altvest
credit opportunities fund

CONDENSED UNAUDITED CONSOLIDATED

interim financial statements

For the 6 months ending 31 August 2025

ALTVEST CREDIT OPPORTUNITIES FUND LTD
Registration Number: 2022/737301/06
Incorporated in South Africa

NCR Number: BCRCP1824
DMTN Code: 4ACD01

general info

General information for Altvest Credit Opportunities Fund Ltd ("ACOF") as at 31 August 2025:

Company Information:	Full Name:	Altvest Credit Opportunities Fund Ltd
	Registration Number:	2022/737301/06
	Subsidiary Full Name:	Altvest Credit Opportunities Fund Security SPV (Pty) Ltd
	Registration Number:	2020/579038/07
	Place of Incorporation:	Johannesburg, South Africa
	Nature of Business & Principal Activities:	Altvest Credit Opportunities Fund ("ACOF") is a non-bank lender focused on providing tailored debt funding solutions to small and medium-sized enterprises (SMEs). ACOF raises capital from institutional and private investors and deploys these funds into secured, income-generating loan facilities to qualifying SMEs across diverse sectors
	Financial Year End:	28 February
	Credit/Loan Book Manager:	Altvest Capital Solutions (Pty) Ltd
Directors	Executive Directors	WG Wheatley; AS Karan; TL Wheatley; JL Phillips
	Independent Non-Executive Directors:	GM Sephuma (Chairperson); SKI Masakale; KS Sithole; M Maradzika; A Kabagambe; S Maputa
Regulatory & Financial Information	Tax Number:	9618362199
	NCR Number:	NCRCP18241
	FSP Number:	All advice and intermediary services are rendered by Altvest Wealth (Pty) Ltd, an authorised financial services provider, FSP 45810 or Africa Bitcoin Corporation Ltd in its capacity as a Juristic Representative of CAEP Asset Managers (Pty) Ltd with FSP number 33933.
	Internally Compiled By:	JL Phillips CA(SA)
	Auditors:	BDO South Africa Inc, Registered Auditors
	CTSE Debt Issuer Agent:	Questco Corporate Advisory (Pty) Ltd
	Africa Bitcoin Corporation: JSE Share Code (linked to ACOF)	BACC
	Africa Bitcoin Corporation: NSX Class C Share Code(linked to ACOF:	BANC
	CTSE Bond Code:	4ACD01
	ISIN:	ZAG4000000478
Registered Details	Office & Postal Address:	Block B, 66 Rivonia Road, Chislehurston, Sandton

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letter from the ceo: warren wheatley

letter from the ceo

Dear Stakeholders,

It is a privilege to present this CEO's Report at a time of exciting change and renewed momentum for the Altvest Credit Opportunities Fund ("ACOF"). Over the past 6 months, we have continued to strengthen our foundation as a non-bank lender to small and medium enterprises (SMEs), while positioning the business for its next phase of growth under the broader Africa Bitcoin Corporation (ABC) umbrella.

There are 4 major changes that have occurred since our last published results. These are:

1. Holding Company Transition to ABC and Adoption of the Bitcoin Treasury Strategy

Altvest Capital, the 100% owner of ACOF, has formally changed its name to Africa Bitcoin Corporation (ABC) and adopted a pioneering Bitcoin Treasury Strategy. This evolution strengthens the holding company's balance sheet by anchoring it with Bitcoin which, according to Cointelegraph and other market commentators, is regarded as the world's most scarce and inflation-resistant asset. For ACOF, this transition provides greater stability and access to a broader pool of capital, as ABC is now better positioned to raise funds across multiple jurisdictions and attract both traditional and Bitcoin-aligned investors. The adoption of this strategy ensures that ACOF benefits from a more resilient shareholder, capable of supporting its growth ambitions while reinforcing its credibility in global capital markets.

ACOF is thus now part of Africa Bitcoin Corporation, which has become the first publicly listed African company to adopt a Bitcoin Treasury Strategy. This transition provides significant benefits to ACOF and its investors. ABC's balance sheet is being strengthened by the strategic accumulation of Bitcoin, creating a long-term reserve asset that enhances resilience and unlocks additional investor confidence.

Although ACOF is wholly owned by Africa Bitcoin Corporation, it is important to emphasise that ACOF itself faces no direct economic exposure to Bitcoin. All Bitcoin accumulated by ABC has been purchased with shareholder equity at the holding company level and remains fully ring-fenced and insulated from ACOF's credit operations. ACOF continues to operate exclusively as a non-bank SME lender, with its capital base and debt instruments backed by its loan portfolio and cash flows. This separation ensures that ACOF's investors are not subject to Bitcoin price volatility and can rely on the ACOF's consistent credit strategy and risk management framework.

2. Appointment of Altvest Capital Solutions as Credit/Loan book Manager

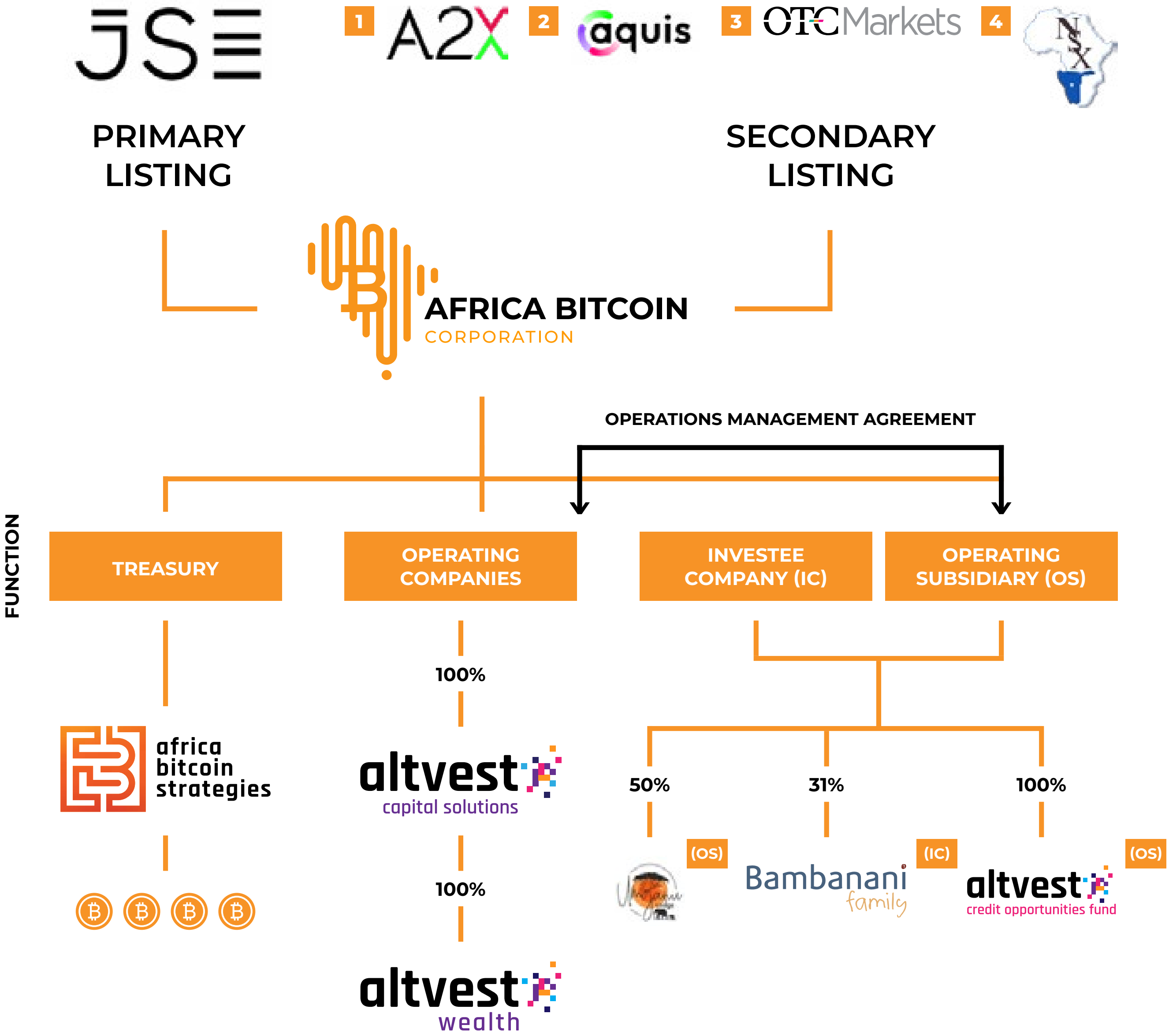
In line with our restructuring, Altvest Capital Solutions, a wholly-owned subsidiary of ABC has been appointed as the credit and loan book manager of ACOF.

For ACOF, this means continuity and stability. Altvest Capital Solutions brings deep experience in credit structuring, portfolio management, and SME financing, and will continue to operate lending activities seamlessly. Investors can be assured that ACOF's established processes – from rigorous credit selection to risk management – will remain intact, while also benefiting from enhanced capabilities, new partnerships, and alignment with ABC's broader vision.

As the appointed credit and loan book manager, Altvest Capital Solutions facilitates the execution of ACOF's mandate by managing the lending process and ensuring that funding reaches qualifying SMEs. ACOF remains the direct funding partner to these businesses, providing them with access to capital to support growth and sustainability. Through its management expertise, Altvest Capital Solutions ensures that ACOF's lending activities are conducted with rigour and discipline, while enabling investors to benefit from well-managed exposure to SME financing opportunities.

Importantly, Altvest Capital Solutions is not confined to South Africa. Its mission now extends across the African continent, where it will play a pivotal role in bridging funding gaps and enabling enterprise development. By providing SMEs with structured capital, financial products, and advisory support, Altvest Capital Solutions seeks to catalyse sustainable growth and job creation, while offering investors transparent, regulated exposure to Africa's expanding private market opportunities.

Management is working towards implementing a structure as below:



3. Expansion into Africa

ACOF will expand its operations and offerings into the rest of Africa. ACOF is structured as a non-bank lender with a capital mix of both equity and listed debt notes, making it a permanent capital vehicle that can continuously raise and deploy funds. Investors in ACOF's notes have enjoyed steady yields from the interest payments on the underlying loans, while benefiting from its rigorous credit selection and risk mitigation processes.

Under ABC, with its Bitcoin backed balance sheet, ACOF will evolve with an expanded geographic and strategic scope. Geographically, ACOF will extend beyond South Africa to become a pan-African credit platform. We are exploring partnerships or co-investments in East and West Africa, recognizing that many SMEs across Africa face similar funding gaps. ABC's planned listings in countries like Namibia, Botswana, and Kenya will facilitate raising equity capital for ACOF through the issuance of ABC preferred ordinary C shares in those markets, to on-lend in those economies. This expansion aligns with ABC's mission to unlock African enterprise capital flows by channeling investor funds to where they are most needed for growth.

Our decision to expand ACOF's SME offering beyond South Africa and into the rest of the continent is driven by both opportunity and necessity. Firstly, there are significant pools of institutional capital available that are specifically mandated for multi-jurisdictional strategies. By extending our reach across borders, we are better positioned to capture these mandates and channel this capital into productive SME growth.

Secondly, the funding gap we have addressed so effectively in South Africa is not unique to our local market. Entrepreneurs and SMEs across Africa face the same challenges of limited access to affordable, structured finance. Expanding our solutions enables us to replicate a proven model where the problem is most acute and the impact most meaningful.

Thirdly, South Africa has historically served as the gateway to Africa's financial markets. By leveraging our established reputation, regulatory track record, and platform, we are well placed to extend investor access into new geographies, while offering African entrepreneurs a clear path to institutional capital.

Finally, this expansion aligns directly with our broader ABC's mission, to democratise access to capital markets and to provide investors with transparent exposure to Africa's growth story, underpinned by the strength of a Bitcoin-anchored balance sheet. By building SME solutions that span the continent, we are not only unlocking capital flows but also positioning ABC as the natural bridge between African opportunity and global investors.

Strategically, ACOF is exploring to adopt a Bitcoin ecosystem leaning. This means a portion of ACOF's future deployments could target companies and projects that are part of or benefit from the Bitcoin economy. By doing so, ACOF positions itself at the intersection of traditional credit and Bitcoin innovation, potentially capturing higher yields and growth opportunities. ACOF will accept Bitcoin as collateral for loans, thereby tapping into crypto holders who need fiat liquidity but don't want to sell their bitcoin, a service that is still nascent in Africa.

Listing on the Namibia Securities Exchange

Building on these milestones, we are now entering an equally significant chapter in our journey, broadening our investor reach through a listing of ABC on the Namibia Securities Exchange (NSX). I am pleased to confirm that ABC's Class C Preferred Ordinary Shares will be listed on the NSX on 2 October 2025.

This marks another important milestone in extending our access to capital markets across Southern Africa. The NSX listing complements our existing JSE platform and provides Namibian investors with the opportunity to participate indirectly in ACOF's growth story. By doing so, we continue to strengthen our capital base, diversify our investor pool, and reinforce ACOF's role as a leading pan-African credit platform.

Performance and Outlook: ACOF has delivered on its objectives so far, with robust financial performance, growth and minimal defaults due to prudent credit risk management. Its diversified portfolio across industries provides resilience.

This expansion will allow ACOF to channel capital into high-growth regions across East, West, and Southern Africa, driving job creation, economic development, and sustainable returns for our investors.

Closing Remarks

The Altvest Credit Opportunities Fund is entering its most dynamic chapter yet. With the strength of ABC's Bitcoin Treasury Strategy behind us, the stewardship of Altvest Capital Solutions as our asset manager, and a pan-African expansion strategy in place, we are better positioned than ever to deliver value to our investors while making a meaningful impact on the continent's SMEs.

We remain committed to our dual mandate: delivering attractive, risk-adjusted returns to our investors while empowering African entrepreneurs to grow, scale, and create jobs. The changes implemented this year provide us with the tools, capital, and platform to pursue that mandate with even greater ambition and impact.

I extend my gratitude to our shareholders, partners, employees, and clients for their trust and commitment as we embark on this next chapter together. With focus, discipline, and innovation, we are well-positioned to unlock Africa's potential and create lasting impact for generations to come.

Warren Wheatley
Chief Executive Officer
02 October 2025

letter from
the cio:

akshay karan

letter from the cio

Dear Stakeholders,

It is my pleasure to again share a reflection on the challenges and learnings of our investment teams over the last six months. Our focus this period has been on sustainability and consistency, ensuring that we carry through the learnings and structures embedded in the business as we have continued to scale. Alongside prudent loan disbursement, our focus has remained on capital raising and risk-management.

I am hopeful that this report serves not only as a lens through which you may better understand our financial performance over the last six months but will also serve as insight into the themes that we expect to shape our approach to capital allocation in the months to come.

A reminder of what we do:

Above all else, ACOF was built as a solution to one of the most acute problems faced by small businesses in South Africa, access to affordable and fit-for-purpose funding to enable their growth ambitions. Within the world of SME's, already a structurally underrepresented market segment in traditional financial markets, we are unashamedly focused on supporting businesses that empower marginalized groups. It is an unfortunate reality of our society that it is often these businesses that are more robust, as they are stewarded by entrepreneurs who have had to navigate prejudice, bias and skepticism along with the myriads of challenges any small business owner faces.

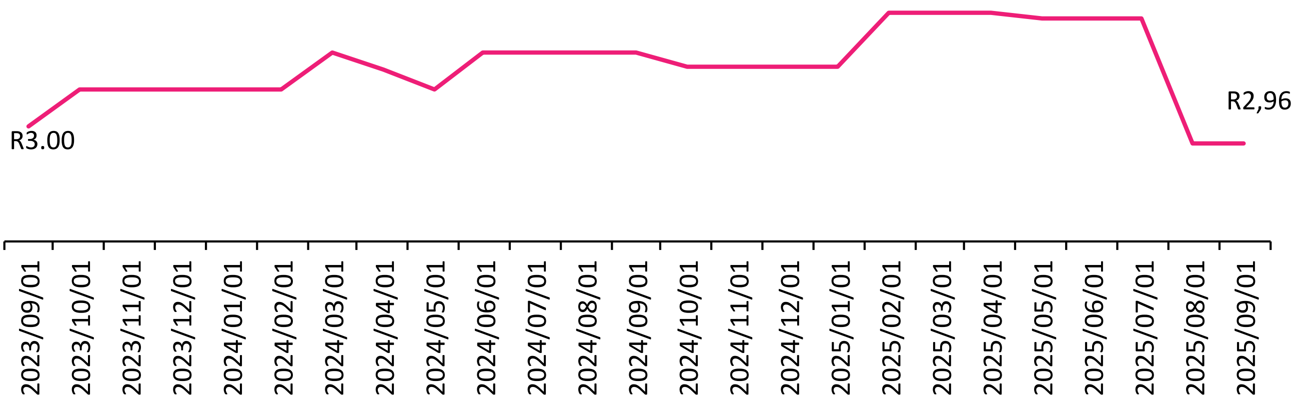
In addition to our fundamental focus on sound credit deployment and social impact, we have also continued to invest in our existing risk management processes at portfolio level. This includes enhanced analytical analysis of concentration across the loan book and a review of the legal arrangements that govern our operations. These improvements position us strongly for future growth as we continue to attract institutional capital.

Key performance highlights:

Profitability

- Net interest income grew to R9,610,819 compared to R2,004,541 as at the end of August 2024, representing a pre-impairment and opex net interest margin of around 37% compared to 25,16% as at the end of August 2024.
- Expected credit loss provisioning remained in line with our long-term target of 5%, and is currently at 6.2% compared to 7.18% at the end of August 2024.
- Losses for the period came in at R10,784,885 [HY25:R12,726,232], driven by the growth of expected credit loss provisioning in line with the growth in funds under management, and continued investments in capacity expansion and marketing.

ACOF Equity Performance



Financial position

- Total loans and advances to customers grew to over R225 million compared to R125 million at the end of August 2024, (after ECL) year-on-year, driven by strong capital deployment of existing reserves and quick deployment in October 2025.

Below is an update on the key thoughts and perspectives that we've previously highlighted as central to our investment philosophy in the months ahead:

- **Actively managing loan duration is a key value unlock.** Our current book contains a mix of short-term loans that provide a profitability uplift, and longer-term loans that create portfolio stability. In the last six months, we have maintained our foundation of well-perforating long-term loans and increased our base of short-term loans receivable. This mix remains essential as we scale the business and this provides a balance to manage cashflow obligations and provide a platform to recycle capital and multiply our social impact.

- **Bespoke solutions outperform vanilla lending.** The market for vanilla lending is highly competitive, with several players competing on speed of approval for the same core product. We have continued to compete on fundamentally different metrics – quality of advice and appropriateness of funding structure. We believe that our competitive advantage in this space is enduring, and the strength of our pipeline strongly suggests that there is still significant growth still to capture.

- **Strong governance attracts institutional capital.** Our investment committees and execution teams contain market-leading expertise in structured lending, small business and economic development. This wealth of talent has allowed us to not only demonstrate that we can make sound investment decisions on a scale quickly but has also encouraged institutional investors to expand their support of our business. This is a strategic advantage that we have continued to leverage and expand on, by attracting and retaining the best, most diverse, talent in our key roles.

- **Tech integration is essential for scale and oversight.** We continue to invest heavily in technology, systems and processes that make our processes more robust and efficient. From utilizing cloud-based loan management platforms, to integrating AI into our investment analysis, we remain committed to improving our efficiency as our assets under management increase.

Capital Raise Mechanisms:

Altvest Credit Opportunities Fund ("ACOF") is a non bank lender that raises capital to finance secured loans to South African SMEs. ACOF is managed by Altvest Capital Solutions, a subsidiary of Africa Bitcoin Corporation. Our capital structure combines listed debt and listed/unlisted equity to match the duration and risk profile of the loan portfolio.

ACOF raises capital through the following instruments:

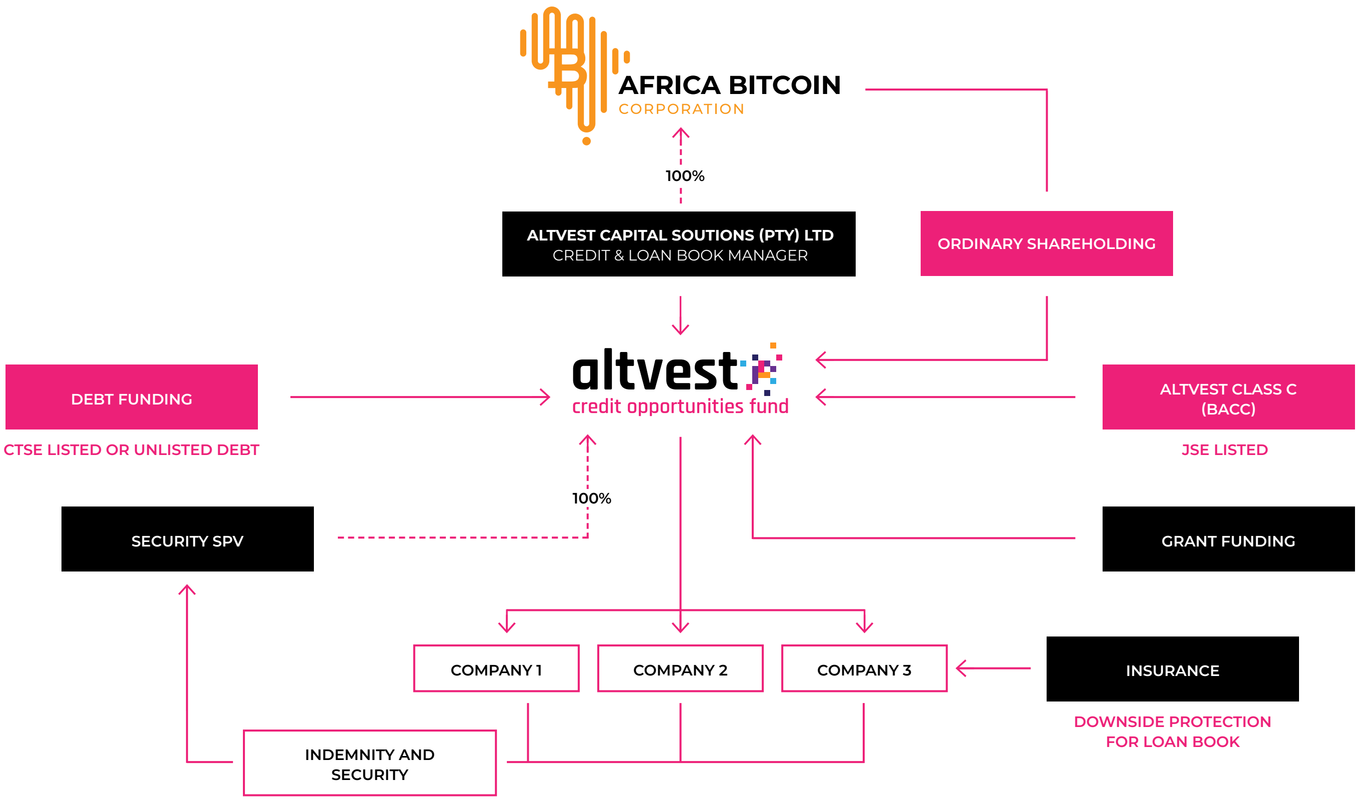
- **Domestic Medium-Term Note (DMTN) programme:** long-dated notes issued to institutional investors (e.g., retirement funds), typically with seven-year tenors and a margin over prime. At the election of investors, coupons may be reinvested, supporting compounding and preserving liquidity.

- **Listed equity (Africa Bitcoin Corporation ABC C preference shares listed on the JSE):** provides investors with economic exposure to the portfolio's performance and strengthens the capital base.

- **Unlisted ordinary shares:** accommodate strategic and anchor investors alongside listed instruments.

Proceeds are deployed into collateralised SME loans following disciplined credit underwriting and ongoing monitoring. Cash flows from the loan book service note coupons and support equity returns, while reinvestment elections enable efficient scale-up.

ACOF raises capital through preferred equity, equity, debt funding and grant funding as illustrated below:



Structure	
Structure	Open - ended
Credit/Loan Book Manager	Altvest Capital Solutions (Pty) Ltd
Subscription Method	Equity/DMTN Programme
Instrument - Direct	Ord & Pref Shares & Debt Notes
Redemption Notice	None

Basic Terms	**Ordinary Shareholding**	**Altvest Classic (ALV C)**	**Debt Funding**
Target Capital Raise	Up to R70 million	R145 million	R5 Billion
Regulation 28 Category	Private Equity	Listed Equity	Listed & Unlisted Debt
Financial Exchange	n/a	JSE (AltX)	CTSE (Listed Notes)
Legal Instrument	Unlisted Ordinary Share	Hybrid Instrument	DMTN Programme
Daily Priced	Yes, by proxy	Yes	Yes
Distribution Frequency	Per dividend policy	Per dividend policy	Per mandate
Target Return	IRR c 26% - 28%	IRR c 26% - 28%	SA Prime + 2%
Minimum Investment	R10 million	No minimum	R1 million
Fees	2% p.a. (On AUM)	2% p.a. (On AUM)	Transaction fees only

Update on ACOF for the reporting period:

Since its inception, the Altvest Credit Opportunities Fund (ACOF) has achieved measurable impact in the SME sector, deploying capital strategically to support enterprise growth, job creation, and sectoral diversification. These results underscore ACOF's ability to align commercial returns with developmental outcomes. The dashboard below illustrates cumulative performance, including total capital deployed, the number of SMEs financed, jobs created and sustained, and the sectoral distribution of funding.

ACOF has continued to deliver strong performance and measurable impact. As at 31 August 2025, ACOF has raised circa R365 million as at the end of August with an additional R50 million secured in September 2025 bringing the total capital raised up to R415 million.

CTSE Raise (Initial Bookbuild)	R6,668,864
1ST Pension Fund Mandate	R100,000,000
2nd Pension Fund Mandate	R150,000,000
JSE Raise	R4,286,131
*SEDFA Mandate	R75,000,000
Accrued Interest reinvested	R29,536,596
3rd Pension Fund Mandate (Secured in September 2025)	R50,000,000
Total	**R415,491,591**

* The SEDFA mandate is payable over 2 tranches of which tranche 1 has been deployed.

Further capital raise initiatives:

In line with our strategy to diversify funding sources and broaden our investor base, ACOF has taken an important step by extending its capital markets presence into Namibia. On 2 October 2025, Africa Bitcoin Corporation's Class C Preferred Ordinary Shares were successfully listed on the Namibia Securities Exchange (NSX), creating a dual listing alongside the JSE. This provides enhanced visibility across Southern Africa and gives both South African and Namibian investors the opportunity to participate directly in ACOF's growth trajectory.

As part of the listing, we will commence an equity raise that is open to investors in South Africa and Namibia. The offer makes available approximately 5.88 million Class C Shares at a price of R3.40 per share. The raise will open on the listing date and will remain open until 23 October 2025, with proceeds earmarked for the expansion of our loan book. The capital raised will be deployed into financing additional SMEs, reinforcing ACOF's dual mandate of delivering strong financial returns and measurable developmental outcomes.

This regional capital raise complements the pension fund mandates and institutional note issuances already secured in South Africa. Together, these initiatives ensure that ACOF is well capitalised to scale lending activities, strengthen portfolio diversification, and deepen its impact footprint across multiple markets.

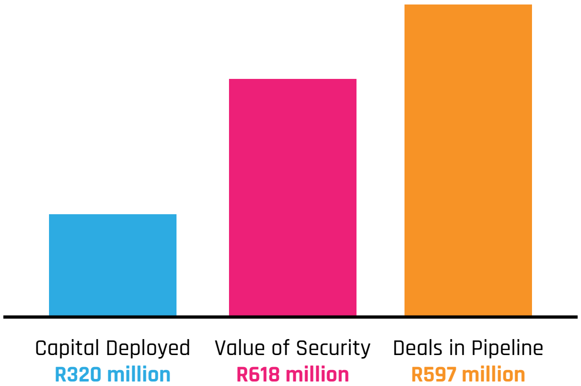
Loan Book

We have R320 million (compared to R187 million in the August 2024 period) deployed across 39 SMEs in 20 sectors, supported by a security pool valued at R618 million. This deployment has created 520 new jobs and supported a further 1,156 jobs, while maintaining strong credit discipline with average loan terms of 47 months and robust collateralisation. Notably, 27% of the portfolio has been disbursed to female-led SMEs, reinforcing ACOF's impact mandate and integration of ESG directly into loan pricing. With a diversified loan book spanning industries from logistics and mining to renewable energy and hospitality, and a proven track record of exceeding return and risk expectations, ACOF has established itself as one of South Africa's most innovative private credit platforms.

ACOF's Performance since inception

ACOF has deployed R320 million across multiple capital sources, reallocating and refinancing legacy positions where appropriate to align with evolving mandate requirements.

R320 million
Deployed since inception

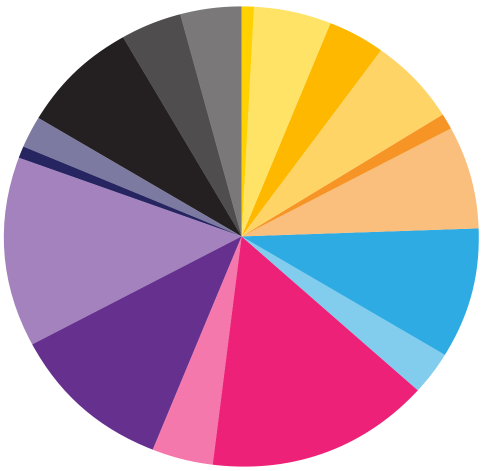


1136 Jobs have been supported since inception

520 Jobs have been created since inception

R281,631 Cost of supporting 1 job from deployed funds

R615,257 Cost of creating 1 job from deployed funds



SMEs Funded	Average Term	Average Loan Size	Largest Loan	Smallest Loan
39	**47 months**	**R5,078,314**	**R30,000,000**	**R242,650**

Security SPV

In line with best practice for secured lending structures, ACOF has established a 100% owned Special Purpose Vehicle (SPV) to hold all security pledged as collateral for the loans. The SPV is structured as a bankruptcy-remote entity, ensuring a clear legal separation between ACOF's loan assets and the collateral pool. This design provides enhanced protection for investors and noteholders by safeguarding collateral in the event of insolvency or other credit events, thereby strengthening the overall risk management framework. By isolating collateral within this dedicated vehicle, ACOF ensures transparency, enforceability, and robustness in the treatment of security, while preserving the ability to scale its lending activities with confidence.

Capital with Purpose

Behind each loan is a business with real people, real challenges, and real opportunities. ACOF takes pride not only in deploying capital but in enabling entrepreneurs to grow their businesses, sustain livelihoods, and strengthen their communities. These impact stories highlight how funding provided by ACOF has translated into tangible outcomes, from job creation and skills development to greater financial resilience, underscoring ACOF's dual commitment to financial performance and socio-economic value.

credit with character:

our impact stories

Behind every loan is the story of a great South African entrepreneur. Each of our clients represents the very best of us – resilience in the face of structural economic challenges, optimism in the face of setbacks and ambition to make our country better. Below is a summary of just a few of our incredible impact stories:

BeActiveLife (be. UP Park) – Expanding Family Fun Across South Africa

BeActiveLife (Pty) Ltd, trading as be.UP Park has grown into a leading name in South Africa's indoor family entertainment sector. Since launching its first park in Cape Town in 2016, the business has expanded to Durban and established seasonal activations at the V&A Waterfront. With the support of ACOF, be.UP Park has continued to scale its footprint, opening its latest branch at Cresta Shopping Mall and acquiring Rush South Africa, a well-known trampoline and adventure park brand.

ACOF's funding enabled be.UP Park to acquire essential equipment for the Cresta Shopping Mall trampoline park and to conclude an acquisition of Rush South Africa, strengthening its national presence. This dual expansion positions BeUp as one of the country's largest indoor entertainment groups. Beyond financial growth, the investment has unlocked significant social impact be.UP Park now employs more than 35 people directly, with each new park creating 20–25 jobs. The facilities also provide safe, supervised spaces for children, supporting youth development through active play and family recreation.

By backing be.UP Park, ACOF has helped scale a resilient, growth-oriented business that not only entertains but also builds communities. From job creation to fostering healthier lifestyles, BeUp's expansion demonstrates how strategic funding can multiply both economic and social returns, turning fun into lasting opportunity for families across South Africa.

Tru4 (Pty) Ltd

Founded in 2013, Tru4 (Pty) Ltd, now trading as Sea Safety Training Group (SSTG), has evolved into one of South Africa's leading accredited sea safety training institutions. What began as a small coastal operation has grown into a national network of centers in St Helena Bay, Cape Town, Hout Bay, and Port Elizabeth, delivering high-quality skills development across maritime, renewable energy, hospitality, and artisanal trades.

With the support of ACOF, Tru4 refinanced costly debt, imported lifeboats for its STCW maritime programmes, and expanded its facilities to include new welding and carpentry workshops. This investment not only stabilised the business but also unlocked growth capacity, enabling Tru4 to scale its enrolments and diversify its income streams.

Beyond financial outcomes, Tru4's impact is deeply social. The company employs 25 permanent staff and 28 contractors, while its training footprint directly supports youth employment, community upliftment, and South Africa's green energy transition. Already, 5 new jobs have been created and 20 sustained through ACOF's investment.

Closing Comments

In closing, these financial results represent a modest step forward in the growth journey of our business but are also a reminder of the work that must still be done. We are particularly proud that our early success is now being translated into consistent strong performance, and our loan book represents both strong financial and social impacts.

Akshay Karan

Chief Investment Officer

02 October 2025

letter from the financial director: jonathan phillips

letter from the fd

Dear Stakeholders,

It is with measured confidence that I present the interim financial results of Altvest Credit Opportunities Fund ('ACOF') for the six months ended 31 August 2025. This period reflects both the progress made in scaling our SME lending operations and the challenges of managing a rapidly expanding loan book under heightened credit risk and rising funding costs.

While ACOF continues to report a loss for the period, the trajectory demonstrates meaningful revenue growth, improved loan origination volumes, and the securing of new institutional commitments that will significantly strengthen capacity going forward. These results underscore both the resilience of ACOF's business model and the transition into a more sustainable phase of operations.

Performance Overview

Key Income Statement Comparison

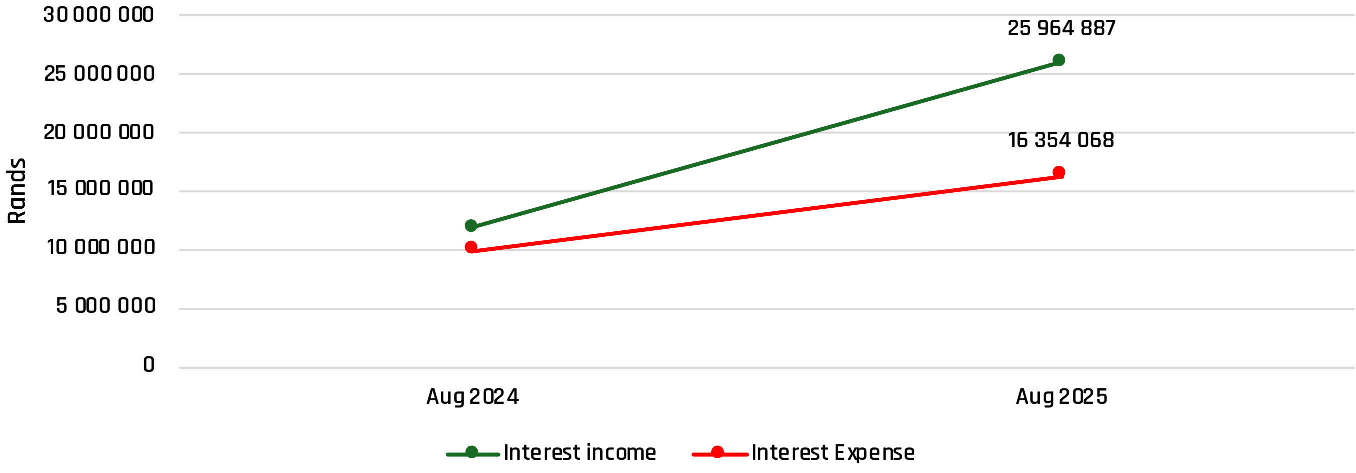
Line Item	31 Aug 2025 (R'000)	31 Aug 2024 (R'000)	% Change
Interest Income	25,965	11,920	+118%
Interest Expense	(16,354)	(9,992)	+64%
Operating Expenses	(16,953)	(10,306)	+65%
Impairments	(7,237)	(8,937)	-19%
Net Trading Loss	(10,785)	(12,726)	+15%

For the six months ended 31 August 2025, ACOF delivered strong revenue momentum, with interest income rising to R26.0 million compared to R11.9 million in the prior interim period, representing an increase of 118%.

This growth was underpinned by the significant expansion of the loan book, which grew significantly over the past twelve months. Against this, interest expense climbed to R16.4 million, up 64% year on year from R10.0 million in August 2024, as ACOF increased its reliance on borrowings under the Medium-Term Note (DMTN) programme and the new SEDFA facility.

The widening scale of both interest income and interest expense reflects a growing lending platform but also highlights the pressure of rising funding costs on overall profitability.

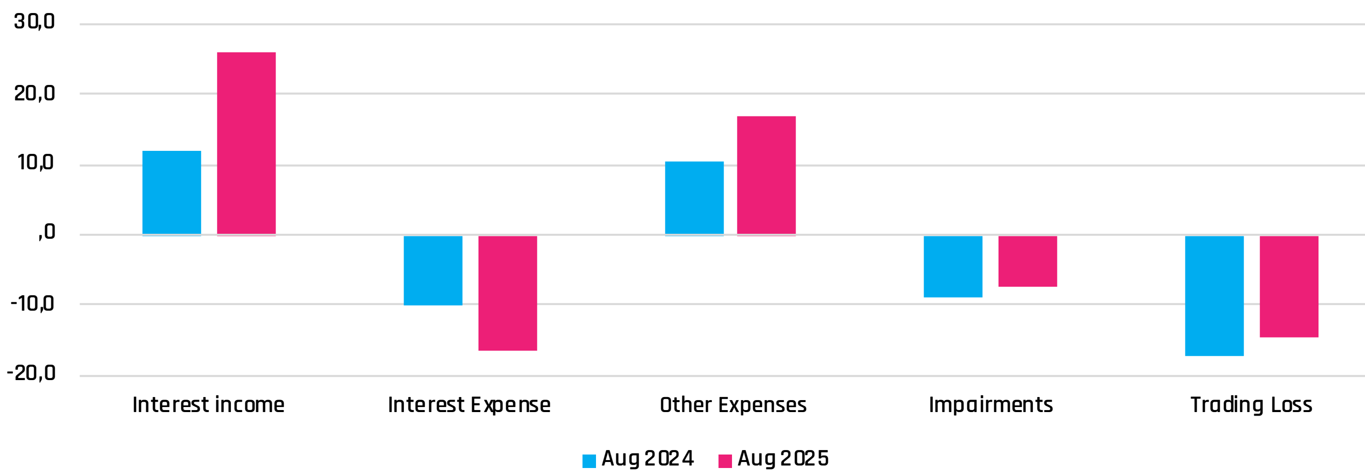
Interest Income and Expense



Beyond net interest margins, operating expenses increased to R16.9 million, a 65% rise year on year, reflecting the build-out of governance, compliance, and strategic services necessary to support scale.

Expected Credit Loss (ECL) Provision: Impairments on loans and advances, while still material at R7.2 million, were 19% lower than the R8.9 million reported in the prior interim period, indicating stronger underwriting discipline and improved repayment performance across the loan book. Taken together, ACOF reported a net trading loss of R10.8 million, narrowing from R12.7 million a year earlier. While losses persist, the results demonstrate that ACOF is successfully scaling revenue and strengthening credit quality, though profitability remains constrained by the cost of funding and operating infrastructure.

ACOF Interim Performance Comparison (R'million)



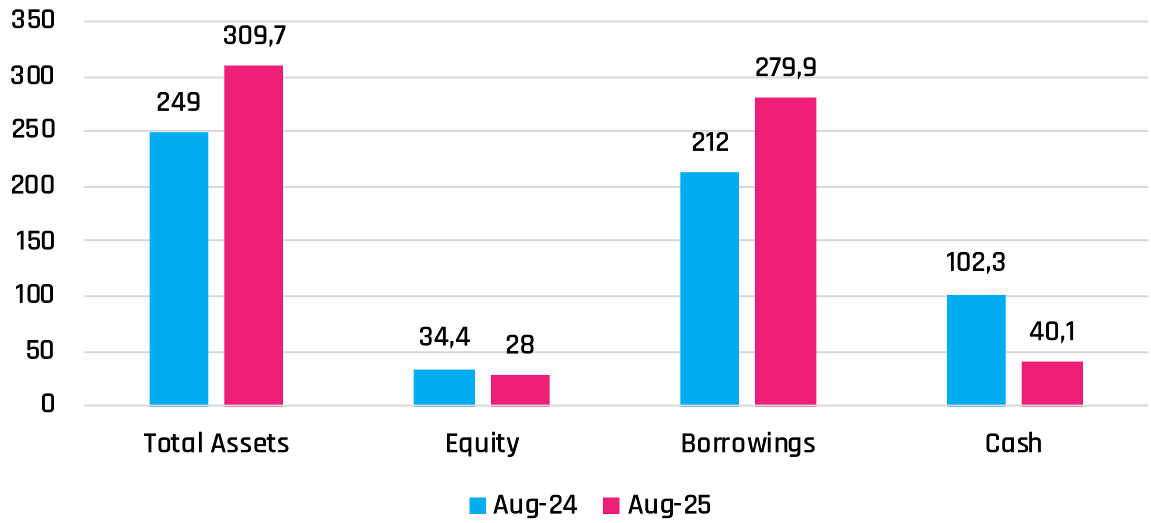
Financial Position

ACOF's balance sheet strengthened materially during the period, with total assets rising to R310 million from R249 million a year earlier, representing a 25% year on year increase.

This expansion was primarily attributable to loan origination growth, with net loans and advances to customers increasing to R225.5 million, up 80% from August 2024. Equity, however, contracted to R28.0 million from R34.4 million over the same period, a reflection of accumulated losses.

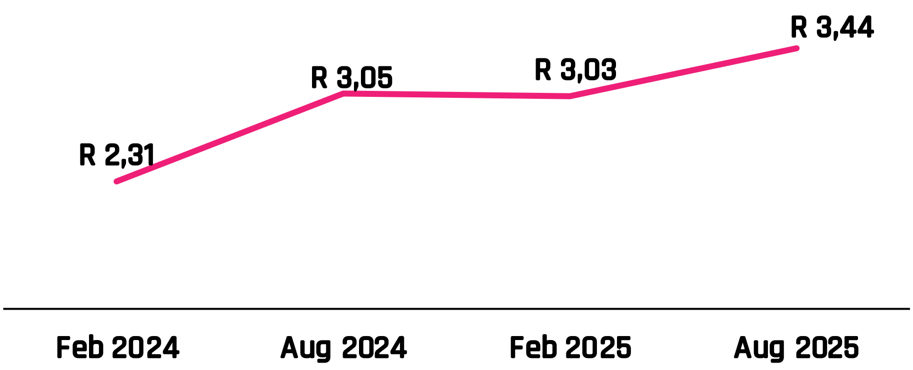
ACOF remains heavily reliant on debt financing, with total interest-bearing borrowings increasing to R280 million compared to R212 million in the prior year, largely under the DMTN programme and new SEDFA facilities. Despite the higher leverage, liquidity remains robust, with cash balances of R40.1 million at period end, broadly stable relative to the R35.9 million reported in February 2025.

ACOF Balance Sheet Comparison (R'million)



Over this timeframe, ACOF's net asset value (NAV) has reflected the dual impact of growth capital inflows and the costs of scaling operations. Starting at R16.4 million in February 2024, NAV more than doubled to R38.8 million by February 2025, supported by shareholder contributions that strengthened the equity base. By August 2025, NAV settled at R28.0 million as operating losses weighed on results. On a per-share basis, NAV improved meaningfully from R0.38 in February 2024 to R0.90 in February 2025, before normalising at R0.65 in August 2025 (based on 43.2 million shares in issue). While interim losses have tempered NAV progression, the underlying growth in assets and the securing of new institutional commitments provide a strong platform for future value creation. As loan book expansion continues and profitability improves, NAV per share is expected to recover and trend upward, positioning ACOF to deliver sustained long-term shareholder value.

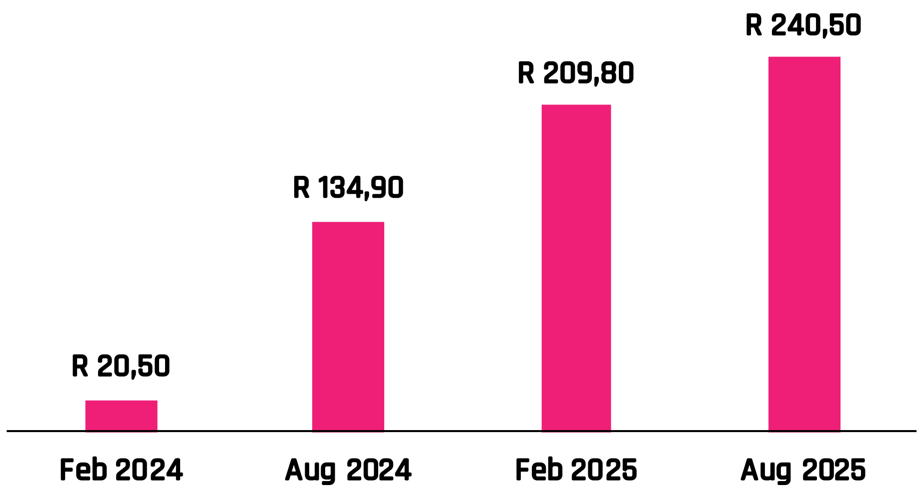
ACOF NAV per share



Loan Book and Expected Credit Loss (ECL) Analysis

The loan book remains the cornerstone of ACOF's financial profile and the primary driver of revenue generation. As of 31 August 2025, gross loans and advances to customers stood at R240.5 million, an increase of 78% from the R134.9 million reported in August 2024.

Gross Loans & Advances Over Time (R' million)



After accounting for expected credit losses (ECL) of R15.1 million, net loans and advances closed at R225.5 million. The ECL provision represents approximately 6.3% of the gross loan book, compared with 7.2% in August 2024, reflecting both the scale of loan origination and improved credit risk management practices. Importantly, impairments during the interim period moderated to R7.2 million versus R8.9 million a year earlier, evidencing stronger underwriting standards and more disciplined monitoring of counterparties. The declining relative credit loss ratio indicates progress toward a more sustainable credit portfolio, though the rapid pace of origination necessitates continued vigilance, particularly in volatile SME operating environments.

The portfolio remains diversified, with exposures across key SME sectors such as retail, property-linked services, and manufacturing. Average loan sizes ranged between R3 million and R7 million, ensuring balanced exposure and limiting concentration risk. Going forward, a greater emphasis will be placed on women-owned and youth-led businesses to align with ACOF's impact objectives.

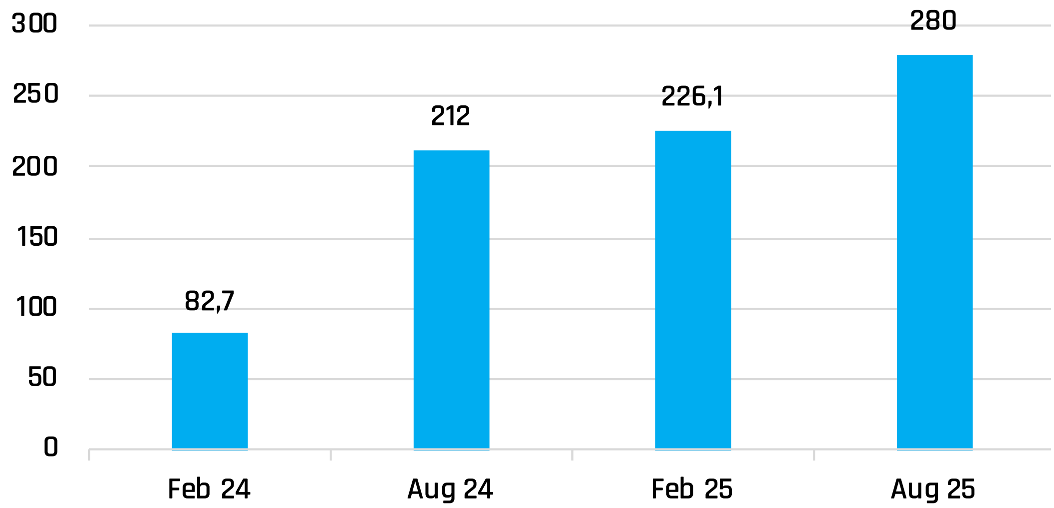
Debt Notes Analysis

Debt financing remains the largest funding source for ACOF, with borrowings under the Domestic Medium-Term Note (DMTN) programme accounting for the bulk of liabilities. As of August 2025, ACOF reported total DMTN borrowings of R241.1 million, up from R212.0 million in August 2024. These notes bear interest at prime plus 2% and are primarily subscribed to by South African retirement funds, demonstrating confidence from institutional investors.

In addition, ACOF secured a new facility from the Small Enterprise Development Finance Agency (SEDFA), amounting to R75 million with R37,5 million received. The SEDFA facility, priced at prime less 0.55%, is secured through a combination of pledged shares, cross-guarantees, and personal surety arrangements from directors and related parties, underscoring both the attractiveness of the facility and the seriousness of commitments made to secure it. The rising interest burden, however, is evident, with total finance costs increasing 64% year on year to R16.4 million. While debt remains critical to driving ACOF's lending capacity, careful management of funding costs relative to loan yields will be central to achieving profitability and protecting equity value.

Borrowings under the DMTN programme carry maturities extending up to 7 years, while the SEDFA facility matures in 2028, providing a stable funding horizon. The weighted average cost of borrowings during the interim period was prime +1.6%, a competitive rate given the profile of underlying SME assets.

Capital Raised (Borrowings) Over Time (R'million)



Cash Flow and Liquidity

Operating cash flows, while still negative, showed significant improvement compared to the prior year. Net cash utilised in operating activities amounted to R20.5 million, a substantial recovery from the R113 million outflow reported in August 2024. This improvement reflects both stronger revenue generation and tighter management of working capital. Investing activities consumed R15.6 million, primarily due to advances to a related party loan to ABC and loans receivable. Financing activities, however, provided a positive inflow of R40.3 million, driven by additional borrowings under the DMTN programme and new SEDFA facilities. As a result, cash and cash equivalents increased modestly to R40.1 million at period end, compared with R35.9 million at February 2025.

At period end, cash coverage of short-term liabilities stood at 22x, a reflection of the robust liquidity buffer available to meet near-term obligations.

Detailed Commentary and Analysis

The interim period highlights three key themes.

First, loan book expansion continues to be the primary driver of revenue growth, with origination momentum underscoring the relevance of ACOF's SME-focused lending model.

Second, funding costs and operating expenses remain the most significant constraints on profitability, as debt-funded growth and a heavier compliance and governance infrastructure increase both interest expense and overheads.

Finally, credit quality has shown encouraging improvement, with impairments declining year-on-year, reflecting more disciplined underwriting standards and proactive monitoring of counterparties.

In addition to these themes, management has advanced several strategic initiatives including enhancements to digital lending platforms, pipeline development with institutional partners, and expanding technical assistance support to SME borrowers. These initiatives aim to deepen market penetration and strengthen credit quality further.

Outlook

The growth trajectory remains intact, supported by strong origination capacity and institutional investor appetite. The secured post-period commitments will materially expand assets under management and are expected to drive further revenue growth in the next reporting cycle. The critical focus for management remains achieving sustainable profitability through operating leverage.

Looking ahead, management is targeting assets under management (AUM) of R450 million by February 2026, with a medium-term objective of achieving profitability by the second half of FY2026. NAV per share is expected to trend upward as operating leverage is unlocked and recurring income stabilises.

Closing Remarks

The six months to August 2025 highlight ACOF's ability to expand its loan book aggressively while steadily improving credit quality. Although losses remain, the narrowing trend, coupled with imminent institutional inflows, provides a strong and visible pathway toward profitability.

Looking ahead, ACOF is well positioned to convert scale into sustainable earnings. It has demonstrated its capacity to attract meaningful institutional support, build a diversified SME loan portfolio, and reinforce its governance and operational framework. With these foundations in place, the focus now shifts toward unlocking operating leverage and capturing the benefits of a maturing platform.

ACOF is evolving into a leading SME credit provider capable of delivering not only competitive financial returns but also measurable socio-economic impact through job creation, women empowerment, and support for small businesses. The combination of balance sheet growth, liquidity resilience, and increasing institutional confidence positions ACOF for long-term success. With its trajectory firmly upward, ACOF has the potential to become a benchmark credit opportunities platform in South Africa, delivering enduring value to investors and society alike.

Jonathan Phillips
Financial Director
02 October 2025

letter from head of media and public relations

tatum wheatley

Executive Summary

This interim report consolidates the achievements of Altvest Capital, the ACOF and Africa Bitcoin Corporation (ABC) from March to August 2025. It marked a defining milestone with the rebranding of Altvest Capital into Africa Bitcoin Corporation, positioning ABC as Africa's first listed Bitcoin Treasury Strategy Company. ABC now integrates Bitcoin into its balance sheet as both a strategic reserve asset and a hedge against currency depreciation, solidifying its pioneering role in institutional Bitcoin adoption across Africa. Concurrently, Altvest Capital Solutions continues to operate across credit, advisory, and wealth management, delivering tangible economic impact through SME funding, wealth creation, and advisory services. This dual-engine structure creates a resilient platform capable of producing immediate socio-economic benefits while generating sustainable long-term shareholder value.

Key achievements during the reporting period included the launch of the ACOF out-of-home campaign on September 1, which targeted retail investors and the SME pipeline. The launch of ABC on September 8 went viral, attracting more than thirty investor inquiries and driving a near doubling of the share price.

Media and Thought Leadership

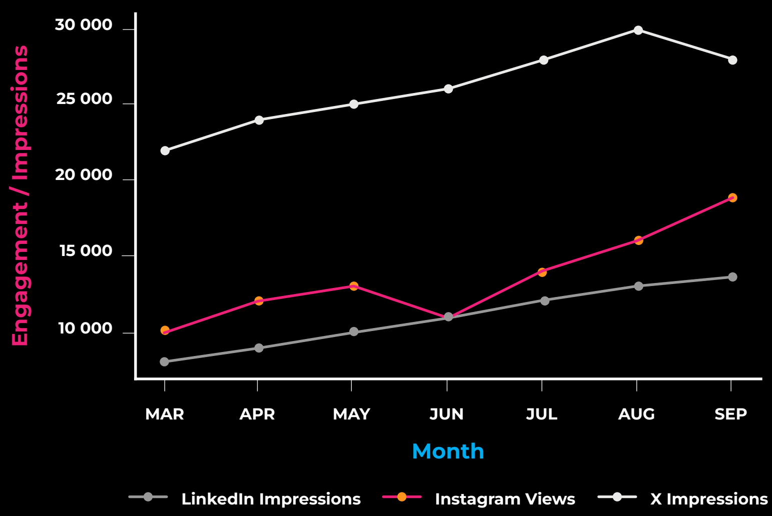
The Group companies reinforced their position as market leaders through targeted media engagement, both globally and locally. International coverage included features by Bloomberg, which highlighted ABC's rebrand and treasury strategy to a global institutional audience, and CoinTelegraph, which recognized ABC as a first mover in African Bitcoin adoption, strengthening credibility within the international crypto investment community. Locally, Moneyweb and BizNews provided detailed commentary on ABC's equity raise momentum and ACOF's SME funding outcomes, while Blue Chip Journal showcased ACOF's leadership in promoting gender-inclusive entrepreneurship. Further editorial visibility was secured through contributions by the leadership team, with Head of Media Tatum Wheatley featured in Woman & Home in April 2025, discussing women's empowerment and access to funding. Blue Chip Journal published a full-page feature co-authored by CEO Warren Wheatley and CIO Akshay Karan, offering insights into alternative investments and Bitcoin's strategic role in Africa, while Warren Wheatley contributed to JSE Magazine, consolidating ABC's reputation as a credible and authoritative voice in African finance.

Thought leadership engagements strengthened the Group's position further. CEO Warren Wheatley and Director of Bitcoin Strategy Stafford Masie participated in the Moneyweb Crypto Podcast and The Finance Ghost Podcast, contextualizing Bitcoin's role in Africa's financial ecosystem for family offices, private investors, and institutional audiences. Their participation in panels at the SAVCA-GIBS Private Equity Conference and the JSE SheInvests Conference highlighted ACOF's transformative approach to SME capital access and underscored the Group's impact at the intersection of finance and development.

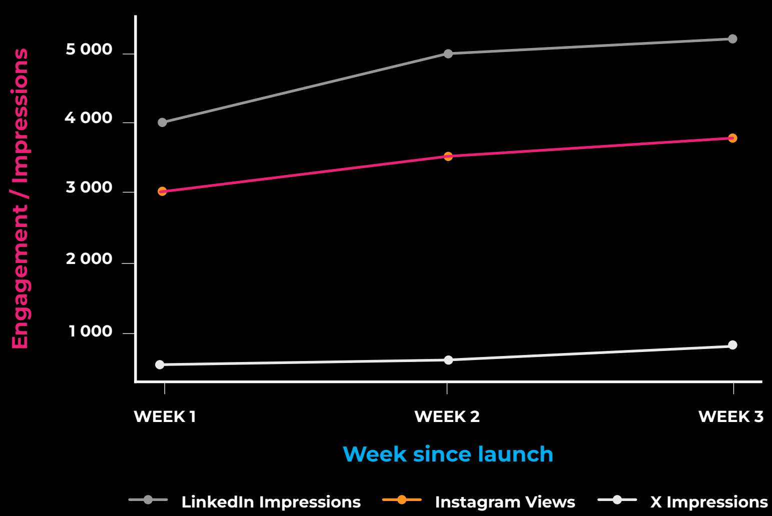
Campaigns and Investor Education

Digital campaigns maintained steady momentum throughout the period, with a twice-weekly investor education series designed to elucidate Bitcoin treasury models and ABC's broader strategy. Out-of-home campaigns in high-visibility locations across Johannesburg and Cape Town's central business districts strengthened ABC's presence among financial decision-makers. The Women's Month campaign, titled Back Her. Fund Her. Watch Her Build., amplified ACOF's impact on women-led businesses and extended traction across media channels and institutional partnerships. Investor education and engagement were scaled through newsletters reaching over 6,500 subscribers, targeted nurture mailers, explainer videos, and interactive webinars, ensuring sustained engagement with both retail and institutional investors while consolidating ABC's reputation as a trusted investment opportunity.

ALTVEST SOCIAL MEDIA GROWTH (MAR-SEP 2025)



ABC LAUNCH ENGAGEMENT (SEPT 2025)



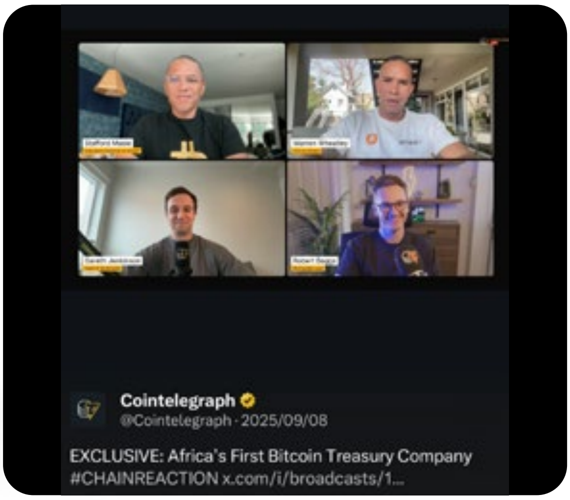
ACOF Out-of-Home Campaign

ACOF launched its out-of-home campaign on September 1, 2025, with the goal of building awareness and engagement among retail investors and the SME pipeline. Strategically deployed across Johannesburg and Cape Town, the campaign's bold creative messaging enhanced visibility and generated momentum leading into the ABC launch. By positioning ACOF's initiatives prominently in key urban centers, the campaign reinforced Altvest Capital Solutions' commitment to driving socio-economic impact and supporting inclusive growth for SMEs, particularly women-led enterprises.

ABC Launch Impact

The launch of Africa Bitcoin Corporation on September 8, 2025, achieved significant virality, attracting coverage from Bloomberg, CoinTelegraph, BizNews, Citywire, and major international cryptocurrency outlets. The announcement generated more than thirty investor inquiries within three weeks and nearly doubled ABC's share price, reflecting strong investor confidence.

The ABC brand was firmly established as Africa's first Bitcoin Treasury Strategy Company, and social media channels experienced substantial growth, with rapid follower increases and heightened engagement, confirming the market's interest in the Company's innovative dual mandate.



Events and Strategic Engagements

ABC and Altvest Capital Solutions leveraged leading conferences and forums to reinforce thought leadership and brand authority. In August 2025, the Head of Media represented the Group at the Duke University Women Leading Change Conference, engaging with global leaders on discussions of leadership, diversity, and inclusive finance. That same month, the Head of Media and an Executive Director attended the JSE SheInvests Conference, building relationships with institutional investors and reinforcing ABC's support for women-focused investment initiatives.

CEO Warren Wheatley participated as a panelist at the Women in Business Conference hosted by the Department of Economic Development in November 2024, highlighting ABC's thought leadership in gender-inclusive capital growth. Additional participation included speaking engagements at the Women Investments Network and appearances at the BizNews Investment Conference 2025 and the Africarena Jozi Summit, further cementing ABC's visibility among financial leaders and institutional stakeholders.

Strategic sponsorships and collaborations enhanced ABC and Altvest Capital Solutions' presence in the South African financial ecosystem. In 2025, ABC sponsored the ABSIP Conference, aligning with a leading industry body and demonstrating commitment to inclusive finance.

Altvest Capital Solutions engaged with the Road Freight SME Summit in September 2024, strengthening connections within the logistics sector and the SME growth community, while participation in the JSE Matchmaking Programme facilitated direct engagement between SMEs and investors. Collectively, these initiatives reinforced the Group's reputation as a credible partner at the intersection of financial innovation and socio-economic development.

Market and Performance Highlights

ACOF sustained its momentum in delivering tangible socio-economic outcomes. To date, R320 million has been deployed, supporting 39 high-growth SMEs and sustaining over 1,656 jobs across South Africa. Funding allocations have particularly targeted women-led enterprises, enhancing transformation and reinforcing ABC's reputation as a reliable partner in inclusive economic growth. This combination of financial market innovation and real-economy impact illustrates the Group's ability to generate measurable value for both shareholders and society.

The African investment landscape continues to evolve rapidly, with alternative investments and digital assets gaining prominence. ABC is strategically positioned at this inflection point, bridging traditional finance and the emerging digital economy. Mainstream adoption of Bitcoin is advancing, as demonstrated by Wimpy South Africa's announcement to accept Bitcoin payments, reflecting increasing integration of digital currencies into everyday commerce. Institutional investors, including asset managers and pension funds, are increasingly exploring Bitcoin for portfolio diversification and as an inflation hedge. Simultaneously, regulatory frameworks are evolving positively across the continent, balancing innovation with financial stability and providing an enabling environment for ABC's treasury model.

Outlook

Regional expansion is a key priority for the remainder of the financial year, with preparations underway for a cross-border listing on the Namibian Stock Exchange, broadening investor access across SADC markets. This initiative will be complemented by an institutional investor roadshow in Namibia, deepening engagement and enhancing media visibility. Thought leadership initiatives remain robust, with upcoming appearances on Capital Engine's In the Engine Room podcast and a leadership profile in Financial Mail. ABC is also exploring partnerships with fintech platforms to enhance Bitcoin custody, settlement, and reporting capabilities.

Conclusion

ABC and ACOF have demonstrated the successful execution of a dual-track strategy. Retail pipeline building through ACOF and institutional credibility via ABC have both achieved significant milestones, setting the stage for continued investor education and thought leadership. Africa Bitcoin Corporation and Altvest Capital Solutions are shaping the future of African finance, positioning the Group as a digital, resilient, and Bitcoin-driven leader. Together with shareholders, partners, and investors, the Group is defining Africa's financial future, not merely participating in it.

Tatum Wheatley

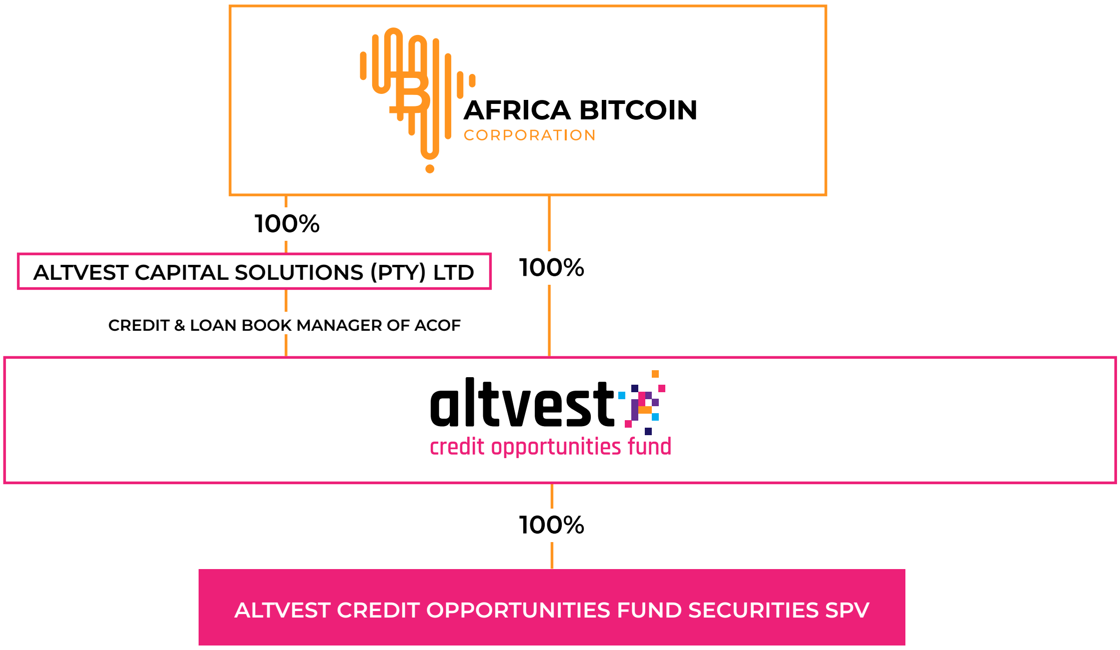
Head of Media and Public Relations

02 October 2025

supplementary businesses

Altvest Capital Solutions

Altvest Capital Solutions (Pty) Ltd, a wholly owned subsidiary of Africa Bitcoin Corporation ("ABC"), is the appointed credit and loan book manager of ACOF. ABC operates as a juristic representative of CAEP Asset Managers (Pty) Ltd, FSP No. 33933, ensuring that ACOF's operations are conducted within a regulated framework. Altvest Capital Solutions provides the operational backbone for ACOF by overseeing credit structuring, portfolio management, and risk governance. Through this structure, ACOF benefits from experienced investment professionals and the ability to scale its SME lending strategy across South Africa and into broader African markets.



Altvest Capital Solutions is the entity that will carry forward the group's financial services operations. It embodies the ethos upon which Altvest was founded, the democratisation of access to capital markets for South African SMEs and investors.

Importantly, Altvest Capital Solutions is not confined to South Africa. Its mission now extends across the African continent, where it will play a pivotal role in bridging funding gaps and enabling enterprise development. By providing SMEs with structured capital, financial products, and advisory support, Altvest Capital Solutions seeks to catalyse sustainable growth and job creation, while offering investors transparent, regulated exposure to Africa's expanding private market opportunities.

Beyond its role as Credit and loan book manager, Altvest Capital Solutions offers complementary services that reinforce ACOF's model. Its asset management capabilities extend across ACOF and other impact-driven investments within the Group, ensuring alignment of funding, governance, and reporting. Its corporate advisory division enhances ACOF's reach by engaging SMEs throughout their growth cycle, from structuring debt solutions to advising on equity-linked funding. This integration ensures that ACOF's lending is not just transactional but part of a broader ecosystem that equips SMEs with financial tools for long-term sustainability.

Altvest Capital Solutions aims to provide tailored funding solutions at every stage of an entrepreneur's journey, ensuring businesses receive the right support at the right time.

1. **Seed Stage:** Altvest SBC High-Impact Seed Fund (ASIS) provides early-stage capital for product development and operational costs;
2. **Venture Capital Stage:** Altvest Venture Capital Fund (AVCO) supports scaling and market expansion for high growth businesses;
3. **Post-Revenue Growth Stage:** Altvest Credit Opportunities Fund (ACOF) offers debt solutions for working capital and expansion;
4. **Pre-IPO / Buyout Stage:** Altvest Hybrid Investment Instruments provide private equity funding and exit preparation for mature businesses.

Altvest Capital Solutions is the diversified financial services arm of ABC that ensures the Company retains operational earnings and a diversified asset base. It carries forward the Altvest financial services businesses with a forward-looking twist: every service line is being adapted to incorporate the Bitcoin revolution. Asset management is blending Bitcoin with alternatives, wealth management is introducing clients to digital assets responsibly, and corporate advisory is championing Bitcoin treasury and fintech initiatives.

Altvest Wealth

Altvest Wealth (Pty) Ltd is an FSCA-licensed financial services provider (FSP No. 45810) and also operates as a juristic representative of CAEP Asset Managers (Pty) Ltd, FSP No. 33933. As part of the Africa Bitcoin Corporation group, Altvest Wealth complements ACOF by broadening investor access. It provides wealth management, financial planning, and advisory services to both retail and institutional clients. By doing so, it supports the distribution and investor relations aspects of ACOF, helping to attract and service the diverse pool of shareholders and noteholders that underpin the capital base.

Importantly, Altvest Wealth is building capacity to responsibly integrate Bitcoin and other digital assets within a regulated framework. This capability not only aligns with ABC's group strategy but also positions ACOF within a modernised investor ecosystem, where capital raising and portfolio diversification are enhanced by innovative financial instruments.

Our product set and partners in Altvest Wealth include:

Discovery
Sanlam
OLDMUTUAL
momentum
BRIGHTROCK
elevate THE INSURANCE CONCIERGE
LIBERTY
1Life Changing Lives
yu life

Together, Altvest Capital Solutions and Altvest Wealth strengthen ACOF's ability to deliver on its dual mandate: mobilising institutional and retail capital while ensuring SMEs have access to structured financing and ongoing financial support. This combined platform ensures that ACOF remains resilient, well-governed, and responsive to both investor expectations and SME needs.

governance

governance

Introduction

ACOF is a non-bank lender with a core mandate to support high-potential South African SMEs through structured credit. ACOF operates as a subsidiary of Africa Bitcoin Corporation Limited and its governance framework is structured to balance its operational independence with the benefits of integrated oversight at a group level.

This report outlines the governance practices of ACOF for the period under review, reflecting its commitment to ethical leadership, transparency, and alignment with the King IV Report on Corporate Governance for South Africa. The governance practices described herein are further aligned with the Companies Act, No. 71 of 2008 (as amended), and the JSE and CTSE Listings Requirements, particularly as they relate to listed entities' obligations around disclosure, oversight, board structure, and stakeholder engagement.

Governance Framework

ACOF is governed by its own Board of Directors, which provides strategic direction, oversight, and accountability for the fund's operations. The ACOF Board operates under a formal Board Charter and is supported by the governance infrastructure of ABC.

ACOF complies with applicable regulatory obligations and embraces the principles of effective and ethical leadership.

Although ACOF has a dedicated Board, and its own independent Investment Committee, all other committees, namely the Audit and Risk Committee, Nomination and Remuneration Committee, and the Social and Ethics Committee, are constituted at the ABC level. These committees exercise oversight over both ABC and ACOF in an integrated manner, ensuring streamlined decision-making, improved transparency, and alignment with group-wide governance principles.

The ACOF Board

The ACOF Board is responsible for the stewardship and governance of the Company. Its mandate includes approving ACOF's strategic direction, overseeing risk management, ensuring compliance with applicable laws and regulations, and applying a stakeholder-inclusive approach in line with the principles of King IV. The Board places strong emphasis on maintaining independence in its decision-making processes, with non-executive directors providing objective oversight, external perspective, and accountability in relation to management.

The independence of each non-executive director is assessed annually in accordance with King IV and the Companies Act, taking into account tenure, relationships, and any potential conflicts of interest that could affect impartiality.

Board Composition as at 31 August 2025

During the reporting period, changes occurred in the Board's composition. In June 2025, Ewa Harcourt-Wood resigned as an independent non-executive director. On 1 August 2025, Jonathan Phillips was appointed as Financial Director and Executive Director.

As a result of these changes, the ACOF Board comprised seven directors as at 31 August 2025, being four executive directors and three independent non-executive directors. This structure temporarily left the Board non-compliant with King IV's recommended majority of non-executive directors.

Name	Nationality	Date Appointed	Designation
W Wheatley	South Africa	24/11/2023	Executive Director – Chief Executive Officer
A Karan	South Africa	01/10/2022	Executive Director – Chief Investment Officer
T Wheatley	South Africa	14/03/2023	Executive Director
JL Phillips	South Africa	01/08/2025	Executive Director – Financial Director
GM Sephuma	South Africa	26/02/2023	Independent Non-Executive Director – Chairperson
K Sithole	South Africa	01/03/2024	Independent Non-Executive Director
S Masakale	South Africa	22/03/2023	Independent Non-Executive Director
***E Harcourt-Wood**	South Africa	29/03/2024	Independent Non-Executive Director

*E Harcourt-Wood resigned in July 2025

Events After the Reporting Period

Subsequent to the reporting period, the Board moved to restore and enhance its independence. On 1 October 2025, the following directors were appointed as independent non-executive directors:

Name	Nationality	Date Appointed	Designation
A Kabagambe	Uganda	01/10/2025	Independent Non-Executive Director
M Maradzika	South Africa	01/10/2025	Independent Non-Executive Director
S Maputla	South Africa	01/10/2025	Independent Non-Executive Director

Following these appointments, the ACOF Board now comprises ten directors: four executive directors and six independent non-executive directors. This reconstitution has restored compliance with King IV and reinforces the Board's ability to provide effective oversight, independent judgment, and robust governance in support of ACOF's mandate.

The Board is satisfied that, following these changes, its composition is appropriate for the size and complexity of the business and that it is able to discharge its responsibilities effectively.

ACOF Board of Directors

Norma Sephuma | Independent Chairperson

Norma has held various roles within the Bank of Botswana. She has been the acting head of Privatisation and Restructuring at the Public Enterprises Evaluation and Privatisation Agency (PEEPA). Other roles included PPP Officer, SADC Network with SADC Development Finance Resource Centre, and as Regional PPP Consultant, African Development Bank. Her qualifications include a BA in Economics and Statistics and an MBA specialising in financial management.

Tatum Wheatley | Head of Media and Public Relations

Tatum practised industrial psychology, specialising in organisational development and culture and change management. She is a professional model and her career spans over 20-years across five continents. Tatum was a director of corporate relations at Fairmont Zimbali in Kwa-Zulu Natal. She is a public speaker and consultant in industrial psychology. Tatum holds a degree in psychology specialising in industrial psychology.

Warren Wheatley | Chief Executive Officer

Warren is a seasoned investment professional with over 20 years of experience across Asset Management, Private Equity, Banking, and Institutional Capital Markets. He holds a CA(SA) designation, CFP, and Postgraduate Diplomas in Corporate Finance, Financial Planning Law, and Auditing.

Warren has over 20 years' experience in Asset Management, Private Equity, Banking and Institutional Capital Markets. Warren is the co-founder and former Chief Investment Officer of Lebashe Investment Group, Chairman of the Joint Investment Committee of the Telkom Retirement Fund and Chair of the Investment Committee of the Transnet Retirement Fund. Warren was previously an Investment Banker at ABSA Capital and served in various roles at Alexander Forbes.

Akshay Karan | Chief Investment Officer

Akshay has more than 11 years of experience in investment banking, management consulting and private equity across unlisted and listed entities. He started his career as an investment banker at Investec and has worked as a management consultant at BCG. Akshay's qualifications include Bachelor of Business Science with Accounting, CAIA – Level 1, CA(SA), and a Postgraduate Diploma in Accounting.

Snowy Masakale | Independent Non-Executive Director

Snowy is an experienced CEO and Non-Executive Director with over 20 years of financial services experience across retirement fund and investment management. She is a Financial Services Expert, dealing with Employee Benefits her experience includes overseeing approved and unapproved group life benefits of defined benefit and defined contribution funds. Her qualifications include a BCom (Hons) in Economic Sciences, Postgraduate Diploma in Financial Planning, an MBA, FAIS (RE5), and IODSA Programme.

Khaya Sithole | Independent Non-Executive Director

Khaya has over 17 years' experience in the finance industry with a background in academia, finance and corporate governance. Has an Honours in Accounting, PG Diploma in Financial Strategy and MSc in Finance and Accounting and is a CA(SA). Khaya has provided services to listed companies, non-profit organisations and state institutions through the finance and corporate governance consultancy, Corusca Consulting. He contributed as a freelance columnist for Mail & Guardian, Moneyweb and Media24.

ACOF Board of Directors

Jonathan Phillips | Financial Director

Jonathan is a Chartered Accountant with experience in audit, financial reporting, and corporate finance. He was appointed as Chief Financial Officer of Africa Bitcoin Corporation in March 2025 and subsequently as Executive Financial Director in August 2025.

Prior to joining the Company, Jonathan was an audit supervisor and manager at Zeelie Auditors, where he was responsible for the audit of ABC since inception. He also gained experience as an audit manager at Ernst & Young, where he managed audits across a range of industries. Jonathan holds a B.Com in Accounting and a Postgraduate Diploma in Accounting. His strong technical foundation, coupled with direct knowledge of the Company's operations from its early stages, positions him to play a key role in strengthening ABC's financial management, governance, and reporting disciplines.

Amanda Kabagambe | Independent Non-Executive Director

Amanda is a highly experienced professional with over 14 years of expertise in transaction advisory and management consulting across Africa. She holds a Master of Business Administration (MBA) from the Edinburgh Business School at Heriot-Watt University, is a Certified Business Advisor (CBA) through the Institute of Business Advisors South Africa, and earned a Bachelor of Arts degree in Development Economics from Makerere University.

Amanda has advised on transactions valued at more than $150 million and arranged over $26 million in direct investments. She has led major projects for the World Bank and the Government of Uganda, demonstrating deep capability in structuring impactful financial solutions. Her leadership roles include serving as Chairperson of EAVCA Uganda and advising investment funds on portfolio strategy and execution. Amanda has also structured a $1.5 billion economic stimulus package and facilitated co-investment partnerships for SMEs, underscoring her ability to bridge global capital with local enterprise needs.

Sibongile Maputla | Independent Non-Executive Director

Sibongile brings more than 20 years of experience in the financial services industry, underpinned by a Bachelor of Commerce degree in Statistics. Her career spans South Africa, London, and New York, where she has held senior roles with leading financial institutions.

She has worked for Coronation Fund Managers and Standard Bank, and internationally with BNP Paribas and JP Morgan, where she served as Business Manager for the Equity Derivatives Desk. Most recently, Sibongile was Chief Operating Officer of Benguela Global Fund Managers, where she played a pivotal role in growing assets under management from R50 million to more than R8 billion within five years. Her extensive operational and leadership expertise across asset management and capital markets positions her as a highly valuable contributor to ACOF's governance and strategic oversight.

Mazvita Maradzika | Independent Non-Executive Director

Mazvita is a Chartered Accountant (SA) with two decades of experience in the financial services industry. She holds a Bachelor of Commerce degree from Rhodes University, a Certificate in the Theory of Accounting (CTA) from UNISA, and an MPhil in Development Finance from Stellenbosch University.

Her career spans financial reporting, private equity, impact investing, and strategic advisory services. Mazvita has led acquisition teams, managed investment portfolios, and advanced inclusive finance and investment strategies across diverse markets. She currently serves as a Stanford Seed Consultant, Investment Consultant at Afrishela Fund, and as Director and Founder of MJR Advisory Services. Her previous roles include Managing Director of SEI1 Ltd, Executive Director at Siyakha Capital Advisors, and Transactor at Identity Capital Partners. She also contributes her expertise as a board member, supporting SMEs and driving sustainable finance and investment solutions.

Oversight and Committee Structures

ACOF's governance is supported by several key committees that provide oversight and guidance in alignment with its mandate and stakeholder expectations. These committees ensure ACOF adheres to the highest standards of accountability and ethical leadership across strategic, financial, social, and compliance areas.

Investment Committee

The ACOF Investment Committee is constituted independently of the Altvest Capital Investment Committee, providing specialised oversight of ACOF's credit and investment activities. Its primary role is to:

- Review and approve all proposed investments and credit facilities;
- Ensure alignment with ACOF's investment strategy and risk appetite;
- Assess opportunities through a dual-layer process involving internal and independent committee members;
- Apply a stringent vetting process grounded in commercial and impact considerations.

The Committee consists of experienced professionals in credit, private equity, and investment analysis. It met regularly throughout the year to assess the growing transaction pipeline and ensure the robustness of investment decisions.

ACOF utilises several approval structures, to ensure the highest standards of corporate governance and oversight are maintained while ensuring prompt speed of output for clients. Lending and Investment decisions within ACOF are subject to a robust process of assessment, vetting, recommendation and approval. The process incorporates an internal assessment which is undertaken by a diverse team of internal specialists (the Internal Committee). Recommendations for funding are then evaluated by an external independent committee made up of specialists in investments, credit, private equity and business valuations.

The composition of the committees is currently as follows on the following pages.

Independent Investment Committee

Snowy Masakale | Investment Specialist

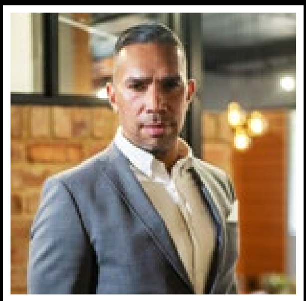
Amanda Kabagambe | Structured Finance

Sibongile Maputla | Private Credit

Mazvita Maradzika | Structured Finance

Internal Investment Committee

Warren Wheatley I Chief Executive Officer



Akshay Karan I Chief Investment Officer

Jonathan Phillips I Financial Director

Nicolas Mugisha I Head of Strategy

Chrizelle van der Colff I Head of Operations

Tatum Wheatley I Head of Media and Public Relations

Reggie Dlamini I General Council

Audit and Risk Committee (Group Level)

The Audit and Risk Committee ("ARC") is a central element of ABC's governance framework. It plays a critical role in safeguarding the integrity of financial reporting, overseeing risk management and internal controls, and monitoring the independent audit process. The ARC operates in line with the Companies Act, King IV, and the JSE Listings Requirements.

All members of the Committee were re-elected at the ABC Annual General Meeting held in July 2025.

Its responsibilities include:

- Reviewing the integrity of financial reporting and IFRS compliance;
- Overseeing the effectiveness of risk management systems and internal controls;
- Evaluating audit findings and ensuring regulatory compliance;
- Recommending the reappointment of external auditors.

The ARC comprises independent non-executive directors, including representatives from the ACOF Board, ensuring that ACOF specific risks receive appropriate oversight.

Membership as at 31 August 2025

Name	Designation
K Sithole (Chairperson)	Independent Non-Executive Director
B Khumalo	Independent Non-Executive Director
N Sephuma	Independent Non-Executive Director

Social and Ethics Committee (Group Level)

The Social and Ethics Committee ("SEC") assists the Boards of ABC and ACOF in ensuring that the Group acts as a responsible corporate citizen, consistent with King IV and the Companies Act. It provides oversight of ethical leadership, stakeholder impact, ESG integration, and transformation initiatives.

All members of the Committee were re-elected at the ABC Annual General Meeting held in July 2025.

The committee's scope includes:

- Monitoring ethical leadership and organisational culture;
- Overseeing stakeholder engagement and environmental impact;
- Reviewing transformation and ESG integration;
- Approving and monitoring related party transactions.

Membership as at 31 August 2025

Name	Designation
G Alcock (Chairperson)	Independent Non-Executive Director
N Sephuma	Independent Non-Executive Director
W Wheatley	Executive Director

Nomination and Remuneration Committee (Group Level)

The Nomination and Remuneration Committee ("RemNom") supports the Boards of ABC and ACOF in ensuring a skilled, diverse, and independent leadership structure, while aligning remuneration with long-term performance. Its mandate includes succession planning, board composition, and oversight of remuneration policies for both executive and non-executive directors.

Membership as at 31 August 2025

Name	Designation
B Khumalo (Chairperson)	Independent Non-Executive Director
K Sithole	Independent Non-Executive Director
*S Masie	Independent Non-Executive Director

financial statements

for the 6 month
period ended
31 August 2025

contents

Directors' Responsibilities and Approval

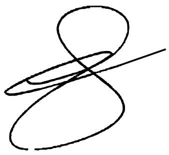
The directors are required by the Companies Act of South Africa to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. These financial statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB®) and it is their responsibility to ensure that the financial statements satisfy the financial reporting standards with regards to form and content and present fairly the statement of financial position, results of operations and business of the company, and explain the transactions and financial position of the business of the company at the end of the 6 month financial period. The financial statements are based upon appropriate accounting policies consistently applied throughout the company 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 directors set 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 are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss. The going-concern basis has been adopted in preparing the financial statements. Based on forecasts and available cash resources the directors have no reason to believe that the company will not be a going concern in the foreseeable future. The financial statements support the viability of the company.

The financial statements set out on pages **78 - 111** which have been prepared on the going concern basis, were approved by the directors and were signed on 30 September 2025 on their behalf by:



WG Wheatley

02 October 2025

AS Karan

02 October 2025

Directors' Report

The directors have pleasure in submitting their report together with the Financial statements for the period ended 31 August 2025.

1. Review of activities

Main business and operations

The company Altvest Credit Opportunities Fund Ltd ("ACOF") was incorporated in South Africa. The principal activity of the company is providing SME loans. Altvest Credit Opportunities Fund Ltd is a direct lender focusing primarily but not restricted to women-owned and/or managed and/or staffed businesses in South Africa.

ACOF obtains capital for deployment from several categories of investors and funders in the form of debt and equity. The primary use of capital raised will be allocated for ACOF to originate structured loans to borrowers through an online platform.

ACOF also supports its portfolio of borrowers by offering technical, compliance and finance related services.

ACOF is owned by - Africa Bitcoin Corporation Limited (previously known as Altvest Capital Limited). Africa Bitcoin Corporation Limited ("Africa") is a non-bank lender operating in the financial services sector that both facilitates access to bespoke investments for retail investors and broadens access to funding to all South African businesses, with a focus on SMEs.

Review of financial results and activities

The financial statements have been prepared in accordance with IFRS Accounting Standards and the requirements of the Companies Act 71 of 2008.

Full details of the financial position, results of operations and cash flows of the company are set out in these financial statements.

	Unaudited 31 August 2025 (6 Months)	Unaudited 31 August 2024 (6 Months)
	R	R
Financial results		
Trading loss for the Period	(10 784 885)	(12 726 232)

2. Events after reporting date

2.1 Subsequent to the end of the period, ACOF secured additional institutional commitments amounting to R150 million.

- A commitment of R50 million is expected to be disbursed once legal and operational documentation has been completed.
- An additional commitment of R100 million remains subject to the finalisation of due diligence procedures.

These amounts, once received, will increase the ACOF's assets under management and will be applied towards its lending activities in the ordinary course of business.

2.2 On 10 September 2025, the holding company of ACOF, Altvest Capital Limited, changed its registered name to Africa Bitcoin Corporation Limited. The change forms part of a broader group restructuring and rebranding process aimed at aligning the group's identity with its long-term strategic objectives.

2.3 As part of the restructuring of the Africa Bitcoin Corporation group, the role of asset manager to the ACOF will no longer be fulfilled directly by Africa Bitcoin Corporation Limited. This function will be assumed by a wholly owned subsidiary within the group, Altvest Capital Solutions (Pty) Ltd, which will undertake all responsibilities and obligations associated with the asset management role.

2.4 Other than the above mentioned matters the directors are not aware of any other matters or circumstances arising since the end of the reporting period, not otherwise dealt with in these financial statements, which significantly affect the financial position at 31 August 2025 or the results of operations or cash flows for the period then ended.

3. Authorised and issued share capital

The total authorised share capital is 100,000,000 ordinary shares of no par value. There were no ordinary shares issued during the period. The total number of ordinary shares in issue at the end of the reporting period was 43 178 857.

4. Dividend

No dividend was declared or paid to the shareholder during the current or prior period.

5. Directors

The directors of the company during the period and up to the date of this report are as follows:

WG Wheatley

AS Karan

TL Wheatley

GM Sephuma

SKI Masakale

KS Sithole

JL Phillips (appointed 1st August 2025)

E Harcourt- Wood (resigned 17th July 2025)

S Maputla (appointed 1st October 2025)

M Maradzika (appointed 1st October 2025)

A Kabagambe (appointed 1st October 2025)

Statement of Financial Position

	Notes	Unaudited 31 Aug 2025 (6 Months) R	Unaudited 31 Aug 2024 (6 Months) R	Audited 28 Feb 2025 (12 months) R	Audited 29 Feb 2024 (12 months) R
Assets					
Non-current assets					
Intangible assets	3	7 474 650	8 514 953	7 996 234	9 039 404
Deferred tax assets	4	9 689 396	6 195 567	5 894 978	1 682 580
Promissory note	5	-	-	10 439 855	-
Loan and advances to customers	6	160 081 931	80 908 582	161 908 039	8 180 253
Total non-current assets		**177 245 977**	**95 619 102**	**186 239 106**	**18 902 237**
Current assets					
Other receivables	7	1 713 119	979 372	820 145	412 890
Group loans receivable	8	13 873 345	5 684 782	2 956 488	1 862 853
Promissory note	5	10 969 096	-	-	-
Loans and advances to customers	6	65 398 398	44 278 562	40 051 901	11 614 984
Loan receivable		372 031	164 315	-	-
Cash and cash equivalents	9	40 119 567	102 276 776	35 857 221	69 005 471
Total current assets		**132 445 556**	**153 383 807**	**79 685 755**	**82 896 198**
Total assets		**309 691 533**	**249 002 909**	**265 924 861**	**101 798 435**
Equity and liabilities					
Equity					
Share capital	10	56 683 354	52 397 222	56 683 354	21 669 497
Accumulated loss		(28 695 886)	(17 994 756)	(17 911 001)	(5 268 524)
Total equity		**27 987 468**	**34 402 466**	**38 772 353**	**16 400 973**
Liabilities					
Non-current liabilities					
Interest bearing borrowings	11	279 930 031	211 968 768	226 075 965	82 742 465
Current liabilities					
Trade and other payables	12	1 774 034	1 248 265	1 076 543	802 497
Enterprise development loan	13	-	1 383 410	-	1 852 500
Total current liabilities		**1 774 034**	**2 631 675**	**1 076 543**	**2 654 997**
Total liabilities		**281 704 065**	**214 600 443**	**227 152 508**	**85 397 462**
Total equity and liabilities		**309 691 533**	**249 002 909**	**265 924 861**	**101 798 435**

Statement of Profit or Loss and Other Comprehensive Income

	Notes	Unaudited 31 Aug 2025 (6 Months) R	Unaudited 31 Aug 2024 (6 Months) R	Audited 28 Feb 2025 (12 months) R	Audited 29 Feb 2024 (12 months) R
Interest income	14.1	25 964 887	11 919 594	35 665 296	2 521 517
Fee and commission income	14.2	-	77 000	77 000	-
Total interest and fee income		**25 964 887**	**11 996 594**	**35 742 296**	**2 521 517**
Interest expense	15	(16 354 068)	(9 992 049)	(24 199 246)	(2 742 475)
Profit / (Loss) before impairment and operating expenses		**9 610 819**	**2 004 545**	**11 543 050**	**(220 958)**
Impairment of loans and advances to customers	6	(7 237 172)	(8 937 405)	(7 081 914)	(748 485)
Other operating expenses	16	(16 952 950)	(10 306 359)	(21 316 010)	(5 937 852)
Loss before tax		**(14 579 303)**	**(17 239 219)**	**(16 854 874)**	**(6 907 295)**
Taxation	17	3 794 418	4 512 987	4 212 397	1 682 580
Loss for the period		**(10 784 885)**	**(12 726 232)**	**(12 642 477)**	**(5 224 715)**

Statement of Changes in Equity

	Share capital	Accumulated loss	Total
	R	R	R
Unaudited 31 August 2025			-
Balance at 28 February 2025	56 683 354	(17 911 001)	38 772 353
Total comprehensive loss for the period	-	(10 784 885)	(10 784 885)
Balance at 31 August 2025	**56 683 354**	**(28 695 886)**	**27 987 468**
Unaudited 31 August 2024			
Balance at 29 February 2024	21 669 497	(5 268 524)	16 400 973
Additional contributions received from share issued	30 727 725	-	30 727 725
Total comprehensive loss for the period	-	(10 784 885)	(10 784 885)
Balance at 31 August 2024	**52 397 222**	**(17 994 756)**	**34 402 466**
Audited 28 February 2025			-
Balance at 29 February 2024	21 669 497	(5 268 524)	16 400 973
Total comprehensive loss for the period	-	(12 642 477)	(12 642 477)
Additional contributions received from share issued	35 013 858	-	35 013 858
Balance at 28 February 2025	**56 683 354**	**(17 911 001)**	**38 772 354**
Audited 29 February 2024			-
Balance at 28 February 2023	-	(43 809)	(43 809)
Total comprehensive loss for the period	-	(5 224 715)	(5 224 715)
Additional contributions received from shares issued	21 669 497	-	21 669 497
Balance at 28 February 2025	**21 669 497**	**(17 911 001)**	**16 400 973**
Notes	10		

Statement of Cash Flows

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Net cash utilised in operating activities	**(20 467 002)**	**(113 470 176)**	**(174 350 227)**	**(22 931 717)**
Cash utilised in operating activities	**(46 431 889)**	**(121 750 956)**	**(209 575 667)**	**(24 914 033)**
Interest received	25 964 887	8 280 780	35 225 440	1 982 316
Interest paid	-	-	-	-
Taxation paid	-	-	-	-
Cash flows used in investing activities	**(15 599 937)**	**(3 986 244)**	**(13 811 880)**	**(4 515 747)**
Advances of loans receivable	(372 031)	(164 315)	-	-
Advances of shareholder loan	(15 401 371)	-	(7 416 306)	-
Advances to loan receivable	173 465	-	411 000	(30 725)
Advances issued for promissory note	-	-	(7 106 574)	-
Proceeds received from promissory note	-	-	300 000	-
(Advances)/Repayments to group loans	-	(3 821 929)	-	(4 485 022)
Cash flows from financing activities	**40 329 285**	**150 727 725**	**155 013 857**	**96 385 434**
Shares issued	-	30 727 725	35 013 857	21 669 497
Loans repaid during the year (Kisby Transaction)	-	-		(5 284 063)
Interest bearing borrowings	40 329 285	120 000 000	120 000 000	80 000 000
Net change in cash and cash equivalents	**4 262 346**	**33 271 305**	**(33 148 250)**	**68 937 970**
Cash and cash equivalents at beginning of the period	35 857 221	69 005 471	69 005 471	67 501
Cash and cash equivalents at end of the period	**40 119 567**	**102 276 776**	**35 857 221**	**69 005 471**

Accounting Policies

1. General information

Altvest Credit Opportunities Fund Limited is a company incorporated in South Africa. Its principal business activity is providing SME loans.

2. Accounting policies and basis of preparation

The principal accounting policies applied in the preparation of these condensed interim financial statements are set out below. The same accounting policies, presentation and methods of computation have been followed in these condensed financial statements as were applied in the preparation of the financial statements for the year ended 28 February 2025. The condensed financial statements have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting.

2.1 Intangible assets

Intangible assets are recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

ACOF acquired various intellectual property developed from Kisby Capital Partners in the prior year. The various intellectual property was analysed and classified into assets of a similar nature and function as an intangible assets.

The classifications derived by management are as follows:

Policies, procedures to maintain an SME Lender and Valuation models and credit scoring systems

A suite of policies and procedures required in an environment whereby capital funding is obtained from institutional investors was purchased. It can be sold and or transferred and is imperative to enhance sound corporate governance. They are measured at cost less accumulated impairment losses. These have been assessed as having indefinite useful lives, as there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the entity. These are assessed for impairment at least annually, and whenever there is an indication of impairment.

Customer relationships

ACOF aims to raise capital funding of circa R5 billion in the next couple of years to be disbursed in the form of loans to SME Businesses. The potential customer list that expressed interest in obtaining loan funding consists of contact details. These contacts would not be able to be mined indefinitely. The customer lists are measured at cost less accumulated amortisation and accumulated impairment losses. Customer relationships are assessed as having a useful life of 5 years to align with planned loan disbursements.

Accounting Policies - continued

2.1 Intangible assets (continued)

Licenses

The licenses, legal contracts and royalty agreements acquired has been measured at cost and assessed as having an indefinite useful life. Indefinite useful life licenses are reviewed for impairment annually.

Subsequent expenditure

Subsequent expenditure is capitalised only when it meets the definition of an intangible asset and when the recognition criteria is met. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

Amortisation

The Financial Instruments and Risk Management section outlines the financial instruments held by the company, classified according to their respective accounting categories.

The amortisation methods and useful lives are reviewed at each reporting date and adjusted if required.

Database of Policies, procedures to maintain an SME Lender	Indefinite
Customer relationships	5 years
Licenses	Indefinite
Valuation models and credit scoring systems	Indefinite

2.2 Financial instruments

Financial instruments held by the company are classified in accordance with the provisions of IFRS 9 Financial Instruments.

Classification and subsequent measurement

Financial assets which are debt instruments:

Amortised cost. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is met by holding the instrument to collect contractual cash flows).

Accounting Policies - continued

2.2 Financial instruments (continued)

Financial liabilities:

Amortised cost.

Financial instruments and risk management presents the financial instruments held by the company based on their specific classifications.

Derecognition of financial assets

The company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the company retains substantially all the risks and rewards of ownership of a transferred financial asset, the company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received. On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Derecognition of financial liabilities

The company derecognises financial liabilities when, and only when, the company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

The specific accounting policies for the classification, recognition and measurement of each type of financial instrument held by the company are presented below:

Loans receivable at amortised cost

Loans to group companies and loans and advances to customers are classified as financial assets subsequently measured at amortised cost. They have been classified in this manner because the contractual terms of these loans give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the company's business model is to collect the contractual cash flows on these loans.

Accounting Policies - continued

2.2 Financial instruments (continued)

Loans and advances to customers are recognised when the company becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any. They are subsequently measured at amortised cost. The amortised cost is the amount recognised on the loan initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

The company recognises a loss allowance for expected credit losses on all loans receivable measured at amortised cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective loans.

If the credit risk on a loan has not increased significantly since initial recognition, then the loss allowance for that loan is measured at 12 month expected credit losses (12 month ECL). The company measures the loss allowance at an amount equal to lifetime expected credit losses (lifetime ECL) when there has been a significant increase in credit risk since initial recognition.

Lifetime ECL represents the expected credit loss that will result from all possible default events over the expected life of a loan. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a loan that are possible within 12 months after the reporting date.

In assessing whether to recognise a 12-month expected credit loss (ECL) or a lifetime ECL, the company evaluates whether there has been a significant increase in credit risk (SICR) since initial recognition of the financial asset. This assessment is based on the change in the risk of default occurring over the expected life of the asset, rather than on evidence of a credit impairment or an actual default at the reporting date.

The company applies a forward-looking approach in line with IFRS 9, incorporating both quantitative and qualitative indicators to determine whether a SICR has occurred. One of the key inputs into the ECL model is the Probability of Default (PD), which represents the likelihood that a borrower will default within a given time horizon (typically 12 months or over the asset's lifetime, depending on the stage classification).

A financial asset is considered to be in default if the borrower is more than 90 days past due on a contractual payment, or if there is other objective evidence of unlikeliness to pay. The 90-day threshold aligns with industry norms and regulatory guidance.

Cash and cash equivalents

Cash and cash equivalents are stated at carrying amount which is deemed to be fair value. For the purposes of the statement of cash flows, cash includes cash on hand, deposits held on call with banks, investments in money market instruments, and bank overdrafts. Bank overdrafts are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

2.2 Financial instruments (continued)

Trade and other payables

Trade and other payables, excluding VAT and amounts received in advance, are classified as financial liabilities subsequently measured at amortised cost. They are recognised when the company becomes a party to a contractual provisions, and are measured, at initial recognition, at fair value less transaction costs, if any. They are subsequently measured at amortised cost using the effective interest method.

Borrowings and loans from related parties

Loans from group companies, loans from shareholders and borrowings are classified as financial liabilities subsequently measured at amortised cost.

Borrowings and loans from related parties are recognised when the company becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value less transaction costs, if any. They are subsequently measured at amortised cost using the effective interest method.

Interest expense, calculated on the effective interest method, is included in profit or loss in finance costs.

Borrowings expose the company to liquidity risk and interest rate risk. Refer to the notes for details of risk exposure and management thereof.

Notes to the Financial Statements

3. Intangible assets

	Unaudited 31 Aug 2025 (6 Months) Carrying value	Unaudited 31 Aug 2024 (6 Months) Carrying value	Audited 28 Feb 2025 (12 months) Carrying value	Audited 29 Feb 2024 (12 months) Carrying value
	R	R	R	R
Suite of policies, procedures to maintain an SME Lender	3 708 706	3 708 706	3 708 706	3 708 706
Customer relationships	2 960 425	4 000 728	3 482 009	4 525 179
Licenses	341 662	341 662	341 662	341 662
Valuation models and credit scoring systems	463 857	463 857	463 857	463 857
	7 474 650	**8 514 953**	**7 996 234**	**9 039 404**

Notes to the Financial Statements - continued

3. Intangible assets - continued

The carrying amounts for 31 August 2025 can be reconciled as follows:

	Carrying value at beginning of period	Amortisation	Carrying value at end of period
	R	R	R
Suite of policies, procedures to maintain an SME Lender	3 708 706	-	3 708 706
Customer relationships	3 482 009	(521 584)	2 960 425
Licenses	341 662	-	341 662
Valuation models and credit scoring systems	463 857	-	463 857
	7 996 234	**(521 584)**	**7 474 650**

The carrying amounts for 31 August 2024 can be reconciled as follows:

	Carrying value at beginning of period	Amortisation	Carrying value at end of period
	R	R	R
Suite of policies, procedures to maintain an SME Lender	3 708 706	-	3 708 706
Customer relationships	4 525 179	(524 451)	4 000 728
Licenses	341 662	-	341 662
Valuation models and credit scoring systems	463 857	-	463 857
	9 039 404	**(524 451)**	**8 514 953**

3. Intangible assets - continued

The carrying amounts for 28 February 2025 can be reconciled as follows:

	Carrying value at beginning of period	Amortisation	Carrying value at end of period
	R	R	R
Suite of policies, procedures to maintain an SME Lender	3 708 706	-	3 708 706
Customer relationships	4 525 179	(1 043 170)	3 482 009
Licenses	341 662	-	341 662
Valuation models and credit scoring systems	463 857	-	463 857
	9 039 404	**(1 043 170)**	**7 996 234**

The carrying amounts for 29 February 2024 can be reconciled as follows:

	Carrying value at beginning of period	Amortisation	Carrying value at end of period
	R	R	R
Suite of policies, procedures to maintain an SME Lender	3 708 706	-	3 708 706
Customer relationships	5 244 506	(719 327)	4 525 179
Licenses	341 662	-	341 662
Valuation models and credit scoring systems	463 857	-	463 857
	9 758 731	**(719 327)**	**9 039 404**

4 Deferred tax

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
4.1 Deferred tax balance consist of:				
Provision for expected credit loss allowance	2 440 947	1 569 115	1 268 525	121 255
Assessable tax losses	7 248 449	4 626 452	4 626 453	1 561 325
Deferred taxation asset	**9 689 396**	**6 195 567**	**5 894 978**	**1 682 580**

4.2 Reconciliation of deferred tax asset				
Beginning of the period/year	5 894 978	1 682 580	1 682 580	-
Charge to income - included in temporary differences	1 172 422	1 447 860	1 147 270	121 255
Charge to income - not included in temporary differences	2 621 996	3 065 127	3 065 128	1 561 325
Deferred tax asset at the end of the period/year	**9 689 396**	**6 195 567**	**5 894 978**	**1 682 580**

At the reporting date, the company has estimated unused tax losses of August 2025: R26 846 106 (February 2025: R17 135 011) for the previous 3 years, which is available for offset against future profits based on management profit and cash flow forecasts. A deferred tax asset has been recognised in respect of these unused tax losses due to the probability of earning future taxable income.

Notes to the Financial Statements - continued

5. Promissory note

	Unaudited 31 Aug 2025 (6 Months) R	Unaudited 31 Aug 2024 (6 Months) R	Audited 28 Feb 2025 (12 months) R	Audited 29 Feb 2024 (12 months) R
Africa Bitcoin Corporation Limited (Formerly Altvest Capital Limited)	10 969 096	-	10 439 855	-

This Promissory Note is issued by Africa Bitcoin Corporation. The note bears interest at the prevailing prime interest rate and is repayable in full within 18 months from the date of issuance, which is September 2024.

The principal amount of the note, along with any accrued interest, must be repaid by March 2026. However, the note may be rolled forward for an additional term beyond the initial 18-month period, provided that written confirmation is obtained from the Board of Altvest Credit Opportunities Fund Limited.

6. Loan and advances to customers

	Unaudited 31 Aug 2025 (6 Months) R	Unaudited 31 Aug 2024 (6 Months) R	Audited 28 Feb 2025 (12 months) R	Audited 29 Feb 2024 (12 months) R
Gross loans and advances to customers	240 547 901	134 873 034	209 790 339	20 543 722
Expected credit loss on loans and advances	(15 067 572)	(9 685 890)	(7 830 399)	(748 485)
Balance at beginning of the period/year	(7 830 399)	(748 485)	(748 485)	-
Movement for the period/year	(7 237 173)	(8 937 405)	(8 578 884)	(748 485)
	225 480 329	**125 187 144**	**201 959 940**	**19 795 237**
Split between non-current and current portions				
Non-current asset	160 081 931	80 908 582	161 908 039	8 180 253
Current asset	65 398 398	44 278 562	40 051 901	11 614 984
	225 480 329	**125 187 144**	**201 959 940**	**19 795 237**

6. Loan and advances to customers - continued

Loans and advances to customers consist of various loans and advances to SME entities. The loans have terms varying from 3 months to 60 months and interest is charged at varying rates linked to the prime bank overdraft. The terms and interest rate of the loans are dependent on the credit assessment of the customer.

Credit loss allowance

As at the reporting date, loans and advances to customers were assessed for a significant increase in credit risk (SICR) in accordance with IFRS 9. The company applies a time-based approach to evaluating SICR, considering whether there has been a significant increase in the risk of default since initial recognition. Based on this assessment, no material increase in credit risk was identified for the portfolio.

In line with the company's credit risk policy, a financial asset is considered to have experienced a significant increase in credit risk if it becomes more than 30 days past due, and is considered to be in default if it is more than 90 days past due. As the loans and advances at the reporting date were not past due beyond these thresholds, and no other indicators of increased credit risk were observed, the loss allowance was measured at an amount equal to 12-month expected credit losses.

In determining the amount of expected credit losses, the Company has taken into account the financial positions of the counter parties as well as the future prospects in the industries in which the counterparties operate or are employed. This information has been obtained from the counterparties themselves, as well as from economic reports, financial analyst reports and various external sources of actual and forecast data.

In calculating the expected credit loss management utilises the Basel III monitoring report, which assists in determining the probability of default (PD) by assessing the creditworthiness of each borrower based on the nature of their operations. The assessment process also integrates a delinquency score, which is an externally sourced measure derived from the borrower's historical credit score and payment behaviour.

At each reporting date, the company reviews all outstanding loan balances and identifies borrowers with arrears or other indicators of potential default. For these exposures, management applies an additional 20% uplift to the calculated ECL to reflect increased credit risk associated with the borrower's historical repayment behaviour. This adjustment forms part of the company's forward-looking assessment and ensures that past performance and potential credit deterioration are adequately captured in the ECL estimate.

6. Loan and advances to customers - continued

The maximum exposure to credit risk is the gross carrying amount of the loans as presented below

Internal credit grade	Description	Bases for recognising expected credit losses
Performing Stage 1	Low risk of default and no amounts are past due.	12m ECL
Doubtful stage 2	Either 30 days past due or there has been a significant increase in credit risk since initial recognition.	Lifetime ECL (not credit impaired)
In Default Stage 3	Either 90 days past due or there is evidence that the asset is credit impaired.	Lifetime ECL (credit impaired)
Write -off	There is evidence indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery.	Amount is written off

The following table set out the carrying amount, loss allowance and measurement basis of expected credit losses per financial instrument by internal credit rating grade.

Instrument	Internal credit grade	Basis of loss allowance	Gross Carrying amount	Credit loss allowance	Amortised cost
31 August 2025 Term loans	Performing	12m ECL	240 547 901	(15 067 572)	225 480 329
31 August 2024 Term loans	Performing	12m ECL	134 873 034	(9 685 890)	125 187 144
28 February 2025 Term loans	Performing	12m ECL	209 790 339	(7 830 399)	201 959 940
29 February 2024 Term loans	Performing	12m ECL	20 543 722	(748 485)	19 795 237

Notes to the Financial Statements - continued

7. Other receivables

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
VAT receivable	1 713 119	979 372	820 145	412 890

8. Group loans receivable

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
8.1 Africa Bitcoin Corporation Limited (Formerly Altvest Capital Limited)	13 873 345	5 471 377	2 956 488	1 862 853

The above loan is unsecured, bears interest at prime interest rate plus 0.5%, and has no fixed terms of repayment.

The loan was advanced to the holding company to provide ongoing working capital support for its operational requirements. While initially intended to assist with start-up expenses, the facility has evolved into a working capital loan account, with the balance increasing from R2.9 million to R13.8 million over the past six months. The holding company earns a management fee of 2% of assets under management (AUM) from ACOF, which contributes to servicing its operational needs.

At present, the holding company requires financial support until such time as its recurring AUM fees are sufficient to cover its operating expenses. Based on current AUM growth projections, this is expected to occur within the next 12 months, at which point the holding company is expected to commence repayment of the loan.

The company has assessed the holding company's ability to repay the loan and concluded that no loss allowance is required under IFRS 9, as the expected cash flows from management fee income are considered adequate to settle the obligation in full.

8. Group loans receivable - continued

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
8.2 Altvest Bitcoin Strategies Pty Limited (Formerly Altvest Securities Pty Limited)	-	213 405	-	-

The above loan was unsecured and bore no interest. The loan was advanced on 31 August 2024 to provide the company with additional cash flow support during its startup phase, specifically to fund operational expenses and working capital requirements.

The loan was fully settled during the year ended 28 February 2025, and accordingly no balance remains outstanding at the prior year end.

9. Cash and cash equivalents

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Cash and cash equivalents comprises of the following:				
FNB Corporate Cheque Account	7 433 900	1 174 256	1 489 104	136 829
ABSA Bank Savings Account	27 081 972	95 878 599	28 983 298	68 806 426
ABSA Bank Current Account	1 947	2 289	1 114	640
ABSA Bank Cheque Account	1 966	64 120	407	61 576
Nedbank Current Account	5 599 782	5 157 512	5 383 298	-
Total cash held	**40 119 567**	**102 276 776**	**35 857 221**	**69 005 471**

10. Issued capital

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
Total interest bearing borrowings				
10.1 Authorised and issued share capital				
Authorised				
100,000,000 Ordinary shares at no par value	-	-	-	-
100,000,000 Unspecified shares Class A-L at no par value	-	-	-	-

	Number of shares	Unaudited 31 Aug 2025 (6 Months) R	Unaudited 31 Aug 2024 (6 Months) R	Audited 28 Feb 2025 (12 months) R	Audited 29 Feb 2024 (12 months) R
10.2 Issued					
Beginning of the period	43 178 857	56 683 354	21 669 497	21 669 497	-
Movement during the period - Shares issued	-	-	30 727 725	35 013 857	21 669 497
	43 178 857	**56 683 354**	**52 397 222**	**56 683 354**	**21 669 497**

11. Interest bearing borrowings

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
11.1 Domestic medium term note programme				
Total issuance of DMTN	**199 234 254**	**199 234 254**	**199 134 254**	**80 000 000**
Total DMTN notes issued at the beginning of the period/ year	199 234 254	80 000 000	80 000 000	-
Total DMTN notes issued during the period/year	-	119 234 254	119 134 254	80 000 000
Interest accrued from the inception of the DMTN programme	**41 823 977**	**12 734 514**	**26 941 711**	**2 742 465**
Interest accrued at the beginning of the year	26 941 711	2 742 465	2 742 465	-
Interest accrued during the year	14 882 266	9 992 049	24 199 246	2 742 465
Total DMTN Notes	**241 058 231**	**211 968 768**	**226 075 965**	**82 742 465**

The above debt notes are issued as per an approved Domestic Medium Term Note Programme on the Cape Town Stock Exchange. This Programme enables the Company to raise multiple tranches of wholesale debt funding from primarily institutional investors via the issuance of applicable pricing supplements. The above borrowings were in respect of notes issued to four South African retirement funds, and bear interest at prime rate plus 2% for a 7 year period, with interest and coupons payments re-invested based on the election by investors on date of debt issue.

Notes to the Financial Statements - continued

11. Interest bearing borrowings - continued

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
11.2 Small Enterprise Development and Finance Agency				
Total loan amount received	37 500 000	-	-	-
Less: initiation fees	(100 002)	-	-	-
Total interest accrued during the period/year	1 471 802	-	-	-
Total SEDFA loan	**38 871 800**	-	-	-

The Company secured a loan facility from the Small Enterprise Development Finance Agency (SEDFA) during the year. This loan carries interest at the prime lending rate less 0.55% per annum, with repayments scheduled quarterly, beginning in February 2026.

The facility is secured through a pledge of shares held by the shareholders of Africa Bitcoin Corporation Limited (formerly Altvest Capital Limited). As part of the security arrangement, certain shareholders of Africa Bitcoin Corporation provided guarantees in the form of pledged shares, as detailed below:

- WGW Capital Limited pledged 3,405,544 Africa Bitcoin Corporation shares, with a market value of R18,730,492 at the reporting date.
- Tatum Keshwar Investments (Pty) Limited pledged 1,699,824 Africa Bitcoin Corporation shares, with a market value of R9,349,034 at the reporting date.

Notes to the Financial Statements - continued

11. Interest bearing borrowings - continued

In addition to the above, the following security and guarantees were provided to SEDFA in respect of the loan facility:

- Personal Surety: Mr. W.G. Wheatley, the Chief Executive Officer, provided a personal surety amounting to R75 million.
- As security for its obligations under the loan facility provided by SEDFA, the ACOF has ceded its rights to the proceeds of its loan book to SEDFA. This means that SEDFA has a security interest over the borrower's rights to receive repayments from the underlying loans in the loan book.
- Cross Guarantee: WGW Capital Limited provided a cross guarantee, acting as guarantor and co-principal debtor in solidum, undertaking repayment on demand of all or any amounts owed by Altvest Credit Opportunities Fund (ACOF) to SEDFA under the loan facility.
- A cession of the shares in WGW held by the WGW Family Trust, an associate of Warren Wheatley
- A cession of the ACOF bank account where the SEDFA Loan funds will be managed

These security, personal surety, cession of rights and cross guarantee were a requirement by SEDFA to provide the facility to Altvest Credit Opportunities Fund (ACOF).

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
	279 930 031	211 968 768	226 075 965	82 742 465

12. Trade and other payables

Trade creditors	1 257 149	903 515	1 036 543	497 747
Other payables	516 885	**344 750**	**40 000**	**304 750**
	1 774 034	**1 248 265**	**1 076 543**	**802 497**

13. Enterprise development loan

Lebashe Investment Group Pty Limited	-	1 383 410	-	1 852 500

The above loan is unsecured, bears no interest and has no fixed terms of repayment. This loan was settled in the prior period under review.

14. Revenue

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
14.1 Interest income				
Interest income on loans and advances to SMEs	23 238 080	8 735 712	28 583 689	890 845
Interest on other financial instruments-banking institutions	1 662 010	3 183 882	6 445 159	1 630 672
Interest on related and intercompany loan accounts	1 064 797	-	636 448	-
	25 964 887	**11 919 594**	**35 665 296**	**2 521 517**
14.2 Fee and commission income				
Guarantee fee income	-	-	77 000	-

15. Interest expense

15.1 Interest expense-Debt notes	14 882 266	9 992 049	24 199 246	2 742 475

Interest primarily relate to interest incurred on debt notes issued under the Company's Domestic Medium-Term Note (DMTN) Programme, which is listed on the Cape Town Stock Exchange (CTSE). These debt notes bear interest at a rate of prime plus 2% per annum.

In accordance with the terms of the debt agreement, interest accrued as at 30 June each year is not settled in cash but it is instead converted into either additional debt notes or equity, subject to the terms and conditions agreed upon with the noteholders.

15.2 Interest expense-SEDFA	1 471 802	-	-	-

15. Interest expense - continued

During the period under review the company entered into an agreement with Small Enterprise Development Finance Agency for R75 million, with the first trance of R37,5 million being received in April 2025. This facility incurs interest at prime less 0.5% and is repayable every quarter.

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Total interest expense	16 354 068	9 992 049	24 199 246	2 742 475

16. Loss before taxation

Loss before taxation is arrived at after taking into account the following operating expenses, amongst others;

Amortisation of intangible assets	521 585	524 451	1 043 170	719 328
Accounting fees	-	-	339 400	-
Auditors remuneration	528 350	479 717	1 313 388	507 549
Audit fees- 2023	-	279 608	-	107 333
Audit fees- 2024	-	200 109	279 608	400 216
Audit fees- 2025	528 350	-	1 033 780	-
Guarantee fees	-	-	1 700 000	-
Loan deployment and management fees	4 005 405	2 955 310	7 383 671	882 348
Loan management fees	3 233 380	1 500 001	4 873 083	666 668
Loan deployment fees	772 025	1 455 309	2 510 588	215 680
Shared service fees	3 644 477	-	-	-
Board member fees	158 000	78 500	344 132	78 500
Consulting fees	2 312 000	1 484 522	3 174 522	1 475 725
Legal fees	339 973	21 051	2 029 549	222 500
Listing and regulatory fees	175 805	1 722 409	21 051	1 227 584
Marketing and advertising	2 835 488	1 174 663	206 217	426 883
Other expenses	1 428 030	1 094 700	2 333 935	389 659
Secretarial fees	-	-	6 750	-
Travel and accommodation	1 003 837	771 030	1 420 225	7 776
	16 952 950	**10 306 353**	**21 316 010**	**5 937 852**

17. Taxation

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
17.1 SA Normal taxation				
Current taxation	-	-	-	-
Deferred taxation	(3 794 418)	(4 512 987)	(4 212 397)	(1 682 580)
Tax expense per statement of comprehensive income	**(3 794 418)**	**(4 512 987)**	**(4 212 397)**	**(1 682 580)**

No current taxation is provided for as the company has a calculated taxable loss. Refer note 4 for deferred tax asset raised in respect of estimated tax losses.

17.2 Reconciliation between the accounting loss and tax expense				
Loss before taxation	(14,579,303)	(17 239 219)	(16 854 874)	(6 907 295)
Tax adjustments on taxable income Tax charge at 27%	(3,936,412)	(4 654 589)	(4 550 816)	(1 864 971)
Expenses not deductible for tax purposes amortisation of intangible assets	140,828	141 602	281 656	194 219
Deferred tax assets raised in respect of tax losses	1,166	-	56 763	(11 828)
	(3 794 418)	**(4 512 987)**	**(4 212 397)**	**(1 682 580)**

18. Related parties

The following related parties are related to the company:

Relationship	Name
Shareholder/parent company	Africa Bitcoin Corporation Limited (Previously Altvest Capital Limited)
Directors	**Executive directors:** WG Wheatley AS Karan TL Wheatley JL Phillips (appointed 1 August 2025) **Independent Non-Executive directors:** GM Sephuma SKI Masakale KS Sithole E Harcourt-Wood (Resigned 17th July 2025) S Maputla (appointed 1st October 2025) M Maradzika (appointed 1st October 2025) A Kabagambe (appointed 1st October 2025)
Companies with similar directors:	Tatum Keshwar Investments Proprietary Limited WGW Capital Proprietary Limited
Company of close relative of shareholders director	Vo2 Max Private Gym CC
Other related parties	Bambanani Properties Proprietary Limited

Notes to the Financial Statements - continued

18. Related parties - continued

The following transactions were carried out with related parties:

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Administration fees paid				
Africa Bitcoin Corporation Limited (Previously Altvest Capital Limited)	(772 025)	(1 455 309)	(2 510 588)	(215 680)
Interest received				
Africa Bitcoin Corporation Limited (Previously Altvest Capital Limited)	1 063 969	-	636 447	-
Vo2 Max Private Gym CC	157 182	-	567 086	-
Bambanani Properties Proprietary Limited	279 105	-	548 449	-
Expenses				
Guarantee fees				
Tatum Keshwar Investments Proprieary Limited	-	-	200 000	-
WGW Capital Proprietary Limited	-	-	1 500 000	-

Altvest Credit Opportunities Fund Limited ("ACOF"), secured a five-year term loan of R75 million from the Small Enterprise Development and Finance Agency (SOC) Limited ("SEDFA") (the "SEDFA Loan").

The funds received pursuant to the SEDFA Loan will be deployed to further expand ACOF's lending activities to predominantly women owned, or women operated small and medium-sized enterprises ("SMEs") in various sectors, enhancing economic participation and job creation across the SME sector, thereby further strengthening ACOF's position in the SME financing ecosystem.

18. Related parties - continued

The following security arrangements have been put in place to facilitate the SEDFA Loan

- A cession of the SEDFA funded debtors loan book
- A personal surety from Warren Wheatley, the Chief Executive Officer of Altvest Capital and Executive Director of Africa Bitcoin Corporation
- A cross-guarantee by WGW Capital Proprietary Limited ("WGW"), an associate of Warren Wheatley
- A cession of 3 405 544 Altvest Capital ordinary shares held by WGW and 1 699 824 Altvest Capital ordinary shares held by Tatum Keshwar Investments Proprietary Limited ("TKI") for the duration of the SEDFA Loan. Tatum, Wheatley, a director of ACOF and wife of Warren Wheatley, is the sole shareholder of TKI
- A cession of the shares in WGW held by the WGW Family Trust, an associate of Warren Wheatley
- A cession of the ACOF bank account where the SEDFA Loan funds will be managed.

In recognition of the guarantees provided, WGW and TKI will receive an annual security fee of 2% on the pledged security over the term of the SEDFA Loan, amounting to a fee of R1.7 million per annum. The Africa Bitcoin Corporation Limited board of directors duly approved the SEDFA Loan and Security Arrangements and is satisfied that the SEDFA Loan and Security Arrangements (including security fee payable to WGW and TKI) are subject to normal commercial terms.

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Asset management fee				
Africa Bitcoin Corporation Limited (Previously Altvest Capital Limited)	3 233 380	1 500 001	4 873 083	666 668
Consulting fees				
Tatum Keshwar Investments Proprietary Limited	498 000	480 000	970 000	270 000

18. Related parties - continued

ACOF pays a monthly fee to Tatum Keshwar Investments (Pty) Limited, a company in which Mrs.Tatum Wheatley, the majority shareholder, has a controlling interest. Mrs. Wheatley serves as the Head of Media of ACOF.

This arrangement was approved by the Board of Directors and is in line with industry norms for media and investor relations services. The fee payable is considered to be on arm's length terms, benchmarked against comparable media and public relations service providers in the market.

Mrs Tatum Wheatley through Tatum Keshwar Investments, is responsible for ACOF's media strategy, public relations, and branding. Under her leadership, ACOF has successfully executed targeted campaigns that have:

- Increased visibility of ACOF in leading financial and investment publications.
- Strengthened investor awareness through consistent and professional communication.
- Delivered high-quality media content and brand positioning aligned with ACOF's long-term strategy.

The Board is satisfied that the services rendered provide significant value to the ACOF, and that the fees are reasonable given the scale and impact of the media campaigns delivered.

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Board member fees (Non- executive directors)				
GM Sephuma	20 000	24 000	44 000	16 000
SKI Masakale (IQI Affiliates Pty Limited)	40 000	28 500	62 000	27 500
E Harcourt-Wood (Intaba Capital Pty Limited)	40 000	2 000	59 000	35 000
KS Sithole (Corusca Consulting Pty Limited)	40 000	-	-	-
	140 000	**54 500**	**165 000**	**78 500**

Notes to the Financial Statements - continued

18. Related parties - continued

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
Board member fees (Executive directors)				
TL Wheatley	-	24 000	40 000	10 000

During the year, a fee was paid to Ms. T.L. Wheatley in respect of her services as an executive director of the company.

The fee represents fair compensation for her active role in the management and operations of the company. In her capacity as an executive director, Ms. Wheatley contributes by:

This fee was specifically for her attendance and participation at board meetings. Ms. Wheatley's contributions in this regard included:

- Active involvement in board deliberations and decision-making,
- Providing input on strategic, operational, and governance matters, and
- Ensuring effective oversight and execution of board resolutions.

The fee paid is consistent with industry practice for director board attendance, was approved by the Board of Directors, and is considered reasonable given the scope and value of the contributions made.

18. Related parties - continued

	Unaudited 31 Aug 2025 (6 Months) R	Unaudited 31 Aug 2024 (6 Months) R	Audited 28 Feb 2025 (12 months) R	Audited 29 Feb 2024 (12 months) R
Outstanding balances included in trade and other payables				
TL Wheatley	-	-	40 000	-
E Harcourt-Wood (Intaba Capital Pty Limited)	-	1 000	-	10 000
Loans receivable (included in loans and advances to customers)				
Vo2 Max Private Gym CC	3 844 039	-	5 067 134	-
Bambanani Properties Proprietary Limited	3 066 520	-	5 587 416	-
Loans receivable				
Dorisa Holdings Pty Limited	-	-	-	1 291 826
WGW Capital Pty Limited	372,031	-	-	3 992 238
Outstanding loan to/(from) shareholder and other related companies				
Loans to/(from) group companies and shareholders are disclosed in notes 5 and 8.				
Directors remuneration				
WG Wheatley	**3 096 000**	-	**8 039 188**	-
Basic salary	3 096 000	-	5 400 000	-
Bonus	-	-	2 639 189	-

18. Related parties - continued

Mr. Wheatley receives a guaranteed annual base salary of R6,1 million. In line with standard executive remuneration frameworks, a performance-based bonus structure is in place, subject to the achievement of pre-agreed financial and strategic milestones.

One such milestone is the increase of the Net Asset Value ("NAV") of Africa Bitcoin Corporation from R7.00 to R11.20 from 1 March 2024 to 31 August 2025. The NAV per share increased significantly from R0.85 in 2023 to R13.20 in 2025, reflecting an over 13-fold increase in value over the period under review.

For the 2025 financial year, all performance conditions were met in full, resulting in the payment of a performance bonus of R2.6 million, bringing the total reported remuneration to R8 million. This performance-linked structure is designed to ensure that executive compensation is aligned with shareholder value creation and the company's long-term growth objectives.

As with all data, the information must be considered in context of the company's history and prior remuneration paid to the CEO. The following is the salary history of the CEO:

	R
Salary	
Year ended Feb 2022	309 295
Year ended Feb 2023	1 701 120
Year ended Feb 2024	-
Year ended Feb 2025	8 039 189
	10 049 604
Average salary for 4 years	**2 512 401**

This salary average is below industry norms.

Notes to the Financial Statements - continued

18. Related parties - continued

	Unaudited 31 Aug 2025 (6 Months)	Unaudited 31 Aug 2024 (6 Months)	Audited 28 Feb 2025 (12 months)	Audited 29 Feb 2024 (12 months)
	R	R	R	R
AS Karan	**936 000**	**900 000**	**1 850 000**	**1 520 000**
Basic salary	936 000	900 000	1 800 000	1 520 000
Bonus	-	-	50 000	-
JL Phillips	**100 000**	**-**	**-**	**-**
Basic salary	100 000	-	-	-
Bonus	-	-	-	-
JHC Geyer	**-**	**-**	**-**	**470 454**
Basic salary	-	-	-	470 454
Bonus	-	-	-	-
	4 132 000	900 000	9 889 188	1 990 454

19. Subsequent events

19.1 Subsequent to year-end, the ACOF has secured additional institutional commitments amounting to R150 million.

- A commitment of R50 million is expected to be disbursed once legal and operational documentation has been completed.
- An additional commitment of R100 million remains subject to the finalisation of due diligence procedures.

These amounts, once received, will increase the ACOF's assets under management and will be applied towards its lending activities in the ordinary course of business.

19.2 On 10 September 2025, the holding company of ACOF, Altvest Capital Limited, changed its registered name to Africa Bitcoin Corporation Limited. The change forms part of a broader group restructuring and rebranding process aimed at aligning the group's identity with its long-term strategic objectives.

The ACOF remains an investment entity of Africa Bitcoin Corporation Limited and continues to operate in line with its mandate of providing secured credit funding solutions to small and medium enterprises (SMEs).

19.3 As part of the restructuring of the Africa Bitcoin Corporation group, the role of asset manager to ACOF will no longer be fulfilled directly by Africa Bitcoin Corporation Limited. This function will be assumed by a wholly owned subsidiary within the group, Altvest Capital Solutions (Pty) Ltd, which will undertake all responsibilities and obligations associated with the asset management role.

altvest
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