

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF SUPER GROUP LIMITED

Report on the Audit of the Consolidated and Separate Financial Statements

OPINION

We have audited the consolidated and separate financial statements of Super Group Limited and its subsidiaries ('the group') and company set out on pages 16 to 122 which comprise of the consolidated and separate statements of financial position as at 30 June 2023, the consolidated and separate statements of comprehensive income, the consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of the group and company as at 30 June 2023, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards 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 Consolidated and Separate Financial Statements* section of our report. We are independent of the group and 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 of the group and company and 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 of the group and company and 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.

KEY AUDIT MATTERS

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

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

The identified key audit matters relate only to the consolidated financial statements and not the separate financial statements.

Key Audit Matters	How the Matter was Addressed in the Audit
REVENUE RECOGNITION As per note 23 the group recognised total revenue of R61.9 billion for the year ended 30 June 2023 and R47.4 billion (restated) for the prior year. The group's revenue recognition accounting policies are set out in Note 1.3. Note 40 discloses the critical accounting judgements, estimates and assumptions that have been applied by the group when determining revenue.	Our audit procedures included the following: - We assessed the group's revenue recognition accounting policies against the requirements of IFRS 15 Revenue from Contracts with Customers. - For a sample of key contracts, we assessed management's determination as to whether it was principal or agent by assessing the terms of the contracts against the definitions and guidance of IFRS 15 and whether revenue recognised reflected the underlying contractual arrangement.

Key Audit Matters	How the Matter was Addressed in the Audit
REVENUE RECOGNITION <i>continued</i> The group provides a range of services to customers for mobility services, additional products and services, financing commissions and vehicle risk income relating to sale of rental vehicles, as well as income in relation to rental on a straight-line basis for amounts earned on leased motor vehicles where the group is a lessor in the arrangement. In addition, the group records revenue from the sale of vehicles and transportation. Revenue was considered a key audit matter due to the significance of this account to the financial statements, as well as the application of key judgements related to revenue recognition including: • Assessment of the group's role in a contract with a customer as either principal or agent; • Assessment of certain revenue arrangements as linked contracts with residual value risk exposure; and • Estimation of the stand-alone selling price and total margin earned in a contract, to recognise revenue on maintenance services, and associated assessment of deferred revenue balances within fund reserves.	• For a sample of key contracts, we assessed the underlying contractual arrangements by assessing the terms of the contracts against the definitions and guidance of IFRS 15 to determine whether they met the criteria of accounting for linked contracts under IFRS 15 Revenue from Contracts with Customers. • For a sample of cash received and accounted for within deferred maintenance income, we vouched underlying maintenance services billed to customers to amounts specified in the underlying lease agreement and amounts received in the bank statement. • For a sample of maintenance expenditure incurred in the year, we vouched transactions to external maintenance supplier invoices. • We assessed the historical accuracy of the group's estimate of total contract costs by comparing estimates from the prior period to actual cost incurred in the current period. • We assessed the expected future margin on maintenance expenses, against the actual historical costs incurred and forecast costs to incur. • We assessed the adequacy and completeness of the disclosure within note 23 Revenue in the consolidated financial statements against the relevant required IFRS disclosure requirements.
RESIDUAL VALUE RISK PROVISION The group has entered into agreements with financiers which require the transfer of the underlying motor vehicle asset, including associated residual value risk to the group at the end of an operating lease. It is the group's policy to recognise a provision if the forecast sale proceeds of the asset are expected to be less than the guaranteed residual value payable to the financier. At 30 June 2023 a provision of R144.4 million (2022: R128.5 million) has been recorded and disclosed in note 21. The provision takes into account market conditions and macroeconomic factors, such as inherent volatility of the asset's disposal value due to changes in market conditions between the balance date and future date at which the assets will be disposed. This area was considered a key audit matter due to the high degree of judgement involved in estimating the provision. The key judgements and estimates that drove determination of the provision were: • Estimating the market value of the vehicle in its expected future condition.	Our audit procedures included the following: • We assessed the accounting treatment of the group's revised residual value risk provision methodology against IAS 37 Provisions, Contingent Liabilities and Contingent Assets. • We considered the market conditions and economic factors assumed in management's determination of the probable residual values against external benchmark data. • For a sample of vehicles, we compared the current residual valuations of motor vehicles against the current market value of these motor vehicles using recent external auction prices achieved or other available market data for comparable assets. • We assessed the adequacy and completeness of the disclosure within note 21 Provisions in the consolidated financial statements against the relevant required IFRS disclosure requirements.

INDEPENDENT AUDITOR'S REPORT **continued**

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the 130-page document titled "Super Group annual financial statements for the year ended 30 June 2023", which includes the directors' report, the company secretary's certification and the group audit committee report as required by the Companies Act of South Africa. The other information does not include the consolidated or the separate financial statements and our auditor's report thereon.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate 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 CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with International Financial Reporting Standards 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 consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

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

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

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

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that Ernst & Young Inc. has been the auditor of Super Group Limited for 1 year.

Ernst & Young Inc.

Director – Ahmed Bulbulia
Registered Auditor
Chartered Accountant (SA)

Date: 29 September 2023

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