South Ocean Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number 2007/002381/06)
Share code: SOH
ISIN: ZAE000092748
("SOH" or "the Company" or "the Group")

AUDITED SUMMARY CONSOLIDATED FINANCIAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2025 ("ANNUAL FINANCIAL RESULTS")

SALIENT FEATURES

Earnings per share of 6.81 cents.
Headline earning per share of 6.81 cents.
Net asset value per share decreased by 4% to 322.4 cents per share.

SUMMARY CONSOLIDATED STATEMENT OF FINANCIAL POSITION

R'000	NOTES	31 December 2025 (Audited)	31 December 2024 (Audited)
Assets			
Non-current assets		**373 777**	365 820
Property, plant and equipment	**4**	**275 154**	269 039
Right-of-use assets		**55 569**	73 741
Investment in associates		**-**	354
Loans to associates		**87**	263
Deferred tax assets		**42 967**	22 423
Current assets		**1 059 678**	867 990
Inventories		**759 208**	510 973
Current tax receivable		**12 093**	905
Trade and other receivables		**276 270**	234 660
Cash and cash equivalents		**12 107**	121 452
Total Assets		**1 433 455**	1 233 810
Equity and Liabilities			
Equity			
Share capital	**5**	**461 343**	461 343
Reserves		**485**	503
Retained earnings		**250 438**	247 784
Non-controlling interest	**6**	**(56 835)**	(27 705)
Total Equity		**655 431**	681 925
Liabilities			
Non-current liabilities		**181 230**	218 377
Interest bearing borrowings	**7**	**106 526**	117 800
Lease liabilities		**46 557**	65 464
Deferred tax liabilities		**26 602**	23 612
Share-based payments		**1 545**	11 501
Current liabilities		**596 794**	333 508
Trade and other payables		**501 733**	295 020
Interest bearing borrowings	**7**	**13 056**	19 214
Lease liabilities		**18 671**	16 472
Current tax payable		**1 783**	429
Share-based payments		**3 717**	2 373
Bank overdraft		**57 834**	-
Total Liabilities		**778 024**	551 885
Total Equity and Liabilities		**1 433 455**	1 233 810

SUMMARY CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

R'000	NOTE	For the years ended 31 December 2025 (Audited)	Change %	31 December 2024 (Audited)
Revenue		**2 502 283**	(3%)	2 567 980
Cost of sales		**(2 421 876)**		(2 419 937)
Gross profit		**80 407**	(46%)	148 043
Other operating income		**26 383**		24 659
Administration expenses		**(36 366)**		(47 689)
Distribution expenses		**(11 188)**		(6 034)
Operating expenses		**(48 477)**		(36 571)
Movement in credit loss alowance		**631**		465
Share of net profits from associates		**(354)**		(2 885)
Operating profit		**11 036**	(86%)	79 988
Finance income		**3 682**		4 704
Finance costs		**(41 012)**		(39 369)
(Loss) / Profit before taxation		**(26 294)**	(158%)	45 323
Taxation	**8**	**11 016**		(11 432)
(Loss) / Profit for the year		**(15 278)**	(145%)	33 891
Other comprehensive (loss) / income				
Exchange differences on translation of foreign operation		**(18)**		(18)
Total comprehensive (loss) / income for the year		**(15 296)**	(145%)	33 873
Total comprehensive income (loss)/attributable to:				
Equity holders of the parent		**13 834**		46 018
Non-controlling interest		**(29 130)**		(12 145)
		(Audited)		**(Restated)**
Earnings per share - basic and diluted (cents)		**6.81**	(70%)	22.64
Dividend per share (cents)		**-**		5.50

SUMMARY CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

R'000	For the years ended 31 December 2025 (Audited)	31 December 2024 (Audited)
Share capital	**1 743**	1 743
Share premium	**459 600**	459 600
Foreign currency translation reserve		
Opening balance	**503**	521
Exchange differences on translation of foreign operations	**(18)**	(18)
Closing balance	**485**	503
Retained earnings		
Opening balance	**247 784**	208 566
Dividend paid	**(11 180)**	(22 360)
Profit for the year	**13 834**	46 018
Change in holdings	**-**	15 560
Closing balance	**250 438**	247 784
Non-controlling interest		
Opening balance	**(27 705)**	-
Change in holdings	**-**	(15 560)
Non-controlling interest	**(29 130)**	(12 145)
Closing balance	**(56 835)**	(27 705)
Total Equity	**655 431**	681 925

SUMMARY CONSOLIDATED STATEMENT OF CASH FLOWS

	For the years ended	
R'000	**31 December 2025 (Audited)**	**31 December 2024 (Audited)**
Cash flows (used in) / from operating activities		
Cash (used in) / generated from operations	**(40 929)**	110 908
Finance income	**3 682**	4 704
Finance costs	**(41 012)**	(39 369)
Tax paid	**(11 595)**	(22 323)
Share-based payments paid	**(3 020)**	-
Net cash (used in) / from operating activities	**(92 874)**	53 920
Cash flows used in investing activities		
Purchase of property, plant and equipment	**(29 143)**	(46 539)
Proceeds on disposal of property, plant and equipment	**-**	434
Proceeds on disposal of associates	**-**	5 806
Repayments on loan to associates	**176**	6 333
Net cash used in investing activities	**(28 967)**	(33 966)
Cash flows (used in) / from financing activities		
Repayment of interest bearing borrowings	**(17 432)**	(16 355)
Payment of dividends	**(11 180)**	(22 360)
Proceeds from interest bearing borrowings	**-**	71 359
Repayment of lease liabilities	**(16 708)**	(15 389)
Net cash (used in) / from financing activities	**(45 320)**	17 255
Total cash and cash equivalents movement for the year	**(167 161)**	37 209
Cash and cash equivalents at the beginning of the year	**121 452**	84 261
Effect of exchange rate movement on cash balances	**(18)**	(18)
Total cash and cash equivalents at end of the year	**(45 727)**	121 452

SELECTED NOTES TO THE SUMMARISED CONSOLIDATED FINANCIAL INFORMATION

1. General information

SOH and its subsidiaries manufacture and distribute electrical cables and hold investments in a property investment company. SOH is a public company listed on the JSE Limited ("the JSE") and is incorporated and domiciled in the Republic of South Africa.

The audited summary consolidated financial information was internally compiled by WP Basson (Group Chief Financial Officer). The Annual Financial Statements were approved for issue by the directors on 18 March 2026.

2. Basis of preparation

The Annual Financial Results of SOH have been prepared in accordance with the JSE Listings Requirements for provisional reports and the requirements of the Companies Act of South Africa applicable to Annual Financial Results. This should be read with the South Ocean Holdings Limited and its subsidiary companies Annual Financial Statements for the year ended 31 December 2025 ("Annual Financial Statements") from which these results have been extracted. The JSE Listings Requirements require reports to be prepared in accordance with the framework concept and the measurement and recognition requirements of the IFRS® Accounting Standards and the "SA Financial Reporting requirements" and to also, as a minimum, contain the information required by IAS 34 "Interim Financial Reporting".

The directors and specifically the Group Chief Executive Officer and Group Chief Financial Officer, take full responsibility for the preparation of this report and that the financial information has been correctly extracted from the underlying Annual Financial Statements.

3. Accounting policies

The accounting policies applied in the preparation of the Annual Financial Statements from which the Annual Financial Results were derived are in terms of IFRS® Accounting Standards and are consistent with those accounting policies applied in the preparation of the Annual Financial Statements used in the prior year, except where indicated otherwise.

4. Property, plant and equipment

The details of changes in tangible assets are as follows:

R'000	31 December 2025 (Audited)	31 December 2024 (Audited)
Year ended 31 December 2025		
Opening net carrying amount	**269 039**	242 226
Additions	**27 386**	46 539
Disposals	**-**	(214)
Depreciation	**(21 271)**	(19 512)
Closing net carrying amount	**275 154**	269 039

5. Share capital and share premium

	Number of Shares Issued	Ordinary shares (R'000)	Share premium (R'000)	Total (R'000)
At 31 December 2025				
Opening and closing balance	**203 276 794**	**1 743**	**459 600**	**461 343**
At 31 December 2024				
Opening and closing balance	203 276 794	1 743	459 600	461 343

6. Interest in subsidiaries

	Issued share capital and percentage held	
	2025	2024
Direct Holdings	%	%
South Ocean Electric Wire Company Proprietary Limited	100	100
Anchor Park Investments 48 Proprietary Limited	100	100
SOH Calibre International Limited	100	100
Indirect Holdings		
Icembu Holdings Proprietary Limited	70	70
Icembu Services Proprietary Limited	49	49
Icembu Cables Proprietary Limited	49	49
South Ocean Electric Wire Company Namibia Proprietary Limited	100	100

All subsidiaries are incorporated and operate in South Africa with the exception of SOH Calibre International Limited which is incorporated in Hong Kong and South Ocean Electric Wire Company Namibia Proprietary Limited which is incorporated in Namibia. All subsidiaries have a 31 December year end.

There were no contingent liabilities or commitments in the subsidiaries. There was no unrecognised share of losses realised during the period under review. The principle place of business for the subsidiaries are in Alrode and Elandsfontein respectively. No dividends were received from the subsidiaries.

Impairment assessment
As a result of the general economic decline in recent years, an impairment test was performed on the carrying amount of assets held by the Group. Assets were allocated to cash-generating units ("CGUs"). As a result of the impairment tests performed on CGUs South Ocean Electric Wire Company Proprietary Limited and Anchor Park Investments 48 Proprietary Limited, no impairment was recognised in 2025 (2024: Rnil).

7. Interest bearing borrowings

R'000	31 December 2025 (Audited)	31 December 2024 (Audited)
Secured loans		
Non-current liabilities	**106 526**	117 800
Current liabilities	**13 056**	19 214
	119 582	137 014

The movement in borrowings is analysed as follows:

Opening balance	**137 014**	82 010
Additional loans raised	**-**	71 359
Capital repayments	**(17 432)**	(16 355)
Closing balance	**119 582**	137 014

The additional loans raised in the prior year consist of property and plant finance.

8. Taxation

The effective tax rate is 41.9% (2024: 25.2%) which is higher than the corporate tax rate of 27% and relates to temporary differences.

9. Reconciliation of headline earnings

R'000	31 December 2025 (Audited)	31 December 2024 (Restated)
Profit attributable to equity holders of the Group	**13 834**	46 018
Adjustment for:		
Profit on disposal of property, plant and equipment	**-**	(220)
Tax effect on adjustments	**-**	59
Headline earnings	**13 834**	45 857
Headline earnings per share (cents)	**6.81**	22.56

10. Weighted average number of shares

	31 December 2025 (Audited)	31 December 2024 (Audited)
Number of shares in issue at end of year	**203 276 794**	203 276 794
Weighted average number of shares	**203 276 794**	203 276 794

11. Net asset value per share

	31 December 2025 (Audited)	31 December 2024 (Audited)
Net asset value per share (cents)	**322.4**	335.5

12. Final dividend declaration

The Board of Directors has not declared a final dividend per ordinary share for the year ended 31 December 2025 to shareholders. No interim dividend was declared.

A final dividend of 5.50 cents per share was declared for the year ended 31 December 2024 and was paid in 2025.

13. Segment reporting

The chief operating decision-maker reviews the Group's internal reporting in order to assess performance and has determined the operating segments based on these reports.

The business performance of the operating segments: Electrical cables manufacturing and property investments, is evaluated from the market and product performance perspective.

The segment information has been prepared in accordance with IFRS 8 – 'Operating Segments', which defines the requirements for the disclosure of financial information of an entity's segments.

The standard requires segmentation on the Group's internal organisation and reporting of revenue and adjusted EBITDA based upon internal accounting presentation.

The segment revenue, segment assets, segment liabilities and adjusted EBITDA generated by the Group's reportable segments are summarised as follows:

2025 R'000	Electric cable manufacturing (Audited)	Property investments (Audited)	Total (Audited)
Revenue	**2 526 400**	**20 886**	**2 547 286**
Employee benefit expense	(158 502)	-	(158 502)
Change in inventories of finished goods and WIP	(252 648)	-	(252 648)
Raw materials and consumables purchased	(2 434 369)	-	(2 434 369)
Other expenses	374 780	13 476	388 256
Adjusted EBITDA	**55 661**	**34 362**	**90 023**
Segment assets	**1 271 867**	**157 251**	**1 429 118**
Segment liabilities	**653 553**	**161 088**	**814 641**

2024 R'000	Electric cable manufacturing (Audited)	Property investments (Audited)	Total (Audited)
Revenue	**2 625 761**	**20 886**	**2 646 647**
Employee benefit expense	(176 773)	-	(176 773)
Change in inventories of finished goods and WIP	(130 465)	-	(130 465)
Raw materials and consumables purchased	(2 322 206)	-	(2 322 206)
Other expenses	146 295	(6 839)	139 456
Adjusted EBITDA	142 612	14 047	156 659
Segment assets	1 119 996	160 990	1 280 986
Segment liabilities	417 518	175 836	593 354

R'000	31 December 2025 (Audited)	31 December 2024 (Audited)
Revenue		
Sales of goods	**2 502 283**	2 567 980
	2 502 283	2 567 980
Disaggregation of Revenue per geographical area		
South Africa	**2 497 093**	2 555 098
Other countries	**5 190**	12 882
	2 502 283	2 567 980
Disaggregation of Revenue from contracts with customers		
Sales of goods at a point in time		
Copper cable sold	**2 415 061**	2 436 239
Aluminium cable sold	**73 725**	115 422
Conduit sold	**13 497**	16 319
Total revenue from contracts with customers	**2 502 283**	2 567 980

Reconciliation of total segment report to the statement of financial position and statement of comprehensive income is provided as follows:

R'000	31 December 2025 (Audited)	31 December 2024 (Audited)
Revenue		
Reportable segment revenue	**2 547 286**	2 646 647
Inter-segment revenue	**(45 003)**	(78 667)
Revenue per consolidated statement of profit or loss and other comprehensive income	**2 502 283**	2 567 980

R'000	31 December 2025 (Audited)	31 December 2024 (Audited)
Profit before tax		
Adjusted EBITDA	**90 023**	156 659
Corporate and other overheads	**(9 123)**	(20 655)
Depreciation	**(69 228)**	(68 334)
Impairment of group loans	**(12 754)**	(28 784)
Share of net profits in equity accounted investments	**(354)**	(2 885)
Inter-segment eliminations	**12 472**	43 987
Operating profit per consolidated statement of profit or loss and comprehensive income	**11 036**	79 988
Finance income	**3 682**	4 704
Finance costs	**(41 012)**	(39 369)
(Loss) / Profit before tax per consolidated statement of profit or loss and comprehensive Income	**(26 294)**	45 323
Assets		
Reportable segment assets	**1 429 118**	1 280 986
Corporate and other assets	**4 847**	3 239
Current tax receivable	**12 093**	905
Deferred tax	**42 967**	22 423
Inter-segment eliminations	**(55 570)**	(73 743)
Total assets per statement of financial position	**1 433 455**	1 233 810
Liabilities		
Reportable segment liabilities	**814 641**	593 354
Corporate and other liabilities	**227**	16 426
Current tax payable	**1 783**	429
Deferred tax	**26 602**	23 612
Inter-segment eliminations	**(65 229)**	(81 936)
Total liabilities per statement of financial position	**778 024**	551 885

14. Audit opinion

The Annual Financial Results for the year ended 31 December 2025 have been audited by BDO South Africa Inc., who expressed an unmodified opinion thereon. The auditor also expressed an unmodified opinion on the Annual Financial Statements from which these Annual Financial Results were derived.

A copy of the auditor's report on the Annual Financial Results and the auditor's report on the audited Annual Financial Statements are available for inspection at the Company's registered office, together with the audited Annual Financial Statements identified in the respective auditor's reports and can be accessed by the following link:

https://southoceanholdings.co.za/Pages/Financial-Archives.asp

15. Related party transactions

There were no related party transactions during the period ended 31 December 2025, save for various intercompany transactions in the ordinary course of business.

16. Subsequent events

The directors are not aware of any matter or circumstance arising since the end of the financial year and not otherwise dealt with in the Annual Financial Statements.

17. Going concern

The Annual Financial Statements have been prepared on the basis of accounting applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

At 31 December 2025, the Group's assets, fairly valued, exceeded its liabilities. Furthermore, management assessed the Group's liquidity forecasts for a period of twelve months from reporting date. Various scenarios have been considered to test the Group's resilience against operational risks and management concluded that the Group is a going concern.

The Group has short term borrowings to the value of R13.1 million (2024: R19.2 million) as disclosed in note 11 of the Annual Financial Statements. The Group has an overdraft facility with First National Bank available of R450 million (2024: R417 million). The facility is due for renewal during November 2026.

The directors perform a property valuation every three to five years, with the latest independent valuation having been performed in 2024, management performs its own internal valuation every year. The market valuation of the properties was in excess of the carrying value at the time. The properties are stated at historical cost less accumulated depreciation and accumulated losses in line with the Group's accounting policy.

COMMENTARY

Introduction

The Board of SOH announces its Annual Financial Results for the year ended 31 December 2025 ("the year").

SOH is an investment holding company, comprising four operating subsidiaries namely: SOEW, Icembu Cables Proprietary Limited, Icembu Services Proprietary Limited, manufacturers of low voltage electrical cables and accessories, and Anchor Park, a property holding company. In addition, it also has a foreign procurement company and a dormant company.

Financial overview

The Group retained its market share by the increased distribution of stock through its network of associates and the expansion of its customer base. The retention of market share come at a cost of reduced margins due to the continued significant level of finished goods imported since 2023. The significant level of finished goods imports had a substantial negative impact on the cable manufacturing industry as a whole during the 2024 and especially the 2025 years. In 2025 the landed cost of imported goods reduced by approximately 10% compared to the 2024. In contrast to the local industry experience an increase in the cost of material, labour cost, electricity costs, and other costs which includes South African Bureau of Standards ("SABS") and National Regulator for Compulsory Specifications South Africa ("NRCS") costs. The Group's results were negatively impacted by these factors. Through its profitability improvement plan the Group controlled expenses which contributed to the results.

In an attempt to block finished and semi-finished goods imports, the Group contributed to a Safeguarding Application which was submitted to the International Trade Administration Commission ("ITAC") by a third party through the cable association. The outcome of this application is still pending. The Group also lobbied the Department of Trade Industry and Competition ("DTIC") in an attempt to stop these imports, which are considered "dumping".

The Group remains vigilant in maintaining all protocols for the safety of its staff members, and business partners alike, whilst continuing to produce and trade during this time.

Earnings
Group revenue for the year ended 31 December 2025 decreased marginally by 3% (2024: 9% increase) to R2.502 billion (2024: R2.568 billion). The Group's gross profit decreased by 46% (2024: 35% decrease) to R80.4 million (2024: R148.0 million) and operating profit decreased by 86% (2024: 44% decrease) to a profit of R11.0 million (2024: R80.0 million) compared to the prior period. The decrease in gross profit relates to a more competitive market which is mainly caused by imported finished goods.

Group profit before tax decreased by 158% (2024: 62%, decrease) to a loss of R26.3 million (2024: R45.3 million profit) compared to the prior year. Basic earnings per share reduced by 70% (2024: 62% decrease) to a profit of 6.81 cents (2024: 16.64 cents) with headline earnings per share reduced by 70% (2024: 62% decrease) to 6.81 cents (2024: 22.56 cents) compared to the prior year. Headline earnings for the year amounted to R13.8 million (2024: R46.0 million).

Cash flow and working capital management
Net cash used in operating activities amounted to R92.8 million (2024: R53.9 million net cash from operating activities) during the year. Working capital increased to R83.1 million from R11.9 million (2024: R11.9 million) primarily due to the increase in inventory. The Group invested R29.1 million (2024 R46.5 million) in capital expenditure.

The Group's net cash used during the period amounted to R167.2 million (2024: 37.2 million, generated), which reduced the bank balance to a bank overdraft of R45.7 million (2024: R121.5 million, increase to) as at end of the financial year.

Segment results

Electrical cable manufacturing – SOEW
SOEW reported revenue of R2.489 billion (2024: R2.552 billion), which is a decrease of 2% (2024: 12% increase) when compared to the prior year. The increase in SOEW's revenue is attributable to an increase in commodity prices and our networking through associates.

Management continues to focus on improving efficiencies in the factory and cost containment to ensure that the Company will maintain and improve its profitability.

Property investment – Anchor Park
Anchor Park's revenue is derived mainly from Group companies, as it leases its properties to fellow subsidiaries.

Prospects
Fundamental political and fiscal uncertainties, remaining key drivers of economic reality. The Group is therefore focussing on reducing costs and using technology to drive growth, productivity and greater efficiencies in a more sustainable manner, which will improve the profitability of the operating entities.

Management is confident that the above actions will further improve the Group's profitability.

The Board will continue its journey towards maintaining its B-BBEE level, recognising the importance of transformation required by the market in which the Group operates. The current B-BBEE status of the Group is reflective of its view on transformation.

Acquisitions / Disposals
There were no acquisitions or disposals except for the property plant and equipment per note 4 that took place during the period.

Associates
The Group disposed of one and invested in one associate during the period under review. The current foot print covers Brits, Richards Bay, Upington, Cape Town, Lubumbashi and Alrode.

Commitments and contingencies
The Group is currently party to a legal arbitration with respect to the acquisition of certain equipment. The possible outcome at this stage is uncertain.

Director changes
MM Hohman was appointed as non-executive director on 10 March 2025 and KH Pon resigned as board chairperson and independent non executive director following the approval of the financial results on 19 March 2025. Mr HL Li resigned as independent non executive director on 14 May 2025. There were no other director changes during the financial year ended 31 December 2025. J van Rensburg was appointed as chairperson and N Lalla was appointed as Independent Lead Director during the year under review.

Appreciation
The directors would like to express their appreciation towards the management and staff as well as all the Group's valued customers, suppliers, advisors, business partners, stakeholders and shareholders for their continued support.

Forward looking information included in this announcement has not been reviewed and reported on by the Group's independent auditors.

On Behalf of the Board

20 March 2026

J van Rensburg
Non-Executive Director (Chairperson)

A Smith
Chief Executive Officer

Directors: J van Rensburg[√] (Chairperson), N Lalla[#] (Independent Lead Director), A Smith* (Chief Executive Officer), WP Basson*(Chief Financial Officer), LL Chen[√^], MM Hohman[√~]
JH Yeh[#], SN Yeh [√º] (Alternate)

Company Secretary: WT Green
* Executive # Independent non-executive [√] Non-executive º Taiwanese ^Hong Kong ~American

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Corporate Information

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Sponsor: AcaciaCap Advisors Proprietary Limited, (Registration No: 2006/033725/07), 20 Stirrup Lane, Woodmead Office Park, Woodmead, 2191 (Suite #439, Private Bag X29, Gallo Manor, 2052)
Share Transfer Secretary: Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Bierman Avenue, Rosebank, Johannesburg, 2196, P.O. Box 61051, Marshalltown, 2107, South Africa Telephone: +27(11) 370 5000, Telefax: +27(11) 688 5200 Website: www.computershare.com
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