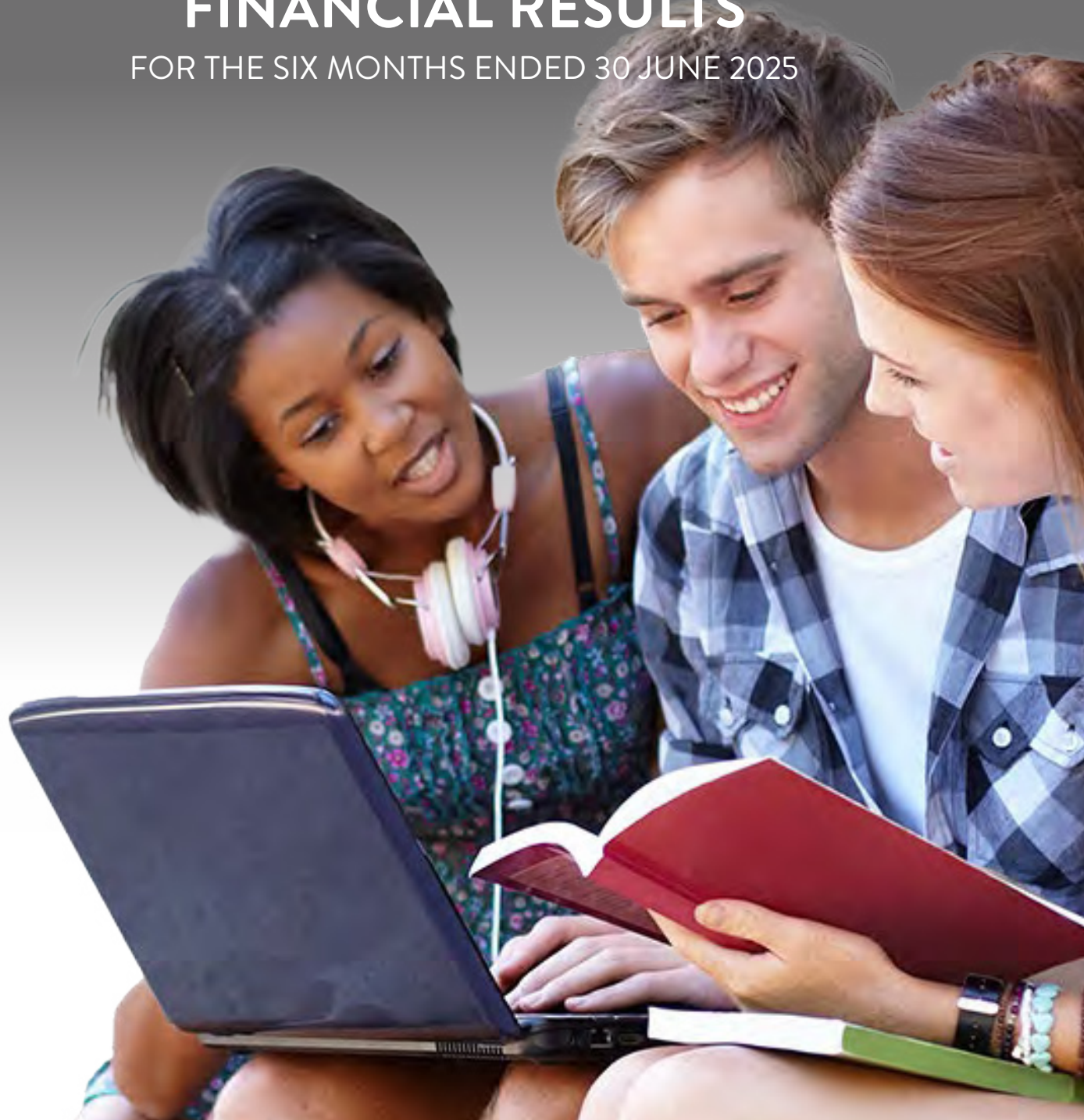


STADIO

— HOLDINGS —

INTERIM UNAUDITED FINANCIAL RESULTS

FOR THE SIX MONTHS ENDED 30 JUNE 2025



STADIO GROUP

FINANCIAL RESULTS HIGHLIGHTS

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Profit metrics	Revenue	16	956 811	826 031	1 611 665
	Loss allowance	22	(83 277)	(68 173)	(140 589)
	EBITDA ¹	24	292 789	235 613	458 243
	Profit for the period	27	182 915	143 788	275 882
Margins	Loss allowance margin	5	8.7%	8.3%	8.7%
	EBITDA margin	7	30.6%	28.5%	28.4%
Earnings and headline earnings	Headline earnings	29	176 133	136 801	265 983
	Core headline earnings ²	28	176 133	137 266	266 911
	EPS ³ (cents)	28	20.8	16.3	30.9
	HEPS ⁴ (cents)	28	20.7	16.2	31.4
	Core HEPS ⁵ (cents)	28	20.7	16.2	31.5

FINANCIAL PERFORMANCE COMMENTARY

- Revenue increased by 16% to R957 million (2024: R826 million), driven by a 9% growth in student numbers, with a notable 14% increase in new students.
- Operational efficiencies continue and we see EBITDA increasing by 24% with core headline earnings up by 28% year-on-year.
- The statement of financial position remains strong with a cash balance of R215 million (2024: R98 million) alongside shareholders' equity of R1.99 billion (2024: R1.83 billion).
- A total of R120 million was invested in capital expenditure, with R71 million related to the new STADIO Durbanville campus and R13 million to new curriculum and software development.
- The Group has utilised R53 million of the rolling credit facility for payment towards the development of the STADIO Durbanville campus.

EBITDA¹
24% ↑

2025: R293 million

2024: R236 million

2023: R210 million

2022: R192 million

EPS³
28% ↑

2025: 20.8 cps

2024: 16.3 cps

2023: 13.6 cps

2022: 11.1 cps

CORE HEPS⁵
28% ↑

2025: 20.7 cps

2024: 16.2 cps

2023: 13.6 cps

2022: 11.3 cps

Cash generated⁶
20% ↑

2025: R368 million

2024: R307 million

2023: R255 million

2022: R249 million*

* normalised for corporate activity

¹ Earnings before interest, tax, depreciation and amortisation (EBITDA)

² Core headline earnings (Core HE)

³ Earnings per share (EPS)

⁴ Headline earnings per share (HEPS)

⁵ Core headline earnings per share (Core HEPS)

⁶ Cash generated from operations

FINANCIAL RESULTS COMMENTARY

STADIO HOLDINGS SERVES THE NEEDS OF THE HIGHER EDUCATION MARKET IN SOUTH AFRICA WITH A VISION TO EMPOWER THE NATION BY WIDENING ACCESS TO QUALITY HIGHER EDUCATION. THE GROUP IS ONE OF THE LARGEST HIGHER EDUCATION PROVIDERS IN THE COUNTRY AND SERVES IN EXCESS OF 50 000 STUDENTS.

PERIOD UNDER REVIEW

The Board is pleased to report a solid set of results for the six months ended 30 June 2025, driven by good performance from our higher education institutions, STADIO Higher Education, AFDA and Milpark Education.

Modes of learning delivery	Semester One – Unaudited						Year-on-year growth	5-year CAGR ² growth
	2019 ¹	2020 ¹	2021 ¹	2022 ¹	2023	2024	2025	
Contact learning	6 081	6 269	5 921	5 662	5 807	6 322	7 018	11%
Distance learning	22 199	25 145	29 119	33 505	37 067	40 702	44 179	9%
	28 280	31 414	35 040	39 167	42 874	47 024	51 197	10%
Made up as follows:								
% Contact learning	22%	20%	17%	14%	14%	13%	14%	
% Distance learning	78%	80%	83%	86%	86%	87%	86%	

As at August 2025, the Group had 54 487 students (August 2024: 50 486 students) enrolled, with second semester enrolments still in progress.

THREE DISTINCT BRANDS

10 CAMPUSES

6 DISTANCE LEARNING SUPPORT CENTRES

96 CERTIFICATED QUALIFICATIONS

34 PIPELINE PROGRAMMES

- EDUCATION
- COMMERCE
- FASHION
- INFORMATION TECHNOLOGY
- ARCHITECTURE
- POLICING AND LAW ENFORCEMENT
- LAW
- ADMINISTRATION AND MANAGEMENT
- FILM, MEDIA AND DESIGN
- ARTS AND HUMANITIES
- ENGINEERING (COMING SOON)

1. Like-for-like comparison including student numbers of all underlying HEIs as if they had been part of the Group in this period
2. Compounded Annual Growth Rate

FINANCIAL RESULTS COMMENTARY CONTINUED

REVIEW OF RESULTS

The Board is pleased to report the results for the period ended 30 June 2025 (the Financial Results).

The Group monitors student numbers on a semester basis. The Group increased semester 1 student enrolments by 9% to 51 197 students at 30 June 2025 (June 2024: 47 024).

Distance learning student numbers reflected overall growth of 9% to 44 179 at 30 June 2025 (June 2024: 40 702). The Group's distance learning student numbers continues to be impacted by the B2B legacy Milpark business, which continues to show muted student growth. Excluding the B2B legacy Milpark business, distance learning student number growth increased by 11% as at 30 June 2025.

Contact learning student numbers reflected overall growth of 11% to 7 018 at 30 June 2025 (June 2024: 6 322). Registrations of new contact learning students in STADIO Higher Education increased by 18%, which is driven by the expansion of new programmes to the various campuses.

The Group grew revenue by 16% to R957 million (June 2024: R826 million), with EBITDA growing by 24% to R293 million (June 2024: R236 million). The EBITDA margin showed improvement at 30.6% (June 2024: 28.5%) for the period. EBITDA growth stemmed from revenue growth outstripping cost growth.

The loss allowance margin of 8.7% of revenue is in line with the loss allowance margin as at 31 December 2024, with a slight increase from 30 June 2024 (June 2024: 8.3%). For the period ended 30 June 2025, bad debts recovered improved to R8.5 million (June 2024: R5.7 million).

The payment trends of distance learning students are generally over a longer period of time than for contact learning students and, given the growth in distance learning across the Group, this has impacted the overall value of the debtors' book. The loss allowance therefore considers the associated potential risks in collections due to the longer payment trends and has increased in line with the increase in the debtors' book.

For the period ended 30 June 2025, the Group reported a profit after taxation of R183 million (June 2024: R144 million), earnings per share (EPS) of 20.8 cents per share (cps) (June 2024: 16.3cps), and headline earnings per share (HEPS) of 20.7 cps (June 2024: 16.2 cps).

The growth in profit after taxation, EPS and HEPS for the period was primarily due to organic growth in the underlying institutions, lower growth in operating and employee costs, which combined grew by 11% for the period, and lower increase in depreciation. Net investment income increased to R2.6 million compared to the prior year, which included R3.8 million finance costs for utilisation of the credit facility in the prior year. Non-controlling interest in Milpark Education increased from 16.14% in 2024 to 16.19% in June 2025.

The Group utilises core headline earnings (Core HEPS) to measure and benchmark the underlying performance of the business. Core HEPS reflects HEPS adjusted for certain items that, in the Board's view, may distort the financial results from year-to-year, giving shareholders a more consistent reflection of the underlying financial performance of the Group. These core adjustments include amortisation costs associated with client lists acquired.

Accordingly, for the period ended 30 June 2025, Core HEPS grew by 28% to 20.7 cps (June 2024: 16.2 cps).

The cash generated from operations increased by 20% to R368 million (June 2024: R307 million) for the period (refer to Note 14).

For the period ended 30 June 2025, the Group invested R120 million mainly into capital expenditure for the development of curriculum intangibles and the Durbanville campus construction. Further details are set out in Notes 8 and 9.

The Group is in a strong cash position with cash balances of R215 million as at 30 June 2025. The Group has access to a revolving credit facility of R100 million (refer to Note 12) with an option to increase the facility by a further R100 million. For the period to June 2025, the Group utilised R53 million of the facility towards the construction of the STADIO Durbanville campus. Borrowing costs of R1.1 million was capitalised.

SHARE REPURCHASE

The Group is committed to preserving stakeholder value and limiting the dilution of shareholders' interests, where feasible. Accordingly, the Board approved the repurchase of additional shares in the market, to counter the dilutionary effect of share issues for purposes of its future long-term share incentive scheme obligations. These shares have been repurchased since 2022 through STADIO Holdings as well as the Share Incentive Trust.

For the period ended 30 June 2025, STADIO Holdings repurchased 1.1 million shares to the value of R9.4 million, which were immediately cancelled. During the period, the Company issued 3.3 million shares to scheme participants to fulfil the Scheme obligations (refer to Note 11). Subsequent to 30 June 2025, a further 0.8 million shares to the value of R7.2 million were repurchased and cancelled.

FINANCIAL RESULTS COMMENTARY CONTINUED

DIVIDEND

The Board has adopted a policy of declaring and paying dividends on an annual basis on excess free-cash flow considering the capital needs for future growth projects. A dividend of R128.6 million was declared on 24 March 2025 and paid on 29 April 2025 (2024: R84.7 million). No interim dividend has been declared for the period ended 30 June 2025 (June 2024: nil).

DIRECTORATE

Effective 19 June 2025, Dr Chris van der Merwe retired as a Non-Executive Director of the Group. We would like to thank Dr Chris van der Merwe for his many contributions to the STADIO Group.

Effective 4 July 2025, Mr Ramakhathela David Mokhobo (“Khati”) was appointed as an Independent Non-Executive Director of the Group. Khati brings a wealth of experience to the STADIO Group with over 25 years experience in various business operations. We would like to welcome Khati to the Board and look forward to his contribution to the Company.

CHANGES IN INSTITUTIONAL LEADERSHIP

Effective 1 January 2025, Ms Diaan Lawrenson was appointed as the Chief Executive Officer of AFDA.

Effective 1 June 2025, Mr Albertus Van Der Merwe Roux was appointed as the Group Chief Information Officer of STADIO Holdings.

Effective 1 August 2025, Dr Stan Du Plessis was appointed as the Chief Executive Officer of STADIO Higher Education.

Previously the management of STADIO Holdings and the management of STADIO Higher Education were the same. Following the appointment of Dr Stan Du Plessis as the new CEO of STADIO Higher Education, the STADIO Holdings management team have capacity to pursue further growth opportunities whilst pursuing efficiencies and synergies across the three institutions.

PROSPECTS

We are encouraged by the continued growth in student enrolments across both our contact and distance learning programmes. Despite the challenging economic climate, which places pressure on household affordability and impacts access to higher education, we remain confident in our ability to manage these dynamics responsibly. Our commitment to widening access to quality education is supported by robust processes and a student-centric approach.

Demand for our programmes remains strong, as students continue to invest in their futures through education. Based on our 2025 enrolment performance to date, we are optimistic about achieving our pre-listing target of 56 000 students by the end of 2026, and remain focused on reaching 80 000 students by 2030.

The Group continues to enhance its academic offerings and explore strategic expansion opportunities, reinforcing our ambition to become South Africa’s first-choice higher education institution.

On behalf of the Board.

Vincent Maphai
Chairperson

Chris Vorster
Chief Executive Officer

28 August 2025

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the six months ended 30 June 2025

	Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Revenue (Note 5)	16%	956 811	826 031	1 611 665
Other income	(27%)	5 066	6 950	15 408
Loss allowance	22%	(83 277)	(68 173)	(140 589)
Fair value gain/(loss) on financial instruments	>100%	17	(10)	(21)
Employee costs	9%	(366 309)	(336 243)	(665 496)
Operating expenses	14%	(219 519)	(192 942)	(362 724)
Earnings before interest, taxation, depreciation and amortisation (EBITDA)	24%	292 789	235 613	458 243
Depreciation and amortisation	19%	(39 510)	(33 328)	(71 092)
Impairment	–%	–	–	(7 000)
Earnings before interest and taxation (EBIT)	25%	253 279	202 285	380 151
Investment income	10%	11 365	10 338	19 235
Finance cost	(16%)	(8 730)	(10 383)	(17 367)
Profit before taxation	27%	255 914	202 240	382 019
Taxation	25%	(72 999)	(58 452)	(106 137)
Profit for the period	27%	182 915	143 788	275 882
Attributable to:				
Owners of the parent	28%	176 585	137 452	261 939
Non-controlling interest ¹	<(0%)	6 331	6 336	13 943
Total comprehensive income for the period	27%	182 916	143 788	275 882
Headline earnings (Note 6)	29%	176 133	136 801	265 983
Core headline earnings (Note 7)	28%	176 133	137 266	266 911
Earnings per share		Cents	Cents	Cents
– Basic	28%	20.8	16.3	30.9
– Diluted	27%	20.5	16.1	30.5
Headline earnings per share				
– Basic	28%	20.7	16.2	31.4
– Diluted	28%	20.5	16.0	31.0
Core headline earnings per share (Core HEPS)				
– Basic	28%	20.7	16.2	31.5
– Diluted	28%	20.5	16.0	31.1
Number of shares in issue (net of treasury shares)		Million	Million	Million
– Basic	>0%	851	847	848
– Diluted	1%	862	856	860
Weighted average number of shares in issue				
– Basic	>0%	850	846	847
– Diluted	1%	861	856	858

¹ The non-controlling interest increased from 16.14% in the prior year to 16.19% in June 2025 (Note 13).

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2025

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
ASSETS			
Non-current assets			
Property, plant and equipment (Note 8.1)	978 310	890 923	889 425
Right-of-use assets (Note 8.2)	92 311	67 412	61 942
Goodwill	751 083	751 083	751 082
Intangible assets (Note 9)	179 960	162 346	171 545
Trade and other receivables (Note 10)	22 407	21 146	22 031
Other financial assets	4 916	4 663	4 882
Deferred tax asset	130 054	106 124	89 614
Total non-current assets	2 159 041	2 003 697	1 990 521
Current assets			
Trade and other receivables (Note 10)	298 257	278 125	208 294
Current tax receivable	11 632	20 189	39 328
Cash and cash equivalents	214 627	98 440	132 194
Total current assets	524 516	396 754	379 816
Non-current assets held for sale (Note 8.3)	18 982	–	18 982
Total assets	2 702 539	2 400 451	2 389 319
EQUITY			
Share capital (Note 11.1)	1 633 843	1 613 838	1 618 939
Treasury shares (Note 11.2)	–	(3 152)	(790)
Other reserves	18 532	18 337	22 176
Accumulated profit	338 367	198 174	316 587
Total equity attributable to equity holders of the Company	1 990 742	1 827 197	1 956 912
Non-controlling interest ¹	62 222	59 164	66 770
Total equity	2 052 964	1 886 361	2 023 682
LIABILITIES			
Non-current liabilities			
Lease liabilities	113 298	85 246	80 181
Borrowings (Note 12)	52 972	–	–
Deferred tax liability	68 730	57 541	64 654
Trade and other payables	1 134	–	968
Total non-current liabilities	236 134	142 787	145 803
Current liabilities			
Lease liabilities	32 625	31 924	31 998
Borrowings (Note 12)	458	266	492
Trade and other payables	100 124	91 893	75 261
Contract liabilities	257 565	233 274	111 383
Tax payable	22 669	13 946	700
Total current liabilities	413 441	371 303	219 834
Total liabilities	649 575	514 090	365 637
Total equity and liabilities	2 702 539	2 400 451	2 389 319
Net asset value per share (cents)	234	216	231

¹ The non-controlling interest increased due to additional shares issued to a key employee in the Milpark business.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the six months ended 30 June 2025

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Balance as at 1 January	2 023 682	1 862 202	1 862 202
Movement in share capital			
Issue of ordinary shares (Note 11.1)	24 436	–	5 278
Share transaction costs	(146)	(108)	(171)
Shares repurchased and cancelled	(9 386)	(14 835)	(14 949)
Movement in treasury shares			
Net purchase of treasury shares and issue of treasury shares to employees (Note 11.2)	790	13 962	16 324
Movement in reserves			
Total comprehensive income for the period attributable to owners of the parent	176 585	137 452	261 939
Settlement of employee share scheme	(35 787)	(20 555)	(30 377)
Share-based payments expense	5 850	4 270	11 855
Dividends paid to ordinary shareholders	(128 593)	(84 674)	(84 674)
Transaction with non-controlling shareholders (Note 13.1)	81	(2 884)	(2 882)
Movement in non-controlling interest			
Total comprehensive income for the period attributable to non-controlling interest	6 331	6 336	13 943
Dividends paid to non-controlling shareholders	(11 298)	(11 298)	(11 299)
Transaction with non-controlling shareholders (Note 13.1)	419	(3 507)	(3 507)
Capital contribution from non-controlling shareholder in subsidiary	–	–	–
Balance as at period end	2 052 964	1 886 361	2 023 682
Comprising:			
Share capital	1 633 843	1 613 838	1 618 939
Treasury shares	–	(3 152)	(790)
Share based payment reserve	18 532	18 337	22 176
Accumulated profit	338 367	198 174	316 587
Non-controlling interest	62 222	59 164	66 770

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

for the six months ended 30 June 2025

	Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Net cash flow from operating activities		310 479	251 663	355 533
Cash generated from operations (Note 14)	20%	368 150	306 578	465 186
Interest income received	23%	10 666	8 642	17 336
Finance cost paid	(16%)	(8 730)	(10 384)	(17 367)
Taxation paid	12%	(59 607)	(53 173)	(109 622)
Net cash flow used in investing activities		(119 836)	(36 823)	(93 855)
Purchase of property, plant and equipment (Note 8.1)	>100%	(106 846)	(33 879)	(76 702)
Development and purchase of intangible assets (Note 9)	(12%)	(13 144)	(14 969)	(29 407)
Proceeds from sale of property, plant and equipment	>100%	149	25	363
Proceeds from disposal of other financial assets ¹	(100%)	–	12 000	12 000
Acquisition of other financial assets	100%	5	–	(109)
Net cash flow used in financing activities		(108 210)	(246 723)	(259 807)
Share transaction costs	35%	(146)	(108)	(171)
Acquisition of shares from non-controlling shareholder (Note 13.1)	(100%)	–	(5 862)	(5 862)
Settlement of consideration payable to non-controlling shareholder (Note 13.1)	(100%)	–	(117 500)	(117 500)
Proceeds from borrowings	(3%)	96 866	100 266	102 176
Repayment of borrowings	(56%)	(43 872)	(100 238)	(102 006)
Payment of principal portion of lease liabilities	4%	(14 837)	(14 229)	(28 464)
Dividends paid to non-controlling interests in subsidiaries	–%	(11 299)	(11 298)	(11 299)
Dividends paid to shareholders	52%	(128 593)	(84 674)	(84 674)
Cash received on exercise of share options by employees	64%	3 057	1 869	2 942
Net share repurchase	(37%)	(9 386)	(14 949)	(14 949)
Net movement in cash and cash equivalents for the period	>100%	82 433	(31 883)	1 871
Cash and cash equivalents at the beginning of the period	1%	132 194	130 323	130 323
Cash and cash equivalents at the end of the period	>100%	214 627	98 440	132 194

¹ The unit-trust investment was realised in the prior year.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

for the six months ended 30 June 2025

1. STATEMENT OF COMPLIANCE

The condensed consolidated unaudited interim financial statements for the six months ended 30 June 2025 (“Interim Results”) are prepared in accordance with IFRS Accounting Standards, (IAS 34) Interim Financial Reporting, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa and the JSE Listings Requirements. The accounting policies in the preparation of these interim financial statements are in terms of IFRS and are consistent with those applied in the previous consolidated annual financial statements.

The Interim Results do not include all the notes of the type normally included in consolidated annual financial statements. Accordingly, the Interim Results are to be read in conjunction with the consolidated annual financial statements for the year ended 31 December 2024.

The Interim Results have not been reviewed or audited by the Group’s auditor. The Interim Results have been prepared internally under the supervision of the Chief Financial Officer, I Kula, CA(SA). All forward-looking information is the responsibility of the board of directors and has not been reviewed or reported on by the group’s auditors.

2. ACCOUNTING POLICIES

The accounting policies applied in the preparation of these interim financial statements are in terms of the IFRS and are consistent with those applied in the previous consolidated annual financial statements.

For a full list of standards and interpretations that have been adopted by the Group, we refer you to the consolidated annual financial statements for the year ended 31 December 2024.

3. ESTIMATES

The preparation of interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these Interim Results, the significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated annual financial statements for the year ended 31 December 2024. The full set of annual financial statements for the year ended 31 December 2024 can be found on our website at www.stadio.co.za.

4. NATURE OF OPERATIONS

Due to the nature of the operations and new enrolments in both the first semester (January to June) and the second semester (July to December), revenue and EBITDA in the second half of the financial year will not necessarily be in line with the first six months reported on.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS CONTINUED

for the six months ended 30 June 2025

5. REVENUE

	Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Revenue from contracts with customers				
The Group disaggregates revenue from customers as follows:				
Rendering of services recognised over time				
Contact learning				
Tuition fees	15%	297 907	259 546	509 203
Discounts and bursaries granted	23%	(5 983)	(4 867)	(10 343)
Registration and enrolment fees	15%	291 924	254 679	498 860
Other academic income	33%	8 316	6 247	10 704
	4%	743	714	1 881
	15%	300 983	261 640	511 445
Distance learning				
Tuition fees	16%	610 035	524 654	1 029 428
Discounts and bursaries granted	18%	(23 215)	(19 713)	(28 397)
Registration and enrolment fees	16%	586 820	504 941	1 001 031
Other academic income	20%	49 179	41 008	70 048
	16%	13 907	12 005	20 986
	16%	649 906	557 954	1 092 065
Sale of goods recognised at a point in time				
Learning material	(13%)	5 130	5 928	7 153
Canteen sales	56%	792	509	1 002
	(8%)	5 922	6 437	8 155
Total revenue from contracts with customers	16%	956 811	826 031	1 611 665

6. HEADLINE EARNINGS

	Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Reconciliation of headline earnings:				
Basic earnings	28%	176 585	137 452	261 939
<i>Adjustments attributable to parent:</i>				
Impairment on property, plant and equipment	–%	–	–	7 000
Loss on disposal of property, plant and equipment	(84%)	58	360	720
Compensation from third parties for items of property, plant and equipment that were impaired, lost or given up	(46%)	(681)	(1 256)	(2 198)
Taxation on above	(30%)	171	245	(1 478)
Headline earnings	29%	176 133	136 801	265 983

7. OPERATING SEGMENTS

The Group considers its executive directors to be the chief operating decision-maker and therefore the segmental disclosures below are aligned with the quarterly report provided to the executive directors. Operating segments with similar economic characteristics have been aggregated into one reportable segment due to all the services being related to higher education services within southern Africa. However, management does make decisions based on what they constitute to be reflective of the underlying financial performance of the Group and as such, the Group has identified core headline earnings as this measure. Non-core includes certain items which may distort the Group's performance from year-to-year, and by excluding this, should provide management with a more consistent reflection of the underlying financial performance of the Group.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENT CONTINUED

for the six months ended 30 June 2025

7. OPERATING SEGMENTS CONTINUED

Core headline earnings

	Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 30 Dec Unaudited R'000
Reconciliation of core headline earnings				
Headline earnings attributable to owners of parent	29%	176 133	136 801	265 983
Adjusted for:				
Amortisation of client list and trademarks	(100%)	–	645	1 272
Less: Taxation on above	(100%)	–	(180)	(344)
Core headline earnings	28%	176 133	137 266	266 911
Core HEPS – basic (cents)	28%	20.7	16.2	31.5
Core HEPS – diluted (cents)	28%	20.5	16.0	31.1

8. PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSET AND NON-CURRENT ASSETS HELD FOR SALE

8.1 PROPERTY, PLANT AND EQUIPMENT

The Group invested R107 million into infrastructure and capital assets (June 2024: R34 million), which included the STADIO Durbanville campus construction costs of R71 million (including R1.1 million of borrowing costs capitalised).

Depreciation of R18 million (June 2024: R15 million) was incurred for the period.

STADIO Durbanville Construction Project

The construction of the initial phase I of the STADIO Durbanville campus is progressing as expected and remains on track for opening before the 2026 academic year commences. An additional R105 million was approved by the Board during the period, increasing the total cost of the project to R325 million to include an additional phase that was originally planned much later. The Group anticipates capital spend of R142 million for the second half of the year as payment towards to the construction and fitout of the campus. The remaining R85 million of the total R325 million is expected to be incurred in 2026.

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Opening balance	889 425	872 281	872 281
Additions (including borrowing costs capitalised)	106 846	33 895	76 702
Disposals and other movements	(200)	(455)	(1 069)
Depreciation	(17 761)	(14 798)	(32 507)
Impairment loss	–	–	(7 000)
Reclassification to non-current asset held for sale	–	–	(18 982)
Closing balance	978 310	890 923	889 425

8.2 RIGHT-OF-USE ASSETS

The Group invested R28 million into additional right-of-use assets in the current period (June 2024: R5 million). During the period, the Group extended leases which resulted in an increase in right-of-use asset by R19 million (June 2024: R11 million). Depreciation of R17 million (June 2024: R14 million) was incurred for the period.

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Opening balance	61 942	65 062	65 062
Additions	28 445	5 378	10 322
Depreciation	(17 021)	(14 035)	(28 867)
Remeasurement	18 945	11 007	15 425
Closing balance	92 311	67 412	61 942

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS CONTINUED

for the six months ended 30 June 2025

8. PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSET AND NON-CURRENT ASSETS HELD FOR SALE CONTINUED

8.3 NON-CURRENT ASSETS HELD FOR SALE

In the prior year, the Group reclassified the STADIO Randburg campus to non-current assets held for sale. As at 30 June 2025, the sale of the property has not been concluded. No further impairment is expected on the value of the property.

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Opening balance	18 982	–	–
Reclassification from property, plant and equipment	–	–	18 982
Closing balance	18 982	–	18 982

9. INTANGIBLE ASSETS

The Group invested R13 million (June 2024: R15 million) into the development of curriculum intangibles (R9.5 million) and computer software (R3.5 million). There were no indications of impairment for the period and therefore no impairment testing was performed.

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Opening balance	171 545	151 872	151 872
Additions	13 144	14 969	29 407
Amortisation	(4 728)	(4 495)	(9 718)
Disposals and other movement	(1)	–	(16)
Closing balance	179 960	162 346	171 545

10. TRADE AND OTHER RECEIVABLES

The increase in trade receivables as at 30 June 2025 is due to the growth in students. As a result, the increase in loss allowance follows the increase in the debtors' book.

During the period, the Group had written off R23 million (June 2024: R35 million). In addition to amounts written off, R83 million (2024: R50 million) of debt provided for has been handed over for legal enforcement.

To 30 June 2025, bad debts recovered improved to R8.5 million (June 2024: R5.7 million).

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Trade receivables	522 577	443 926	380 935
Less: Loss allowance	(267 592)	(202 760)	(198 503)
Net trade receivables	254 985	241 166	182 432
Other receivables	65 679	58 105	47 893
Total trade and other receivables	320 664	299 271	230 325

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENT CONTINUED

for the six months ended 30 June 2025

11. SHARE CAPITAL

11.1 SHARE CAPITAL

During the period, 1 million shares were repurchased in the market, using the Group's general authority, at an average price of R8.69 per share and immediately cancelled. The total cash outflow from the Group was R9.4 million for the period.

	Number of ordinary shares (million)	Share capital R'000
Balance as at 1 January	848	1 618 939
Shares issued to employees ¹	3	24 436
Shares repurchased and cancelled	(1)	(9 386)
Share transaction costs	–	(146)
Balance at the end of the period	850	1 633 843

¹ In April 2025, 3 306 700 shares were issued to beneficiaries of the Group Share Incentive Scheme.

All issued ordinary shares are fully paid up. Ordinary shares carry no right to fixed income, but each share carries the right to one vote at general meetings of the Company.

11.2 TREASURY SHARES

Treasury shares are shares in the Company that are held by the Group Share Incentive Trust ("SIT") for purposes of settling its future obligations to transfer shares to participants in terms of the Scheme. The Board has since agreed to repurchase shares and cancel them, as opposed to holding Treasury Shares as indicated in 11.3.

	Number of shares (million)	Treasury shares R'000
Treasury shares		
Balance as at 1 January	(0.1)	(790)
Treasury shares issued to employees	0.1	790
Balance at the end of the period	–	–

As at 30 June 2025, the Group did not hold any treasury shares (June 2024: 683 441).

11.3 SHARE REPURCHASE PROGRAMME

The Group is committed to preserving stakeholder value and limiting the dilution of shareholders' interests, where feasible.

	Number of shares ('000)		
	Share capital	Treasury shares	Total
1 January 2023	850 527	(235)	850 292
Shares issued/transferred to employees	3 151	1 329	4 480
Shares repurchased from market	(3 161)	(4 805)	(7 966)
31 December 2023	850 517	(3 711)	846 806
Shares issued/transferred to employees	872	3 580	4 452
Shares repurchased from market	(3 089)	–	(3 089)
31 December 2024	848 300	(131)	848 169
Shares issued/transferred to employees	3 307	131	3 438
Shares repurchased from market	(1 080)	–	(1 080)
30 June 2025	850 527	–	850 527
Shares repurchased from market	(813)	–	(813)
Up to date of report	849 714	–	849 714

As at the date of this report, the table above illustrates that all shares issued under the share incentive scheme were repurchased from the market over the period.

12. BORROWINGS

The Group has access to a revolving credit facility of R100 million with Standard Bank of South Africa Limited with the option to increase by a further R100 million. By 30 June 2025, the Group utilised R53 million of the facility as payment towards the STADIO Durbanville campus construction. The Group is funding the construction through 50% of debt funding and 50% utilisation of existing cash resources.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS CONTINUED

for the six months ended 30 June 2025

13. PURCHASE AND SETTLEMENT WITH NON-CONTROLLING SHAREHOLDERS

	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Balance as at 1 January	–	117 500	117 500
Consideration payable	–	5 862	5 862
Settlement of consideration payable (not through profit and loss)	–	(123 362)	(123 362)
Balance at the end of the period	–	–	–

13.1 NON-CONTROLLING INTEREST ACQUIRED AND LOAN SETTLEMENT

Milpark Education is a material subsidiary with non-controlling shareholders holding 16.19% (2024: 16.14%).

In June 2025, shares to the value of R0.5 million were issued by Milpark Education to a key employee for services received. This issue resulted in an increase in the non-controlling interest to 16.19%.

14. CASH GENERATED FROM OPERATIONS

	Year-on-year change %	2025 30 Jun Unaudited R'000	2024 30 Jun Unaudited R'000	2024 31 Dec Audited R'000
Profit before taxation	27%	255 914	202 240	382 019
Non-cash and other items disclosed separately	6%	30 814	28 938	88 077
Movements in working capital	24%	286 728	231 178	470 096
Increase in trade and other receivables	8%	81 422	75 400	(4 910)
Increase/(decrease) in trade and other payables	11%	(89 640)	(80 770)	(11 938)
Increase in contract liabilities	5%	24 882	23 612	(3 641)
	10%	146 180	132 558	10 669
Cash generated from operations	20%	368 150	306 578	465 186

15. CONTINGENT LIABILITY

The Group issued a performance guarantee in April 2025 for R45 million in favour of Isipani Construction (Pty) Ltd, in connection with the construction of the STADIO Durbanville campus. The guarantee expires in February 2026.

16. DIVIDENDS DECLARED AND PAID

STADIO Holdings declared an annual dividend of 15.1 cents per share on 24 March 2025 and R128.6 million was paid to shareholders on 29 April 2025.

17. EVENTS AFTER THE REPORTING PERIOD

In July 2025, the Group repurchased 0.8 million shares from the market at an average price of R8.81 for R7.2 million. These shares were immediately cancelled.

Effective 4 July 2025, Mr Ramakhathela David Mokhobo (“Khati”) was appointed as an Independent Non-Executive Director of the Group.

The directors are not aware of any other material events which occurred after the reporting date and up to the date of this report.

18. GOING CONCERN

The Group currently has a strong balance sheet with limited external debt funding and continues to generate strong profits and cash flows. The Group also met all the covenant requirements up to the date of this report. Based on the above, the Board is satisfied that the Group is in a sound financial position and has adequate resources and access to borrowings to continue to operate as a going concern in the foreseeable future.

STATUTORY AND ADMINISTRATION

Stadio Holdings Limited

Incorporated in the Republic of South Africa (Registration number: 2016/371398/06)

JSE share code: SDO

ISIN: ZAE000248662

LEI: 3789007C8FB26515D966

(STADIO Holdings or the Group)

Executive Directors: CPD Vorster; I Kula; D Singh

Independent Non-Executive Directors: TV Maphai; MG Mokoka; CB Vilakazi; TH Brown; RD Mokhobo

Non-Executive Directors: PN de Waal; A Mellet (Alternate to PN de Waal)

Company secretary: Stadio Corporate Services Proprietary Limited

Registered office: Office 101, The Village Square, c/o Queen and Oxford Streets, Durbanville, 7550

Transfer secretaries: Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank, Johannesburg, 2196. Private Bag, X9000, Saxonwold, 2132

Corporate adviser and sponsor: PSG Capital Proprietary Limited

Website: www.stadio.co.za

Announcement date

28 August 2025

STADIO

— HOLDINGS —

www.stadio.co.za

