



PADENGA

HOLDINGS LIMITED

The Directors are pleased to present

The Audited Results for

Padenga Holdings Limited

for the year ended 31 December 2018:

FINANCIAL HIGHLIGHTS

All figures in US\$	2018	2017
Group Summary	US\$	US\$
Revenue	42 479 689	30 276 051
Operating Profit before depreciation, impairment and amortisation	18 117 493	13 944 006
Profit before taxation	17 775 551	16 368 831
Profit attributable to shareholders	13 175 301	13 020 828
Cash generated from operations	15 815 623	8 833 638
Capital expenditure	5 253 399	3 631 466
Net assets	67 930 650	61 703 204

Share Performance	2018	2017
Basic earnings per share (cents)	2.43	2.40
Diluted earnings per share (cents)	2.43	2.40
Dividend cover (times)	2.0	2.9
Dividends declared and paid since reporting date (cents)	1.20	0.83
Market price per share (cents)	85.00	54.71
Number of shares in issue at reporting date	541 593 440	541 593 440
Market capitalisation (US\$)	460 354 424	296 305 771

COMMENTARY

DIRECTORS' RESPONSIBILITY

The Company's Directors are responsible for the preparation and fair presentation of the Group's financial statements, of which this press release represents an extract. The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and in the manner required by the Companies' Act (Chapter 24:03), except for adherence to International Accounting Standard (IAS) 21 (The Effects of Changes in Foreign Exchange Rates). As explained below, adherence to this standard whilst complying fully with Zimbabwean legislation was not possible this particular year. The principal accounting policies of the Group are consistent with those applied in the previous financial year, except for the effects of adoption of IFRS 9 and IFRS 15. This is further defined within the Notes to the financial statement.

The publication of the financial results was delayed as management was awaiting guidance from the Public Accountants and Auditors Board (PAAB) in respect of the issues pertaining to the functional and presentation currency.

FUNCTIONAL CURRENCY

The Directors, having considered guidance on the matter provided by the PAAB, have chosen to observe the statutory legislation of the country and have therefore adopted the accounting treatment prescribed under Statutory Instrument 33 (SI 33) of 2019 and have used an exchange rate of 1:1 between RTGS\$ balances, bond notes; and the US\$.

As prescribed under SI 33 of 2019, the Group has adopted the United States Dollar (US\$) as the functional and presentation currency notwithstanding the requirements of the IFRSs.

COMPLIANCE WITH IFRSs

The financial statements are prepared with the objective of complying fully with the IFRSs. Complying with IFRSs achieves consistency with the financial reporting framework adopted by the Group since 2009. Using a globally recognized reporting framework also facilitates understandability and comparability with similar businesses and allows consistency in the interpretation of the financial statements.

Whilst full compliance with IFRSs has been possible in previous reporting periods, only partial compliance has been achieved in 2018. Based on International Financial Reporting Standards IAS 21 "The Effects of Changes in Foreign Exchange Rates" ("IAS 21") "if exchangeability between two currencies is temporarily lacking, the rate used is the first subsequent rate at which exchanges could be made". In addition, paragraph 2.12 of the Conceptual Framework for Financial Reporting ("the Conceptual Framework") prescribes that for financial information to be useful, it "must not only represent relevant phenomena, but it must also faithfully represent the substance of the phenomena that it purports to represent. In many circumstances, the substance of an economic phenomenon and its legal form are the same. If they are not the same, providing information only about the legal form would not faithfully represent the economic phenomenon." International Accounting Standard 10 "Events after the Reporting Period" ("IAS 10") also requires an entity to adjust the amounts recognised in its financial statements to reflect events after the reporting period that provide evidence of conditions that existed at the end of the reporting period.

In February 2019, the Government of Zimbabwe issued Statutory Instrument 33 of 2019. After careful consideration and consultation on the subject matter, we concluded that, for accounting and other purposes, SI 33 prescribes parity between the US\$ and local currency as at and up to the effective date of 22 February 2019, and also prescribes the manner in which certain balances in the financial statements may be treated as a consequence of the recognition of the RTGS\$ as a currency in Zimbabwe.

In our opinion, because of the significance of the matter highlighted above, the consolidated financial statements have not in all material respects, been properly prepared in compliance with the disclosure requirements of IAS 21. The requirement to comply with Government legislation (SI 33 of 2019) presented challenges in terms of compliance with IFRSs due to inconsistencies with IAS 21 and this was alluded to by PAAB in their guidance issued on the 21st of March 2019. This has resulted in accounting treatment being adopted in the 2018 financial statements, which is different from that which would have been adopted if the Group had been able to fully comply with IFRSs.

AUDIT STATEMENT

These condensed financial results should be read in conjunction with the complete set of consolidated financial statements for the year ended 31 December 2018, which have been audited by Ernst & Young Chartered Accountants (Zimbabwe). The Auditors have issued an adverse opinion in respect of the functional currency as the requirements of IAS 21 were not fully met.

In all other respects the financial results are consistent with IFRSs. The auditor's independent report on the consolidated financial statements (from which these results were extracted) is available for inspection at the Company's registered office and is posted on the Company's website; www.padenga.com.

FINANCIAL

Consolidated Results

The Group, produced satisfactory results given the rising local input costs due to inflation. This was however, mitigated by a tightening skin market and an increased demand for quality with a consequent impact on skin prices achieved in the period.

The Group recorded an operating profit before depreciation, amortization, impairment and fair valuation adjustments of US\$16,117,493 (US\$13,944,006 – FY17) from revenue of US\$42,479,689 in the twelve months to December 2018. Revenue for the prior period to December 2017 was US\$30,276,051. Profit before tax increased by 9% over prior year to US\$17,775,551 (US\$16,368,831 – FY17).

Cash generated from operations amounted to US\$15,815,623. Of this amount, a total of US\$5,253,399 was used for capital expenditure, being mainly invested into additional new crocodile grower pens to further reduce stocking densities at strategic periods in the growth cycle as well as a solar farm to reduce recurrent energy costs and minimize the Company's carbon footprint.

Crocodile Operation

The Zimbabwe crocodile operation continued to be the Group's dominant contributor to both revenue and profitability. The operation, in accounting for 92% of the Group's revenue, produced a satisfactory set of financial results. Turnover increased by 38% to US\$39,228,344 from US\$28,515,119 recorded in the prior period. Volumes were up by 2%, We sold 44,253 skins in FY18, up from 43,313 sold in the previous period. We closed the year with an additional 1,679 skins in stock which were graded and sold subsequent to year-end. Included in turnover is revenue from local trading that contributed a further US\$10,460,467. Operating profit and profit before tax increased by 28% and 20% to US\$17,886,031 and US\$20,409,158 respectively.

Alligator Operation

Although primarily focused on a strategy to produce predominantly medium sized skins, the business initiated the production of some large sized skins in response to prevailing market conditions. As a consequence, only those watchband sized skins which were not suitable for grow-out to either medium or large skins were harvested in 2018. Volumes were up 21% against prior period (13,500 skins vs. 11,190 skins). Buoyed by the increase in volumes, the operation recorded turnover of US\$3,251,345, being an 85% increase over prior year (US\$1,760,932 – FY17). Although the unit's operating loss was reduced from US\$869,385 (FY17) to US\$80,454 in FY18, a loss before tax of US\$2,621,109 was recorded. (FY17 – loss before tax of US\$978,836). This increase in the loss before tax was mainly a consequence of a negative fair valuation on the carryover crop due to skin quality issues recorded in the period under review.

OPERATIONS

Crocodile Operation

In the crocodile operation 43,184 animals were harvested which was below budget by 6%, but in line with prior period. The quality grade of 69% Grade 1 skins achieved at Farm sales was consistent with that achieved in 2017. Notwithstanding this result, skin quality after tanning continued to be negatively impacted by legacy disease issues that arose as a consequence of poor water quality resultant from low Lake water levels in late 2016 and early 2017. Animals were held back in pens for as long as possible to maximize skin quality and consequently harvesting was delayed well into the final quarter of the year with 53% of the offtake occurring in that period. The intensity of scrutiny by the customer at sales grading increased materially in an effort to try and identify those miniscule defects that might potentially only appear on the finished skin.

We invested significant financial and human capital into revising and strengthening operational processes, systems and oversight in an effort to resolve the quality challenges. This is not a straight forward exercise as many of the micro-defects are neither visible on the live animal nor on the wet salted skin. A stand-alone research trial facility was constructed towards year-end to allow for focused and applicable trials on disease transmission and skin quality. Construction of a research laboratory was initiated which is to be equipped to perform relevant scientific analyses. There is positive improvement evident from these efforts and we anticipate this to be reflected in the finished skin quality grades towards year end.

The average skin size at 34.4cms was consistent with the customer's request for the production year and was a marginal improvement over prior period. (34.3cm – FY17). The size distribution produced varies slightly from year to year at the request of the customer to satisfy specific market dynamics.

We closed the period with a total of 162,672 grower crocodiles on the ground compared to 157,675 at the end of FY17. The number of crocodiles was consistent with our strategy to achieve a sustained annual production of 46,000 skins. A further eighty new grower pens were constructed in the period at Nyanyana Farm to facilitate the earlier movement of stock out of hatching pens in spring each year. This is a key initiative in terms of further enhancing animal welfare & improving skin quality. Efforts on the northern farms to complete the 330kWp solar energy project that commenced in 2017 continued through 2018 with a change of scope approved to facilitate a connection and feed into the national grid. Simultaneously, construction work began in 2018 on an additional 470kWp solar array extension that will bring installed capacity to 800kWp. Both arrays will be commissioned simultaneously in early 2019 with all relevant regulatory approvals having been obtained including registration as an Independent Power Producer. This not only achieves a reduction in energy overheads but reinforces the Company's commitment to sustainability through the application of alternative and renewable energy solutions.

Amendments to the conditions pertaining to meat exports into the EU necessitated the renegotiation of health certificates with receiving countries. Delays occasioned by the definition of new meat testing protocols and the identification of accredited laboratories to facilitate this, resulted in the volume of meat produced qualifying for export decreasing from 147 tonnes prior year to 65 tonnes in 2018.

Alligator Operation

The operation had a total of 43,770 alligators in pens at the end of the period under review. The 2018 harvest crop was severely impacted by double scale which was an industry wide problem that affected some farms more than others. This is a relatively common skin abnormality that normally occurs at a low incidence. However, a variety of unrelated but simultaneous reasons can result in much higher occurrences. Growth rates were reduced and skin grades realised on the harvested crop were not consistent with expectations. Several aggressive interventions were implemented, at both a strategic and operational level, to address this. Harvesting was deferred on the worst affected stock and carried over into 2019 in an effort to improve the skins before harvest. We now have a more comprehensive knowledge, of the causes and management strategies, to reduce and prevent a recurrence of double scale in the future.

Hatchling procurement was completed in October with a total of 13,193 hatchlings received, this being in line with expectations. An additional total of 10,163 yearling animals were procured for grow-out into both medium and large sized skins to optimize TOR's future revenue earnings. The demand for good quality medium and large sized alligator skins at competitive prices has remained steady throughout the period.

SUSTAINABILITY AND GOOD HUSBANDRY PRACTICES

Padenga is a founder member of the International Crocodilian Farmer's Association, being a grouping of 12 full producer members that has jointly participated in the development of Good Operating Practices governing the intensive production of crocodilians. From these a set of standards has been developed covering all aspects of production including husbandry, animal welfare, best practice, environment, sustainability and social considerations. The Association has appointed a third-party independent entity to develop an audit and certification scheme which members have committed themselves to in order to demonstrate full compliance with the norms expected of first world livestock production systems. The standards for crocodilian production have been developed on evidence-based outcomes and follow the latest approach towards assessing animal welfare, good husbandry and compliance with ethical production systems. Significant investment has been made by Padenga across all its business units to implement the changes necessary to achieve these compliance standards and the business is anticipating being audited and certified under the auspices of this initiative during the course of 2019.

PROSPECTS

The Group is optimistic about further growth prospects within both its business units. The Zimbabwe operation is projecting to sell 46,000 premium quality skins in 2019. The concerted initiatives to address the historical micro-defect issues impacting negatively on skin quality are showing positive results at farm level and are expected to flow through to finished skin grade. Demand for defect free skins remains steady and prices are anticipated to hold as long as the quality expectations of the

premium market are satisfied. We forecast this operation will record steady growth in 2019. In the Alligator operation, the 2019 harvest crop is less afflicted by double scale and targeted quality grades are achievable. In addition to the sale of watchband sized skins that were unsuitable for grow-out, we will have a mix of medium and large sized skins for sale in 2019. We anticipate that this operation will continue its progress towards meaningful profitability in FY19.

The Group is considering an investment into an export orientated business. The objective is to enhance and diversify the Group's foreign currency earning capacity and thereby significantly improving profitability. Advisors have been appointed and are currently investigating this prospective transaction. Details of the investment will be announced to shareholders in due course.

DIVIDEND

The Board has declared a final dividend of 1.22 RTGS cents per share, payable in respect of all the ordinary shares of the Company. This dividend is in respect of the financial year ending 31st December 2018 and will be payable in full to all the shareholders of the Company registered at the close of business on Friday 10th May 2019. The payment of this dividend will take place on or about Friday the 17th of May 2019. The shares of the Company will be traded cum – dividend on the Zimbabwe Stock Exchange up to the market day of Tuesday 7th May 2019 and ex – dividend as from Wednesday 8th May 2019. This dividend represents a cash dividend cover of 2 times.

APPRECIATION

I wish to extend my sincere appreciation and that of the Board, to the executive directors, management and staff across the entire Group for their invaluable service and contribution, which has once again, produced a satisfactory set of financial results. I congratulate them on this and commend them for their commitment, passion and foresight in moving the Group forward. My thanks again to the non – executive directors for their guidance, oversight and counsel during this financial year.

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the twelve months ended 31 December 2018	Twelve months ended 31 December 2018 audited US\$	Twelve months ended 31 December 2017 audited US\$
Revenue	42 479 689	30 276 051
Other operating income	972 205	2 219 079
Net operating costs	(25 334 401)	(18 551 124)
Operating Profit before depreciation and amortisation	18 117 493	13 944 006
Depreciation and amortisation	(2 124 769)	(2 053 600)
Operating Profit before interest and fair value adjustments	15 992 724	11 890 406
Fair value adjustments on biological assets	1 198 347	4 251 741
Profit before interest and tax	17 191 071	16 142 147
Interest income	1 735 172	1 668 820
Interest payable	(1 150 692)	(1 442 136)
Profit before tax	17 775 551	16 368 831
Income tax expense	(5 048 984)	(3 515 580)
Profit for the period	12 726 567	12 853 251
Other comprehensive income	-	-
Total comprehensive income for the period	12 726 567	12 853 251
Profit for the period attributable to:		
Equity holders of the parent	13 175 301	13 020 828
Non-controlling interest	(448 734)	(167 577)
	12 726 567	12 853 251
Total comprehensive income for the period attributable to:		
Owners of the parent	13 175 301	13 020 828
Non-controlling interest	(448 734)	(167 577)
	12 726 567	12 853 251
Earnings per share (cents)	2.43	2.40
Basic earnings per share	2.43	2.40
Diluted earnings per share	2.43	2.40

Consolidated Statement of Financial Position

For the twelve months ended 31 December 2018	31 December 2018 audited US\$	31 December 2017 audited US\$
ASSETS		
Non-current assets		
Property, plant and equipment	21 702 398	18 731 914
Intangible assets	32 378	35 315
Other receivables	536 684	-
Biological assets	5 369 348	4 789 941
	27 640 808	23 557 070
Current assets		
Biological assets	35 831 172	30 372 092
Inventories	5 233 434	5 277 246
Tax receivable	-	344 046
Contract asset	288 944	-
Trade and other receivables	13 130 402	13 965 801
Cash and cash equivalents	21 632 695	11 226 163
	78 116 647	61 185 348
Total assets	103 757 455	84 742 418
EQUITY AND LIABILITIES		
Capital and reserves		
Share capital	54 159	54 159
Share premium	27 004 245	27 004 245
Retained earnings	41 344 888	34 668 708
Change in ownership reserve	(63 863)	(63 863)
Equity attributable to equity holders of the parent	68 339 429	61 663 249
Non - controlling interest	(408 779)	39 955
Total shareholders' equity	67 930 650	61 703 204
Non-current liabilities		
Interest bearing borrowings	11.1 7 235 000	8 169 151
Customer deposits	10.1.1 -	159 325
Deferred tax liabilities	7 901 480	6 929 639
	15 136 480	15 258 115
Current liabilities		
Customer deposits	10.1.2 3 125 925	2 234 032
Short-term interest bearing borrowings	11.2 13 337 860	3 294 732
Trade and other payables	10. 3 539 861	1 893 464
Provisions	367 496	358 871
Current tax payable	319 183	-
	20 690 325	7 781 099
Total liabilities	35,826,805	23,039,214
Total equity and liabilities	103 757 455	84 742 418

Consolidated Statement of Changes in Equity

For the twelve months ended 31 December 2018	Share Capital audited US\$	Share Premium audited US\$	Change in ownership audited US\$	Retained Earnings audited US\$	TOTAL audited US\$	-Controlling Interest audited US\$	TOTAL audited US\$
Balance at 1 January 2017	54 159	27 004 245	(236,946)	26 143 106	52 964 564	380 615	53 345 179
Profit for the period	-	-	-	13 020 828	13 020 828	(167 577)	12 853 251
Acquisition of non-controlling interest	-	-	173 083	-	173 083	(173 083)	-
Dividends paid	-	-	-	(4 495 226)	(4 495 226)	-	(4 495 226)
Balance at 31 December 2017	54 159	27 004 245	(63 863)	34 668 708	61 663 249	39 955	61 703 204

For the twelve months ended 31 December 2018	Share Capital audited US\$	Share Premium audited US\$	Change in ownership audited US\$	Retained Earnings audited US\$	TOTAL audited US\$	-Controlling Interest audited US\$	TOTAL audited US\$
Balance at 1 January 2018	54 159	27 004 245	(63 863)	34 668 708	61 663 249	39 955	61 703 204
Profit for the period	-	-	-	13 175 301	13 175 301	(448 734)	12 726 567
Dividends paid	-	-	-	(6 499 121)	(6 499 121)	-	(6 499 121)
Balance at 31 December 2018	54 159	27 004 245	(63 863)	41 344 888	68 339 429	408 779	67 930 650

Consolidated Statement of Cash Flows

For the twelve months ended 31 December 2018	31 December 2018 audited US\$	31 December 2017 audited US\$
Cash generated from operating activities	15 815 623	8 833 638
Interest income	1,735,172	1 668 820
Interest paid	(1 005 387)	(814 481)
Taxation paid	(3 413 913)	(2 995 540)
Net cash generated from operations	13 131 495	6 692 437
Cash flow from investing activities	(5 189 511)	(4 051 115)
Net cash outflow from investing activities	(5 189 511)	(4 051 115)
- proceeds on disposal of property, plant and equipment	63 888	6 236
- purchase of property, plant and equipment	(5 091 544)	(3 465 427)
- expenditure on non-current biological assets	(1 153 385)	(1 157 109)
- purchase of intangible assets	(8 470)	(8,930)
- payment of deferred consideration	-	(425,885)
Net cash flow before financing activities	7 941 984	2 641 322
Cash flow from financing activities	8 863 669	2 814,412
Increase in borrowings	10,000,000	11,839,522
- new loans	(1,036,331)	(9,025,110)
- repayments	(6 499 121)	(4 495 226)
Dividends paid	(6 499 121)	(4 495 226)
by holding company	(6,499,121)	(4,495,226)
Net cash inflow (outflow) generated from financing activities	2 464 548	(1 680 814)
Net increase in cash and cash equivalents	10 406 532	960 508
Cash and cash equivalents at the beginning of the period	11 226 163	10 265 655
Cash and cash equivalents at the end of the period	21 632 695	11 226 163
CASH AND CASH EQUIVALENTS		
Made up as follows:		
Bank balances and cash (USD)	2 430 710	9 121 723
Bank balances and cash (RTGS/ Bond Notes)	17 141 328	-
Short-term investments	2 060 657	2 104 440
	21 632 695	11 226 163

Supplementary Information

1. Corporate Information

Padenga Holdings Limited is a Limited Liability Company incorporated and domiciled in Zimbabwe whose shares are publicly traded on the Zimbabwe Stock exchange. The Group has a 82.88% stake in Tallow Creek Ranch, an unlisted company based in Texas (United States of America) that specialises in alligator farming. The principal activity of the Company and its subsidiaries (the Group) include the production and rearing of crocodiles, alligators and the export of Nile crocodile and alligator skins and meat.

2. Basis of preparation

The full year results are based on the statutory records that are maintained under the historical cost basis, except for biological assets that have been measured at fair value.

3. Statement of compliance

The Group's full year abridged financial results have been prepared in accordance with ZSE listing rules. The financial statements have been prepared in compliance with the Zimbabwe Companies Act (Chapter 24:03).

4. Currency of reporting

As prescribed under Statutory Instrument 33 (SI 33) of 2019, the Group has adopted United States Dollar (USD) as the functional currency notwithstanding requirements of IFRS. Detailed disclosure notes have been included in the annual report.

5. Estimates

When preparing the interim financial results, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, results, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

The judgements, estimates and assumptions applied in the financial statements, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 31 December 2017.

6. Accounting policies

The principal accounting policies of the Group are consistent in all material respects with those applied in the previous financial year except for the effects of adoption of IFRS 9 and IFRS 15. The Group adopted the simplified approach for the assessment of expected credit losses. The Group has established a provision matrix that is based on its historical credit loss experience, adjusting for forward looking factors specific to the debtors and the economic environment. The ECL computation resulted in an ECL amount that was immaterial, no adjustment was processed in the period under review. The Company applied IFRS 15 using the modified retrospective approach which requires the Company to recognize the