ltd	180,907	-	-	-	-	-

16 FINANCIAL RISK MANAGEMENT

16.1 Capital risk management

The group manages its capital to ensure that entities in the group will be able to continue as a going concern while maximising the return to shareholders through optimisation of the debt and equity balance. The group's overall strategy remains unchanged from 2020. There is currently no long term debt on the Statement of Financial Position of the group.

Notes to the Financial Statements (continued)**16.2 INTEREST RATE RISK MANAGEMENT**

Based on the R204 million cash balance, the groups investments are exposed to considerable interest rate risk. A 1% change in interest rates could have the following impact:

Cash and cash equivalents R204,651,662

	<u>Interest income</u>	<u>Impact on group revenue</u>
Current return on cash based Shariah investments:	R7,740,887	
1% increase in interest rate:	R9,787,404	7% increase in revenue
1% decrease in interest rate:	R5,694,370	7% decrease in revenue

16.3 CREDIT RISK MANAGEMENT

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the group. The group has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. Trade receivables consist of a large number of clients, spread across diverse industries. The group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics.

16.4 LIQUIDITY RISK

Liquidity risk is mainly attributable to the trade and other payables, and current cash and cash equivalents are sufficient to ensure payment of these balances.

16.5 IMPACT OF COVID-19

The directors have given due consideration to the potential impact of the COVID-19 pandemic on the company's ability to continue as a going concern. The directors believe that the pandemic will have a temporary impact on the business activities. Notwithstanding these short-term challenges the directors are of the view that the company has sufficient resources to continue as a going concern.

17 ROSHGOLD SHARE PRICE

The market value of a Roshgold Investments share is R 2,250 (2020: R 2,250).

18 ZAKAAT VALUES

Zakaat calculations are done for the group annually before the start of the Islamic month of Ramadhaan.

The Zakaat values as at 31 March 2021 were as follows:

Roshgold share - R 1,755 per share

Roshsun share - R 1,122 per share

ROSHGOLD INVESTMENT HOLDINGS LIMITED

Detailed Statement of Comprehensive Income

FOR THE YEAR ENDED 30 JUNE 2021	COMPANY		GROUP	
	2021 R	2020 R	2021 R	2020 R
REVENUE	8,966,173	9,835,240	30,456,254	34,711,524
Rental income	-	-	20,959,047	21,184,628
Investment income				
- Subsidiaries	4,913,454	4,646,930	-	-
- Profit share	3,557,784	5,131,194	8,219,740	10,890,756
- Dividends	494,935	57,116	1,277,467	2,636,140
OTHER INCOME	-	1,248,758	9,907,228	4,622,505
Fair value adjustments	-	1,248,758	9,182,074	4,549,070
Bad debts recovered	-	-	725,154	73,435
TOTAL INCOME	8,966,173	11,083,998	40,363,482	39,334,029
EXPENDITURE	9,816,336	9,665,694	34,281,284	33,229,361
Accounting and management fees	490,482	490,479	1,218,202	1,194,100
Advertising	-	-	30,400	5,500
Auditors remuneration	35,000	40,802	219,763	204,510
Bad debts	-	-	1,125,580	712,370
Bank charges	27,279	28,485	85,923	75,604
Collection commission	-	-	1,043,555	1,154,460
Computer expenses	11,314	8,706	26,777	18,834
Depreciation	29,765	21,841	58,740	35,195
Fair value adjustments	1,330,355	-	3,741,605	-
Insurances	-	-	256,790	306,407
Legal fees	-	35,300	15,580	134,026
Loss on sale of investment	-	-	12,018	870,567
Meeting expenses	10,616	25,409	49,885	46,251
Municipal charges	-	-	5,630,399	5,463,752
Repairs and maintenance	-	-	411,673	383,067
Security	-	-	308,117	132,000
Shareholders returns	7,795,000	8,905,000	19,896,062	22,315,722
Small asset acquisition	-	9,500	-	9,500
Stationery and printing	70,013	83,948	122,695	137,319
Telecommunications	16,512	16,224	27,520	30,177
Net income (loss) before taxation	(850,163)	1,418,304	6,082,198	6,104,668
Taxation	289,489	(271,882)	1,184,996	(3,051,322)
Net income (loss) after taxation	(560,674)	1,146,422	7,267,194	3,053,346
Non-controlling interest	-	-	(3,681,558)	(1,679,340)
Net income (loss) before dividends	(560,674)	1,146,422	3,585,636	1,374,006
Dividends	(475,000)	(245,000)	(902,616)	(523,315)
Net profit (loss) for the year attributable to equity holders	(1,035,674)	901,422	2,683,020	850,691

Minutes of the 36th Annual General Meeting

Shareholders of Roshgold Investment Holdings Limited
Held Online at the Roshgold offices
On 06 December 2020

Present

Shareholders and guests registered online via Zoom.

With the necessary quorum being present, the Chairperson declared the meeting duly constituted.

Apologies

No apologies.

Minutes of the 35th Annual General Meeting

Minutes of the 35th annual general meeting were distributed electronically to shareholders.

Adoption of the Minutes

As no matters arose from the tabling of the past minutes, Mr. Muhammed Dadabhay proposed for the adoption of the minutes and Mr. Riaz Saloojee seconded the motion. The minutes were adopted.

Chairman's Statement and Review of Operations

The Chairman, Mr. Ebrahim Sujee presented the 36th Chairman's Statement.

Mr Sujee mentioned how Covid has impacted our life and a "new normal" is driving and challenging our endurance. The pandemic had wreaked havoc economically. The Group managed to offer tenants relief and were able to retain its tenant base and minimise vacancies in its portfolio. Roshgold produced results that are favourable considering the economy and the pandemic.

The Group purchased a valuable property with an office block to house its operations, the premises are well suited to the groups needs and will offer shareholders a more comprehensive and valuable service.

In concluding he mentioned the board continues to seek different investment opportunities, he thanked the staff, management and his fellow board members for their support, encouragement and unwavering commitment to Roshgold. He thanked the shareholders for their support and trust in the Group,

Tabling and Adoption of Annual Financial Statements:

Mr Ahmed Lambat tabled the Annual Financial Statements and Review of Operations for the financial year ended 30 June 2020. The highlights for the 2020 financial year included;

- The group's total income for the year was R34,7 million against R32,9 million in 2019.
- The group's total expenditure increased from R9.8million to R10,6 million.
- Property accounts for 66% of the total investment portfolio.
- The group managed to generate returns totalling R 22.3 million
- Roshgold's capital base increased by 7,200 units.
- Roshsun's capital base increased by 9 % with the share capital closing at 76,325 units

Resolutions

The resolutions as tabled were passed:

- Adoption of audited annual financial statements for the year ended 30 June 2020 – Mr. Ebrahim Sujee proposed for the adoption and Mr. Haroon Motara seconded the motion.
- Appointment of Audit Associates as external auditors for the year ending 30 June 2021 – Mr. Riaz Saloojee proposed for the adoption and Ms. Aadilah Sallie seconded the motion.

Minutes of the 36th Annual General Meeting (continued)

- Re-election of existing directors in terms of the memorandum of incorporation and who offer themselves for re-election as per sec 68(2) of the Companies Act – Ms. Fathima Sujee proposed for the adoption and Mr. Muhammed Dadabhay seconded the motion.
- Approval of general authority to place unissued shares under the control of the board of directors – Ms. Nazeera Cajee proposed for the adoption and Mr. Haroun Pochee seconded the motion.
- Appointment of an audit committee, Mr. Faheem Bahadur and Mr. Yunus Pochee – Proposed for the adoption by Mr. Zubair Carrim and Mr. Ebrahim Sujee seconded the motion.
- Special resolution of any financial assistance by the company to any related or inter-related company in terms of the Companies Act which the board determines to be approved – Proposed for the adoption by Mr. Zaid Dockrat and Mr. Yunus Pochee seconded the motion.

CLOSURE

There being no further business, the meeting was closed.