PBT Holdings Limited
(formerly PBT Group Limited)
(Incorporated in the Republic of South Africa)
(Registration number: 1936/008278/06)
JSE Share code: PBG ISIN: ZAE000256319
Main Board - General Segment
("PBT Holdings" or “the Group” or “the Company”)

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DISTRIBUTION OF INTEGRATED ANNUAL REPORT

PBT Holdings shareholders are advised that the Company’s integrated annual report (“IAR”) containing its audited consolidated financial statements (“2026 AFS”) and notice of annual general meeting (“AGM”) for the year ended 31 March 2026 was published today, Tuesday, 30 June 2026.

An electronic version of the IAR, the 2026 AFS and the auditor’s report thereon will be available on the Company’s website at https://pbtholdings.com/investor-relations/ from today. A shareholder booklet containing the notice of AGM and a summary of the 2026 AFS will be posted to relevant shareholders on Tuesday, 7 July 2026. Copies of the IAR, the 2026 AFS and the notice of AGM may be requested from the Company Secretary at anastassia.sousa@pbtholdings.com.

2026 AFS – SHORT FORM ANNOUNCEMENT

INTRODUCTION

PBT Holdings is a pre-eminent data, analytics and software engineering consultancy delivering enterprise-scale solutions and services for mainly blue-chip, JSE Top 40 clients in South Africa, with a presence in the United Kingdom.

Technological integration is a key enabler in providing clients with custom-made solutions or services in support of their organisational objectives. As a technology agnostic consultancy, PBT Holdings is best positioned to optimise clients’ operations without allowing product or technology to limit their options.

HIGHLIGHTS

CONTINUING OPERATIONS		31 March 2026 (FY2026) ZAR	31 March 2025 (FY2025) ZAR	Year-on-year change %
Revenue	million	1 153	1 087	6.0
Earnings before interest, taxation, depreciation and amortisation	million	151	141	7.4
Operating profit	million	146	135	8.3
Profit before taxation	million	147	138	7.0
Profit for the year	million	106	99	6.8
Profit attributable to owners of the parent	million	69	65	6.2
Cash generated from operations	million	131	141	(6.6)

Earnings per share	cents	70.9	64.3	9.8
Headline earnings per share	cents	70.9	60	17.6
Normalised headline earnings*	million	74	68	8.7
Normalised headline earnings per share*	cents	73.9	66.4	10.8
Total ordinary cash distribution	cents	67	62	8.1
Interim ordinary cash distribution paid	cents	30	27.0	11.1
Final ordinary cash distribution declared	cents	37	35	5.7

* Normalised headline earnings adjusts for the impact of IFRS 2. This is a more accurate reflection of the underlying earnings generated by PBT Holdings.

AUDITORS: UNMODIFIED AUDIT OPINION

The 2026 AFS were audited by BDO South Africa Inc, who expressed an unmodified audit opinion thereon. A copy of the auditor´s report is included in the 2026 AFS:
https://pbtholdings.com/investor-relations/

The 2026 AFS have been prepared in accordance with IFRS, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and the Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act and the JSE Listing Requirements.

DISTRIBUTION DECLARATION

The company's distribution policy is to consider an interim and a final distribution in respect of each financial year. At its discretion, the Board of Directors may consider a special or ad hoc distribution, where appropriate. Depending on the perceived need to retain funds for expansion or operating purposes, the Board of Directors may also elect not to pay distributions.

On Tuesday, 23 June 2026, the Board of Directors resolved to declare a capital reduction distribution of 18.50 cents per PBT ordinary share and a dividend distribution of 18.50 cents per PBT ordinary share (collectively “the Distribution”). The total Distribution will equate to R36.6 million.

The implications of the Distribution on shareholders are as follows:

- The gross dividend of 18.50 cents per PBT ordinary share from income reserves will be subject to dividend withholding tax at a rate of 20%. Consequently, a net final dividend of 14.80 cents per share will be distributed to those shareholders who are not exempt from paying dividend tax. In terms of dividend tax legislation, the dividend tax amount due will be withheld and paid over to the South African Revenue Service by a nominee company, stockbroker or Central Securities Depository Participant (“CSDP”) (collectively “regulated intermediary”) on behalf of the shareholders. All shareholders should declare their status to their regulated intermediary, as they may qualify for a reduced dividend tax rate or exemption.

- The capital reduction distribution of 18.50 cents per PBT ordinary share is not subject to dividend withholding tax as it is paid out of capital reserves. As the capital reduction distribution will be regarded as a return of capital and may therefore have potential capital gains tax consequences, shareholders are advised to consult their tax advisers regarding the impact of the capital reduction distribution.

As at the date of declaration of the Distribution there were 98 930 113 PBT ordinary shares in issue. The company’s income tax reference number is 9725148713.

In compliance with the Companies Act, the Directors confirm and have resolved that the Company will satisfy the solvency and liquidity test immediately after the payment of the Distribution.

In accordance with the provisions of Strate Proprietary Limited, the electronic settlement and custody system used by the JSE Limited, the relevant dates for the Distribution are as follows:

Last day to trade "cum Distribution"	Monday, 14 July 2026
First trading day "ex Distribution"	Wednesday, 15 July 2026
Record date	Friday, 17 July 2026
Payment date	Monday, 20 July 2026

No share certificates may be dematerialised or rematerialised between Wednesday, 15 July 2026, and Friday, 17 July 2026, both days inclusive. Only the shareholders recorded in the Company's share register as at record date are entitled to receive the Distribution declared.

Payments for certificated shareholders will be transferred electronically to their bank accounts on the payment date. Shareholders who hold dematerialised shares will have their accounts at their CSDP or stockbroker credited on Monday, 20 July 2026.

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This short-form announcement is the responsibility of the Board of Directors of the Company and is extracted from the 2026 AFS. It is therefore a summary of the financial information in the 2026 AFS and does not contain full or complete details of the Company's financial results and is itself not audited.

Any investment decision by investors and/or shareholders should be based on consideration of the full 2026 AFS, included in the Company's IAR, which has been published in accordance with paragraph 6.35(c) of the JSE Limited Listings Requirements as follows:

Company's website: https://www.pbtgroup.co.za/investor-relations/
JSE website: https://senspdf.jse.co.za/documents/2026/JSE/ISSE/PBTE/YE2026.pdf

Electronic copies of the IAR containing the 2026 AFS and the auditor's report on the 2026 AFS can be requested from the Company Secretary at no charge via e-mail at the following address: anastassia.sousa@pbtholdings.com and are also available for inspection at the Company's registered office (by appointment) during office hours.

NOTICE OF AGM

Notice is hereby given that the next AGM of the shareholders of the Company will be held entirely by electronic communication, on Friday, 14 August 2026 at 10:00, to consider and, if deemed fit, to pass with or without modification all of the ordinary and special resolutions set out in the notice of AGM attached to the IAR.

Participation in the meeting

The Board has determined the following salient dates in respect of the AGM:

	2026
Record date to receive the notice of the AGM	Friday, 26 June
Date of posting the notice of AGM	Friday, 7 July
Last date to trade to be eligible to vote	Tuesday, 4 August
Record date to be eligible to attend, participate and vote at the AGM	Friday, 7 August
For administrative purposes, preferable date by which forms of proxy for the AGM are requested to be lodged, by 10:00am on	Wednesday, 12 August

AGM at 10:00am	Friday, 14 August
Results of AGM published on SENS on	Friday, 14 August

B-BBEE ANNUAL COMPLIANCE REPORT

In accordance with paragraph 12.7 (g) and Appendix 1 to Section 6 of the JSE Limited Listings Requirements, notice is hereby given that the Company´s annual compliance report in terms of section 13G(2) of the B-BBEE Act, as submitted to the Broad Based Black Economic Empowerment Commission, is available on PBT's website at https://www.pbtgroup.co.za/investor-relations/

Registered Office

PBT House
2 Mews Close
Waterford Mews
Century City
7441

By order of the Board:

Tony Taylor
Non-Executive Chairman

Elizna Read
Chief Executive Officer

30 June 2026
Cape Town

Sponsor

Questco Corporate Advisory Proprietary Limited