



Integrated Annual Report
2026



Innovating to enhance
life, together creating
a greener future



Navigational icons used in our reporting suite

Our capitals

We consider the six capitals in assessing value creation, preservation and erosion. These icons identify the capital in use. A detailed description is included in the business model.



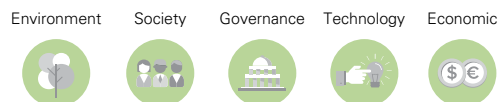
Our strategic priorities

These icons identify our strategic priorities.



Our material sustainability impacts, risks and/or opportunities (SIROs)

The following icons are used to illustrate the linkage to our top material matters.



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Feedback

We welcome your feedback on our reports. Please send comments to omnialR@omnia.co.za



Our stakeholders

Investors



Employees and labour unions



Customers



Business partners and suppliers



Governments and regulators



Host communities and NGOs



United Nations Sustainable Development Goals (SDGs)

Omnia prioritises its contribution to these SDGs:



www.omnia.co.za
omnialR@omnia.co.za

Getting around

- Refers you to information available online at www.omnia.co.za
- Refers you to a section where more information can be found in this report
- Indicates information that was independently assured



Our reporting universe

Report	Primary audience	Aim and disclosure	Regulatory and reporting frameworks applied/ considered	Approved/ audited/ assured
Integrated Annual Report 	- Investors, providers of capital and debt, other funders and prospective investors - Other stakeholders who are interested in stakeholder value created and shared which is addressed by this report	- Provides comprehensive, concise and balanced information on our strategic delivery and how Omnia creates and protects value while preventing value erosion over the short, medium and long term - Enables investors to make informed assessments of our ability to create sustained value	- Integrated Reporting Framework - JSE Listings Requirements - King IV Report on Corporate Governance for South Africa, 2016 (King IV)	- OmBE - EAud - EAss - OE
Annual Financial Statements 	- Investors, providers of capital and debt, other funders and prospective investors - Credit rating agencies and regulators	- Presents comprehensive detail on Omnia's financial performance and position enabling users to assess our financial strength and prospects - Includes regulatory financial disclosure	- JSE Listings Requirements - Companies Act, 71 of 2008, as amended (Companies Act) - IFRS Accounting Standards - SAICA Financial Reporting Guides	- OmBE - EAud - OE
Environmental, Social and Governance (ESG) Report 	- Stakeholders, including investors, who wish to understand Omnia's material sustainability impacts on society, climate and the environment - ESG rating agencies	- Outlines how ESG principles are integrated into our strategy, ensuring long-term value creation and alignment with global sustainability standards - Considers how Omnia and its activities impact society and the environment and provides a detailed overview of our sustainability	- Global Reporting Initiative (GRI) Standards - JSE Sustainability and Climate Change Disclosure Guidance - SASB: Metals and Mining Industry Standard and Chemicals Industry Standard - Sustainable Development Goals	- OmBE - EAss
Tax Transparency Report 	- Investors - Governments and regulatory authorities, especially in those jurisdictions in which we operate	- Provides insight into our tax principles, explaining how these underpin our tax strategy, inform our governance framework and guide our approach to tax and tax risk management - Sets out key tax matters that impact the Group and provides information on Omnia's tax contributions across the jurisdictions in which we operate	- JSE Listings Requirements - Companies Act - IFRS Accounting Standards - King IV - GRI 207: Tax 2019 - SDGs - JSE Sustainability and Climate Change Disclosure Guidance	- OmBE - EAud
Notice of Annual General Meeting 	Shareholders and investors	Invites shareholders to attend the annual general meeting and to vote on the resolutions described	- Companies Act - JSE Listings Requirements - Other pertinent laws and regulations	- OmBE - OE

OmBE: Omnia board and executive management oversee, manage and sign-off on internal reporting process.

EAud: Annual Financial Statements externally audited by Deloitte & Touche.

EAss: Selected sustainability data externally assured (reasonable assurance) by SLR.

OE: Other external approvals and reviews (JSE, corporate advisers).

Board statement of responsibility

The Omnia board acknowledges its responsibility for ensuring the integrity of this Integrated Annual Report and in its opinion this report addresses all those matters considered material to Omnia's ability to deliver on its strategy and create value in the short, medium and long term.

The board confirms this Integrated Report was prepared in accordance with the Integrated Reporting Framework and that it offers a balanced, integrated overview of our strategy, and our financial, operational and non-financial performance.

In reviewing this report and its approval process, the board was supported by the audit and risk committee (ARC). Executive management, assisted by a dedicated reporting team led by the FD, was responsible for the report's preparation, assurance and review process.

The board approved this report for the financial year ended 31 March 2026 on 21 July 2026.

Tina Eboka
(Board chair)

Seelan Gobalsamy
(Chief executive officer)

Stephan Serfontein
(Finance director)

Nick Binedell

George Cavaleros
(Audit and risk committee chair)

Thoko Mokgosi-Mwantembe
(Remuneration and nominations committee chair)

Wim Plaizier
(Social and ethics committee chair)

Ronel van Dijk



Our full suite of reports is available online at: www.omnia.co.za

About this report

Reporting boundary and scope

Our Integrated Annual Report 2026 covers Omnia's performance for the year ended 31 March 2026 (FY26). Any significant event occurring between the end of the financial year and the date of board approval of this report is also included.

While this report is primarily aimed at shareholders and providers of capital, we recognise that it may also be of interest to a broad range of stakeholders including our employees, suppliers, customers, governments and communities who are impacted by our business activities and who may benefit from the value created.

Our Integrated Annual Report provides material information on Omnia, our business model, strategy, governance, risks and opportunities, performance and outlook, and on how these interact and contribute to the creation, preservation and erosion of value over time.

This report covers the activities of our three primary operating segments – Agriculture, Mining and Chemicals – as well as our Manufacturing and supply chain capability. This includes the operations of all Group entities unless otherwise stated.



Agriculture

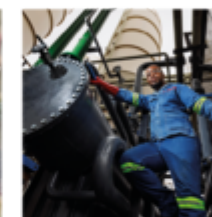


Mining



Chemicals

Manufacturing supply chain



Our purpose – innovating to enhance life, together creating a greener future – and our values guide our decisions, actions and behaviours.

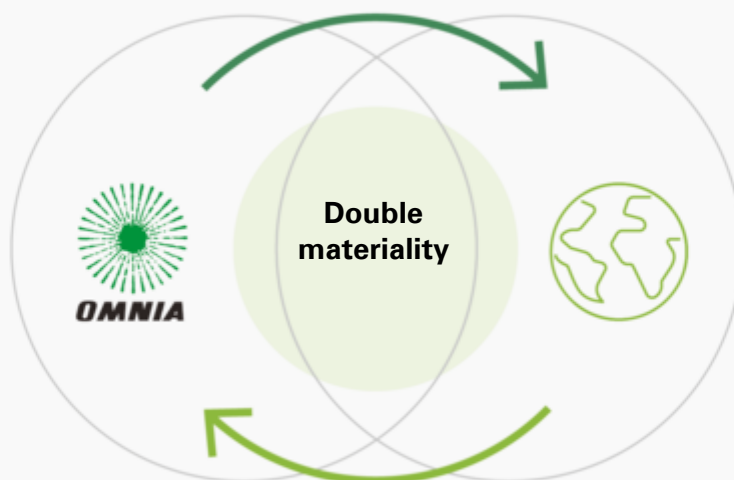
Approach to materiality

Material sustainability concerns, from both a financial and non-financial perspective, are assessed in terms of their potential to influence and the likelihood of their influencing our ability to create, preserve and/or erode value over the short, medium and long term. Our FY26 reporting process included an independently facilitated materiality assessment to determine our most material SIROs to guide the content of our reports.

This assessment considered double materiality, that is both impact materiality and financial materiality.

Impact materiality

How Omnia's business activities and actions may impact the broader external environment (people, society and the environment)



Financial materiality

How external environmental and social issues may affect Omnia's financial performance, cash flow, prospects and enterprise value

Creating value through integrated thinking

Integrated thinking covers all aspects of an organisation's operating units and the various resources and relationships (the six capitals) necessary to ensure value creation. It underpins our strategic decision making and approach to sustained value creation. Such thinking encompasses our business model, the execution of our strategy and the decisions made on the allocation and use of resource inputs. It requires us to interrogate the relationship between the resources we employ, how we employ them and the effects of our activities on these resources. Integrated thinking supports stronger governance and better management, reinforcing integrated decision making and a holistic approach to resource allocation. It balances short-term performance needs against the longer-term requirements of sustained value creation.

The embedding of integrated thinking within our business enables Omnia to better understand the relationship between these resources and our impact on them, and enhances our ability to create and preserve value, prevent its erosion and, in so doing, fulfil our purpose.

Integrated thinking underpins our integrated reporting.



To read more about our most recent materiality process and its outcomes, see [Materiality process and outcomes](#) in this report.

About this report continued

Forward-looking statements

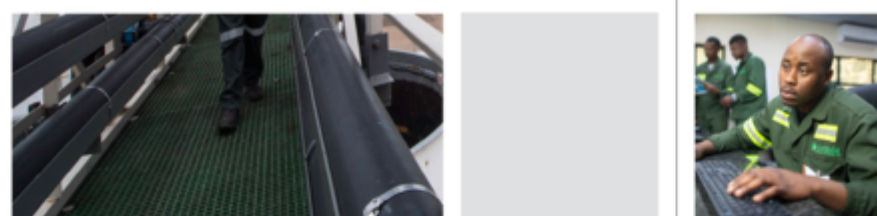
Throughout this report, there are certain statements made that are “forward-looking statements”. Any statements preceded or followed by, or that include the words “forecasts”, “believes”, “expects”, “intends”, “plans”, “predictions”, “will”, “may”, “should”, “could”, “anticipates”, “estimates”, “seeks”, “continues”, or similar expressions or the negative thereof, are forward-looking statements.

By their nature, forward-looking statements are speculative and allude to known and unknown risks, opportunities, macro-economic issues and any factors that could cause the actual results, performance or achievements of the Group to be materially different from the future results, performance or achievements expressed or implied by such forward-looking statements.

Forward-looking statements are not guarantees of future performance and reflect the Group’s view at the date of publication of this report.

The Group is not obliged to publicly update or revise these forward-looking statements for events or circumstances occurring after the date of publication of this report. Any forward-looking statement contained herein based on current trends and/or activities of the Group should not be taken as a representation that such trends or activities will continue in the future. No statement in this document is intended to be a profit forecast or to imply that the earnings of the Group for the current year or future years will necessarily match or exceed the historical or published earnings of the Group.

Forward-looking statements should not be relied on because they involve uncertainties and known and unknown risks, which risk factors are described throughout the commentary in this report, and include economic, business and political conditions in South Africa and elsewhere.



Assurance

Overseen by a working group led by the FD, the integrated reporting process begins with a review of the previous year’s report to identify opportunities for improved disclosure and to ensure continued alignment with best practice in reporting. In addition, this process ensures that the content of our Integrated Report aligns with our strategic objectives, and complies with relevant regulatory requirements and various standards which we apply.

In terms of a structured internal and external reporting review programme, the integrity of the information in this Integrated Report is assured both internally and externally.

- Internally, the relevant governance structures and processes are in place. Executive management monitors and reviews the document while at board level, the audit and risk committee (ARC) oversees the Group-wide internal control environment, and thus the integrity of information, and approves the information published in external reports. From a governance perspective, our risk, audit and compliance functions and related assurance activities are aligned so as to support the integrity of the information presented.
- Externally, the Annual Financial Statements were audited by Deloitte & Touche who provided an unqualified audit for the 2026 reports – see our Annual Financial Statements FY26 for their audit opinion – while SLR provided assurance in accordance with the AA1000 Assurance standard version three at a moderate assurance level on selected sustainability information. See our ESG Report 2026 for their assurance statement.



Omnia is a resilient, purpose-driven industrial group expanding globally, operating in over 20 countries and distributing to more than 40 countries through a network of over 70 distribution centres.



About Omnia



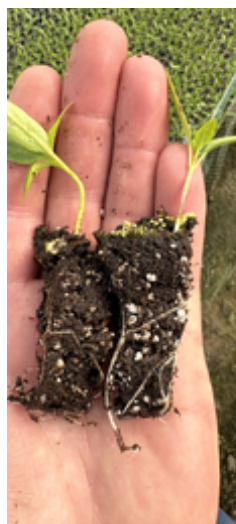
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- 8 Our operations and impacts
- 9 Our investment case



Year at a glance

“Omnia delivered a strong performance in FY26, despite a complex macroeconomic operating environment.”



Financial performance

Revenue
R24 200 million

(FY25: R22 818 million)

Operating profit
R2 170 million

(FY25: R1 698 million)

Operating margin
9.0%

(FY25: 7.4%)

Earnings per share
861 cents

(FY25: 692 cents)

Headline earnings per share
849 cents

(FY25: 704 cents)

Net cash position¹
R1 678 million

(FY25: R1 770 million)

Net asset value
R10 759 million

(FY25: R10 428 million)

Total shareholders distribution
R1 229 million

Includes ordinary dividends totalling R763 million (FY25: R649 million), a special dividend totalling R454 million (FY25: R446 million) and shares repurchased for R12 million (FY25: R172 million).

Social performance

Fatalities
Zero

(FY25: Zero)

Recordable case rate (RCR)
0.16 recordable injuries per 200 000 working/
exposure hours
(FY25: 0.20)

Employees²
3 508

(FY25: 3 803)

Salaries and wages
R2 517 million

(FY25: R2 507 million)

Training and development
R49 million

(FY25: R46 million)

Preferential procurement
R10 597 million

(FY25: R8 900 million)

Social investment³
R56 million

(FY25: R59 million)

Total tax contribution⁴
R1 536 million

(FY25: R1 594 million)

Environmental performance

Renewable solar energy generated
24 183 MWh

(FY25: 20 109 MWh)

**Energy use efficiency (net)
per tonne manufactured**
0.25 gigajoules

(FY25: 0.26 gigajoules)

Water recycled/reused
182 megalitres

(FY25: 194 megalitres)

**Water use efficiency
per tonne manufactured**
0.40 kilolitres

(FY25: 0.40 kilolitres)

**CO₂ intensity per tonne
manufactured**
0.047 tonnes CO₂e

(FY25: 0.050 tonnes CO₂e)

Used oil consumed
31 dry megalitres

(FY25: 29 dry megalitres)⁵



¹ Excludes lease liabilities.

² Includes disability learners.

³ Includes CSI and development initiatives.

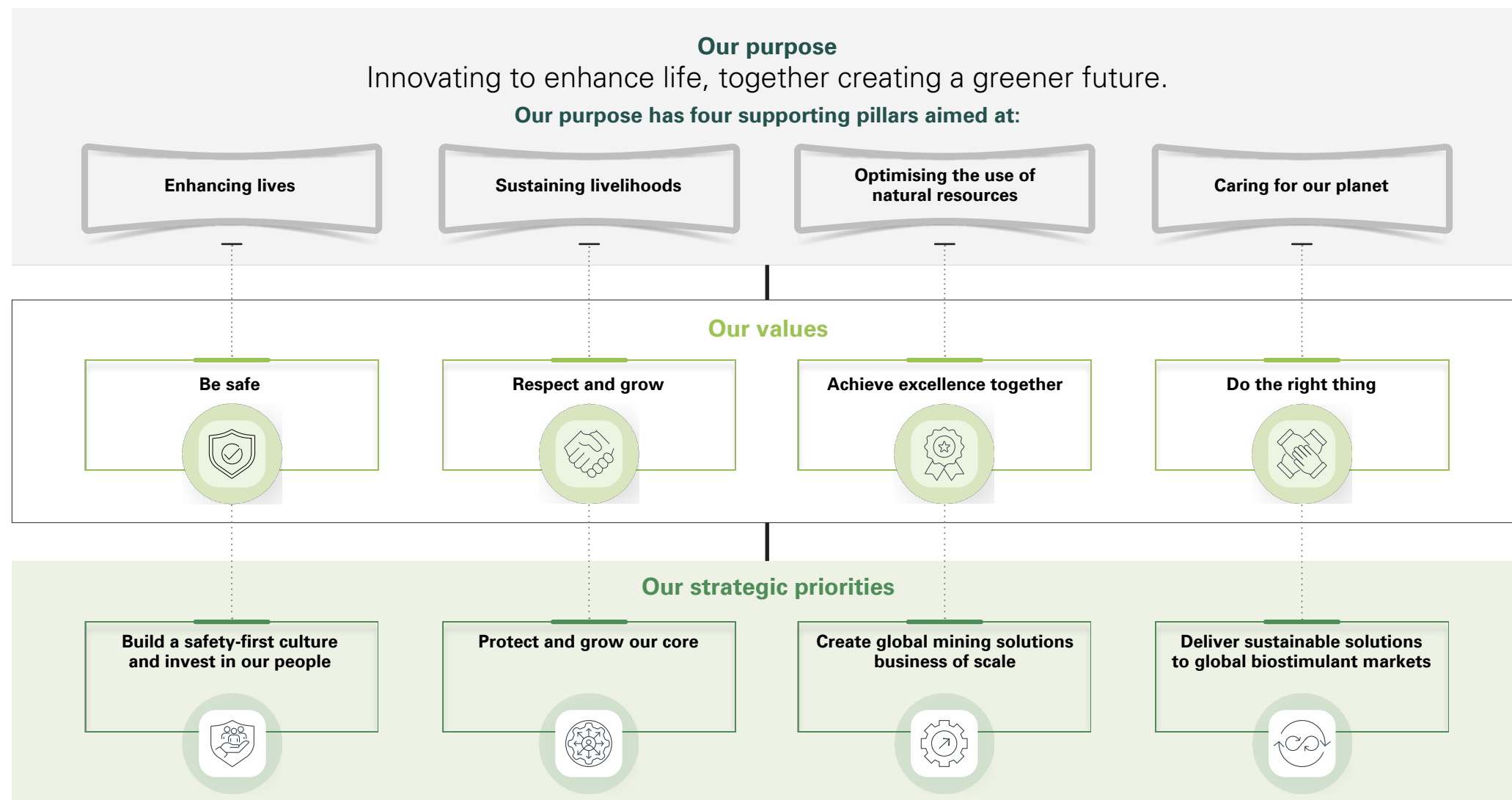
⁴ Total tax contribution comprises actual taxes borne by the Group as well as those taxes collected on behalf of revenue authorities at 31 March 2026.

⁵ FY25 restated for comparability, with FY26 first year of independent assurance.

About Omnia

The Omnia Group is a global, diversified chemicals company supplying chemicals and specialised services and solutions to the agriculture, mining and chemicals application industries. The Group combines technical innovation and intellectual capital to add value for customers at every stage of the supply and service chain.

Omnia is committed to shaping a brighter and more promising future for all stakeholders by sustaining livelihoods, providing growth opportunities and using technology to ensure the efficient use of resources.



Strategically positioned. Globally connected

Operating across diverse markets and climates, Omnia's integrated network enables us to deliver specialised solutions where they matter most – on the ground, at scale and close to our customers.



Map legend

- Agriculture
- Mining
- Chemicals

Global presence and operations

More than 3 500
people employed

77 distribution
centres globally

> 20 countries
physical presence

44 facilities
manufacturing, blending
and packaging

Leading in-house
research, development
and innovation



Omnia is a global, diversified chemicals group supplying chemicals and specialised services and solutions to the agriculture, mining and chemicals application industries.

Established over 70 years ago, Omnia is headquartered in Johannesburg, South Africa, and has its main production facilities in Sasolburg, some 70km to the south of Johannesburg.

Omnia's global presence currently extends to more than 20 countries. Our operations are to be found in Africa, Australia, Indonesia, Brazil, North America and China.

Omnia integrates technological innovation with intellectual capital to create value for customers throughout the entire supply and service chain. Our portfolio of products and services supports sustainable agriculture and the responsible extraction of mining commodities.

In line with our purpose of 'innovating to enhance life, together creating a greener future', our products and service solutions promote the responsible use of chemicals for health, safety and a lower environmental impact, while increasing the use of cleaner technologies.

Our resilient business, supported by core operations and an integrated supply chain, along with investment in agriculture technologies, mining explosives and R&D, strengthens our market position and underpins our international diversification.

Omnia is listed on the JSE (OMN) and A2X securities exchanges and, at 31 March 2026, had a market capitalisation of R15.5 billion (31 March 2025: R10.9 billion). Our investors include retail and institutional investors.

Broad-based black economic empowerment

In South Africa, Omnia is rated as level 2 in terms of broad-based black economic empowerment (B-BBEE) scorecard.

Our global presence is not just about reach – it's about the impact we make in every market we serve.

Our operations and impacts

Agriculture



Our Agriculture segment drives growth in the agricultural sector by providing granular, liquid and speciality fertilizers, along with humates and other biostimulants, that enhance soil health, improve crop performance and increase food production. These solutions support sustainable livelihoods and job creation. The key differentiator is our Nutriology® model, a science-based approach to growing that promotes resource efficiency, optimises yields and crop quality, and maximises returns while reducing farming risks and minimising the environmental impact.

Mining



Our Mining segment, BME, through BME Blasting Solutions and BME Metallurgy, offers integrated, customised solutions for commercial mining to boost efficiency, increase yields and reduce costs and environmental impact. Our innovative technologies enhance the safe extraction and recovery of materials and minerals. We are a speciality innovator of bulk emulsions for commercial mining applications, services and technology. Our differentiated suite of software solutions, including BLASTMAP™, XPLOLOG™, XPLOCHARGE™ and XPLOSMART™ are purposefully built to deliver data integrity while our premium AXXIS™ electronic initiating systems complement this with precision and accuracy to improve blasting efficiencies and generate smart insights on mining sites.

Chemicals



Our Chemicals segment is a well-known manufacturer and distributor of functional and effect chemicals, and solutions serving both South African and export customers. The business supplies technical and product application support and SHEQ-related services to the water sector.

Manufacturing and supply chain



Product range

- **Granular, liquid and speciality fertilizers:** Our granular and liquid fertilizers are scientifically formulated to support crop nutrient demand and enhance uniform distribution when applied. Our speciality fertilizers offer comprehensive solutions including foliar applied products, products ready for fertigation and soil enhancement solutions
- **Biostimulants:** Our range of products improves germination, increases plant root mass, aids disease resistance and improves nutrient use efficiency. Our K-humate and microbial products aim to improve soil conditions and support plant vigour to increase water and nutrient use efficiency, while reducing production risk for our producers
- **AgTech (agriculture technology):** Our AgTech offering enables producers to utilise insights from data received from soil and plant tissue analyses, combined with data from their machines and satellites, to improve the quality of decision making. Supported by our team of agronomists, the insight derived from data-driven solutions aims to be preventative rather than reactive so as to enhance customer value

Product range

- **Bulk emulsions:** BME's bulk emulsions are differentiated, robust, high-quality and reliable. Our emulsions deliver a sustainable and innovative solution using the highest quantity of used oil per tonne of emulsion by comparison in the market
- **Packaged explosives:** BME's packaged products are manufactured in our world-class production facility, offering stability and performance
- **Initiating systems:** BME manufactures and supplies a range of initiating systems that are performance driven, reliable and cost efficient. Our range of non-electric detonators is engineered for enhanced quality, while our AXXIS™ electronic detonators, developed in-house by BME, offer superior performance, reliability, safety and precision
- **Surface and underground technology:** Our software systems, which include BLASTMAP™, XPLOLOG™ and XPLOCHARGE™, deliver effective blast designs, smart customer solutions and efficient data control
- **Equipment:** BME has a variety of manufactured equipment, engineered for customer-specific applications, which deliver safe and cost-effective blasting outcomes
- **Hydrogen peroxide emulsion:** Through a partnership with Hypex Bio, we will develop an alternative to the hydrogen peroxide-based emulsion system and provide a unique alternative to conventional ammonium nitrate-based emulsions while also delivering environmental benefits and a sustainable solution for our customers
- **Metallurgical solutions:** BME Metallurgy enables the efficient extraction of metals from ore through our innovative chemical solutions. These solutions are developed in collaboration with principal partnerships

Product range

- **Water care:** We offer complete water care solutions that enable clean drinking water for millions of Africans daily. Our products include disinfectants and filtration for municipalities, industry and mining
- **Bulk trading:** We secure critical bulk powders and liquids for customers by leveraging our supply chain networks. Our products include ammonia derivatives, bulk liquids and ammonium sulphate. We are a strategic partner to the coatings, adhesives and solvents industry, and support sectors such as automotive and steel fabrication with a wide range of products

Key FY26 statistics

Employs
1 449 people

Generated net revenue of
R13 053 million
equivalent to 53.9% of Group revenue
(FY25: R11 541 million and 50.6%)

Operating margin of
9.6%
(FY25: 8.5%)

Operating profit of
R1 251 million
(FY25: R981 million)

Key FY26 statistics

Employs
1 740 people

Generated net revenue of
R9 816 million
equivalent to 40.6% of Group revenue
(FY25: R9 121 million and 40.0%)

Operating margin of
11.7%
(FY25: 12.4%)

Operating profit of
R1 145 million
(FY25: R1 129 million)

Key FY26 statistics

Employs
100 people

Generated net revenue of
R1 331 million
equivalent to 5.5% of Group revenue
(FY25: R2 156 million and 9.4%)

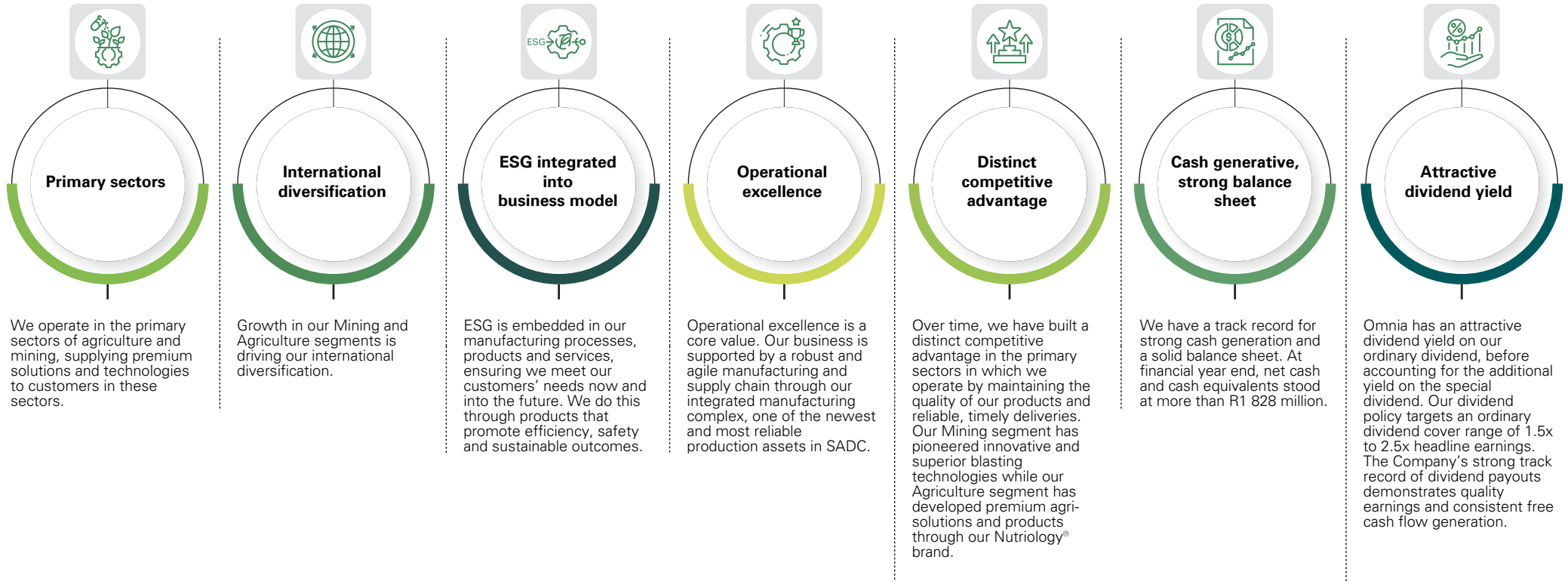
Operating margin of
0.3%
(FY25: 6.2% loss)

Operating profit of
R4 million
(FY25: R133 million loss)

Our investment case

Omnia has consistently demonstrated its ability to create sustainable long-term value for shareholders. Our attractive customer proposition and track record for operational excellence have positioned the Company for continued future growth.

Our compelling investor proposition is based on the following:



We create sustained long-term value for all stakeholders by optimising and balancing the use of scarce resource inputs and relationships in the conduct of our business.

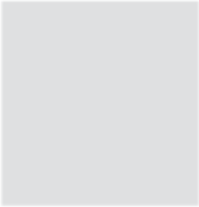


How we create value

Omnia’s strategy is aimed at sustainably growing the business for a safer, greener future. The objective is to protect and grow our business by building on existing strengths, creating further value from the core business, and sustainably allocating capital resources to position the business for global growth. Our strategy ensures that we lead with purpose as we innovate to enhance life, together creating a greener future. ESG principles are core to the strategy.

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Our strategy

Omnia's strategy is to sustainably grow the business by building on existing strengths, maximising value from our core business and maintaining disciplined capital allocation. By delivering on our strategy, we will enable Omnia to expand globally and deliver on its purpose.

Our strategy

Omnia's strategy is to grow and diversify our business geographically

Our strategy, which is focused on growth, diversification, resilience and agility, is based on these three strategic pillars:

Protect and grow our core business (SADC)

We do this by:

- Maintaining our focus on customer value creation and innovation
- Optimising the efficiency and sustainability of our manufacturing and supply chain capability
- Growing our share of the agriculture value chain
- Leveraging our competitive value proposition to expand in the African mining market

Create global mining solutions business of scale

We do this by:

- Exporting our mining customer value propositions and innovation globally
- Accelerating market access and reducing risk through partnerships and collaboration
- Investing in infrastructure and expertise to grow globally
- Exploring M&A potential to unlock value and scale

Deliver sustainable solutions to global biostimulant markets

We do this by:

- Developing high-value and sustainable solutions for customers
- Securing large-scale customer distribution in key markets
- Exploring strategic opportunities and partnerships to enable value creation

Strategic drivers

These three strategic pillars are underpinned and driven by the following five strategic drivers:



Our purpose and values



High-performance culture



Sustainability principles



Technology and innovation



Disciplined capital allocation

How we deliver on our strategy and unlock stakeholder value

Maintain disciplined capital allocation

- Drive quality and growing earnings to sustain cash distribution
- Rigorous capital spend approval process
- Release unproductive capital (net working capital and capital expenditure) and redeploy to higher-return projects, ultimately expanding return on equity

Optimise operating model

- Review structures to facilitate strategic delivery enablement, projects have been initiated across the business

Prioritise people and culture

- Embed values-based, high-performance culture anchored in safety, service and ownership
- Enhance leadership and technical capacity to drive global strategies
- Implement a technology ecosystem to empower and enable employees

Enhance stakeholder collaboration

- Maintain collaboration and partnerships to navigate risks and opportunities
- Strengthen our narrative through improved segment visibility
- Deliberate partnerships that recognise Omnia's intrinsic value



Our strategy continued



Delivering on our strategy in FY26

Protect and grow our core business (SADC)

What we did:

Agriculture

- Maintained our position as leader in the SADC agriculture sector
- Improved route-to-market capability supported volume growth and sustained stronger sales
- Adopted Nutriology® model farming principles in Zambia and Zimbabwe

Mining

- Delivered strong performance in BME Metallurgy
- Delivered new contract wins and extensions within the SADC region, with significant strides taken in South Africa and Namibia

Manufacturing and Supply Chain

- Maintained security of supply to customers even with heightened disruption, infrastructure constraints and geopolitical factors

Create global mining solutions business of scale

What we did:

Indonesia – ensuring sustainable growth

- Introduced new technologies (dual salt emulsion and electronic detonators) gained momentum
- Completed integration of JV
- Received ISO certification
- Secured Silver Award at Indonesia Mining Services Awards for Blasting Services category

Canada – mobilisation nears completion

- Detonator plants commissioned and regulatory approvals obtained
- Positive momentum with underground trials
- Commissioning of Hypex Bio emulsion plant underway

Australia – laying groundwork for organic growth

- AXXIS™ plant commissioned in Western Australia
- Successful AXXIS™ trials
- Secondary capability to service quarry and construction projects being established
- Explored partnerships to accelerate market entry

Deliver sustainable Agriculture solutions to global biostimulant markets

What we did:

- Grew international export volumes by 35% – aided by exposure to the fastest growing global markets
- Growth in the USA market was underpinned by the successful onboarding of a new distribution partner, expanding our market reach and distribution capabilities
- Distributed agriculture products to more than 40 countries
- Increased liquid storage capacity to support export growth

Outlook – how we plan to deliver on our strategy

Protect and grow our core business (SADC)

Strategic aims FY27

- Grow demand and sales
- Grow specialities products
- Explore market adjacencies
- Increase plant efficiency to enhance security of supply
- Strengthen SADC planning alignment
- Serve Mining customers across broader SADC region

Medium-term aims FY30

- Mitigate risks of volatility in the South African Agriculture division by means of our integrated supply capabilities and Nutriology® model
- Grow Mining organically with existing customers in South Africa and wider SADC region
- Pursue identified opportunities within SADC
- Enhance asset utilisation, efficiency and supply reliability across the manufacturing network to support organic growth in Agriculture, Mining and ammonia derivative sales

Create global mining solutions business of scale

- Continue global rollout of AXXIS™ Titanium
- Grow primary markets in Africa by pursuing opportunities in Ghana, Guinea, Côte d'Ivoire, Zambia and Senegal
- International growth: Indonesia expansion into non-electric market, Australia commencement of in country detonator assembly
- BME metallurgy growth in international markets underpinned by diversification across minerals
- Complete plant commissioning and trials for Hypex Bio in Canada

- Build on the rollout of the new AXXIS™ Titanium product and related technology to open new markets and develop an enhanced product mix
- Maintain momentum and growth in Indonesia, Australia and Canada, including development of a pipeline for Hypex Bio trials and full integration of technology partnerships

Deliver sustainable Agriculture solutions to global biostimulant markets

- Grow the global biostimulant distribution network
- Explore potential in markets adjacent to existing ones
- Increase production capabilities to support growth

- Expand biostimulant offerings to distribution partner networks

Chair's message

Omnia delivered a strong performance in FY26, reflecting consistent execution of its strategy and the disciplined approach taken by management and the board.



Tina Eboka
Board chair

As chair, I am pleased to present this Integrated Report, which outlines how the Group continues to strengthen its position, navigate a complex operating environment and deliver sustainable value for stakeholders.

This progress must be viewed in the context of the Group’s journey over the past several years. Since 2018, when Omnia faced significant financial pressure, the business has undergone a focused and deliberate transformation under our Group CEO and all the teams. With clear strategic direction, strong leadership and consistent board support and oversight, the Group has moved from recovery to sustained performance, strengthening its financial position and building a more resilient and diversified business.

The outcomes achieved in FY26 are therefore not incidental; they are the result of sustained effort, disciplined execution and a shared commitment across the organisation to deliver on a clearly defined strategy despite operating environment challenges.

Delivering on our strategy

Omnia’s performance in FY26 demonstrates the continued delivery of its strategy to grow and diversify across geographies and sectors, while strengthening core operations. The Group’s balanced exposure to agriculture and mining, together with its expanding international footprint, continues to support resilient earnings and sustainable value creation across varying market conditions.

Importantly, this performance reflects consistency rather than short-term gains. Across the organisation, there is a clear understanding of the Group’s direction, reinforced through ongoing engagement between leadership and teams across regions.

This alignment has been instrumental in ensuring that strategy is executed effectively and consistently, year after year.

The board remains encouraged by the quality and sustainability of this performance, supported by strong cash generation, disciplined capital allocation and a continued focus on operational efficiency.

Mitigating and eliminating risk

The external environment remained complex during the year, shaped by geopolitical uncertainty, supply chain disruptions, cost pressures, currency volatility and infrastructure constraints, particularly in Africa. These dynamics continue to test resilience across sectors.

A key strength lies in the Group’s disciplined approach to uncertainty – maintaining a clear strategic course while remaining responsive to change. As a board, we place emphasis on ensuring that the business remains grounded and able to respond to crises without losing focus on long-term objectives.

Risk management is embedded across the Group’s operating model, with ongoing monitoring of geopolitical, climate-related, operational and regulatory risks. This integrated approach continues to strengthen Omnia’s resilience and its ability to adapt to changing conditions.

Board governance and oversight

Strong governance remains foundational to Omnia’s performance and long-term resilience. The board continues to provide active oversight of strategy, risk and capital allocation, ensuring that decisions are aligned with the Group’s long-term objectives.

A defining feature of the board’s approach is its responsiveness and transparency. Communication between management and the board is both timely and flexible, enabling rapid engagement on emerging issues. Real-time updates, followed by formal reporting and analysis, support informed decision making and effective crisis response.

This was especially evident during recent periods of heightened uncertainty, when the board worked closely with management to monitor developments, track supply chains and ensure business continuity. Such engagement reinforces accountability while enabling the agility required in a dynamic operating environment.

The board also continues to prioritise alignment across geographies, engaging regularly with leadership teams to reinforce shared values, strategic direction and governance standards.

Integration of ESG

In the board’s view, ESG is integral to Omnia’s strategy and its ability to deliver sustainable value over time. Environmental stewardship, social responsibility and strong governance are embedded in how the Group operates and manages risk.

This is particularly important given Omnia’s role in sectors critical to food and mineral security. Responsible resource use, climate resilience, safety and community engagement are not only ethical imperatives but also key drivers of competitiveness and long-term sustainability.

The Group continues to make progress in areas such as energy efficiency, emissions reduction and safe operating practices. At the same time, the board remains focused on ensuring that ESG considerations are fully integrated into decision making and long-term planning, recognising their role in strengthening resilience and enabling growth.

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Chair's message continued

Leadership, culture and organisational commitment

Omnia's performance is underpinned by strong leadership, an engaged workforce and a culture that promotes accountability, collaboration and innovation. The board believes that leadership remained effective during the year, supporting the Group's ability to navigate complexity while continuing to deliver on its strategic priorities.

Omnia retains an entrepreneurial mindset, encouraging initiative and adaptability across all levels of the business. This culture, combined with a strong commitment to safety and teamwork, enables employees to respond proactively to challenges and opportunities alike.

The board and management also demonstrate a clear commitment to action, ensuring that critical issues are addressed promptly and decisively. This responsiveness reflects a shared sense of accountability and commitment to the Group's long-term success.

Looking ahead

The external environment is expected to remain uncertain, with ongoing geopolitical tensions, infrastructure constraints and climate-related challenges continuing to shape the operating landscape.

Against this backdrop, the board's outlook is one of cautious confidence. Omnia's diversified portfolio, strong financial position and disciplined approach provide a solid foundation for continued performance.

The Group will continue to focus on disciplined execution, strengthening its competitive position and pursuing opportunities for growth through strategic partnerships and innovation. At the same time, it will remain agile and responsive, adapting to changing conditions while maintaining a clear focus on long-term value creation.

Thanks

I would like to thank my fellow board members for their continued guidance, insight and commitment during the year. In particular, I would like to thank Ronald Bowen and Sizwe Mncwango who both retired during the year after a combined total of almost 30 years of dedicated service to the Omnia board.

On behalf of the board, I also extend my appreciation to the executive team and all employees across the Group for their dedication, resilience and contribution to Omnia's performance. Their commitment ensures that Omnia remains a strong, responsible and forward-looking organisation.

Finally, we thank our customers, partners and stakeholders for their ongoing trust and support. Together, we will continue to build a resilient business that delivers sustainable value over the long term.

Tina Eboka
Board chair

21 July 2026



CEO's review

We remain committed to delivering sustainable, long-term value for all stakeholders by building a resilient and high-performing organisation. This is achieved through disciplined execution of strategic growth initiatives, targeted investments that strengthen the competitiveness of our core operations, and the effective deployment of capital to support international expansion. We reinforce this approach through the rigorous application of safety standards and continued advancement in meeting our ESG commitments.



Seelan Gobalsamy
CEO

Safety

The safety and wellbeing of our employees and other stakeholders remain a fundamental value with safe working conditions and behaviours continuing to be prioritised in operational decisions. This year, an RCR of 0.16 (FY25: 0.20) was reported despite an elevated risk environment associated with extended maintenance shutdowns. The Fire, Explosion and Release (FER) rate reduced to 0.08 (FY25: 0.17).

Our commitment to zero harm and collective responsibility to ensure all our colleagues return home safely every day is reinforced through visible felt leadership, operational risk inspections and increased management oversight. Our proactive practices, including near-miss reporting and open communication of incidents and learnings continues to support risk awareness, along with our safety motto: "See something. Say something. Do something".

Operating environment

Our strategy to grow and diversify our business across geographies continues to yield tangible results. This is despite global and regional macroeconomic challenges, with ongoing geopolitical tensions disrupting consumption patterns and supply chains.

Escalation in the Middle East conflict at the end of our financial year heightened volatility in energy and broader commodity markets, particularly for nitrogen-based feedstocks, raising costs and reducing delivery reliability.

Climate change remained a key structural risk, with ongoing climate variability and erratic weather patterns disrupting infrastructure resilience, water availability and production in the agriculture and mining sectors.

Operating performance

We successfully navigated the challenging operating environment to deliver a strong performance.

Against a complex global environment, marked by heightened geopolitical uncertainty, trade fragmentation and supply chain challenges, we grew volumes and earnings and improved operating margins. This reflects our capacity to sustain growth, generate cash and preserve our robust financial position within a context that is increasingly complex.

The Mining segment delivered a resilient performance supported by strong sales volumes and an enhanced product mix. Despite extended supplier shutdowns, the Agriculture segment recorded increased sales volumes on the back of robust manufacturing and supply chain capabilities.

Capital allocation

The Group's approach to capital allocation is designed to support strategy execution, long-term value creation and financial resilience. Capital is deployed in a disciplined manner to protect and strengthen core operations, while also funding organic and inorganic opportunities in priority markets that enhance competitiveness, improve efficiency and align with the Group's ESG objectives. Through this framework, the Group aims to sustain growth, maintain operational excellence and preserve financial flexibility.

Investment to protect the core and grow internationally

During the year, we invested R244 million in maintenance, safety and regulatory capital expenditure, in alignment with our commitment to continuous improvement and operational excellence.

Investments included the upgrade of technology at the Sasolburg integrated manufacturing complex and ongoing investment in the Mining segment's Mobile Manufacturing Unit (MMU) renewal programme.

An additional R32 million was invested in ESG initiatives, mainly to expand solar capacity in South Africa, which supported a 20% increase in renewable electricity generation.

An investment in the previous year in an additional ammonium nitrate tank that doubled storage capacity delivered significant operational benefits during an extended supplier shutdown in FY26.

The Agriculture segment is well positioned to deliver sustainable earnings, supported by its differentiated customer propositions, strong market position and disciplined execution, despite a more complex operating environment.

The Mining segment's continued diversification of its geographic footprint and investment in international growth as well as its integrated manufacturing and supply chain capabilities and long-standing customer relationships enabled the segment to respond effectively to market shifts. In Canada, all initiating systems plants have been commissioned and the hydrogen peroxide emulsion plant, a flagship offering, is being cold commissioned. The Australian plant was also commissioned and production has begun.

The Chemicals segment continued to execute its strategy to streamline the business, release capital and sustainably improve financial performance, while maintaining a strong focus on safe operations.

Returning to shareholders

Reflecting the Group's strong financial position, consistent free cash flow generation and disciplined capital allocation, the board declared a total dividend of 750 cents per share for the year. This comprises an ordinary dividend of 470 cents and a special dividend of 280 cents per share, returning a total of R1 217 million to shareholders.

On 11 September 2025, the Group obtained shareholder approval for a share repurchase programme, authorising Omnia to buy back up to 5% of outstanding share capital. Shares repurchased under this programme are subsequently cancelled. During FY26, 187 436 shares (FY25: 2.6 million shares) were repurchased for R12 million (FY25: R172 million).

CEO's review continued

Since commencing in 2023, share repurchases have been value accretive for shareholders and continue to be considered a key pillar of our capital allocation framework.

Environmental stewardship

We remain committed to responsible environmental stewardship as a core component of our long-term value creation strategy.

In FY26, our environmental performance was influenced by maintenance shutdowns, operational disruptions and supplier constraints at the Sasolburg integrated manufacturing complex.

Nevertheless we maintained our environmental performance. Water efficiency remained consistent at 0.40 kilolitres per tonne manufactured (FY25: 0.40 kilolitres per tonne), despite temporary interruptions in water recycling. Total energy usage and efficiency improved to 0.25 GJ per tonne manufactured (FY25: 0.26). This performance was driven by the 15 MW of solar capacity and the use of a more optimal energy mix at our Sasolburg manufacturing complex.

Progress was also achieved in the reduction of emissions, with carbon intensity (CO₂e) improving to 0.047 tonnes CO₂e per tonne manufactured (FY25: 0.050 tonnes). The improved carbon intensity was driven primarily by reduced Scope 1 process and combustion emissions, supported by the increased use of renewable energy and a more optimal energy mix.

Circularity is further advanced by Mining's processing of used oil in emulsion explosives, protecting potable water and diverting hazardous waste from landfill.

We continue to embed ESG across our operations, reducing our environmental impact while supporting the environmental objectives of our mining and agriculture customers.

Outlook

The global macroeconomic environment is expected to remain volatile and uncertain, shaped by heightened geopolitical tension and ongoing supply chain disruptions, including the Middle East conflict. Despite these pressures, we remain confident in our growth prospects, supported by strong fundamentals in mining and agriculture, a robust financial position, agile manufacturing and supply chain capabilities and a continued focus on operational execution.

The long-term outlook for agriculture and mining remains positive with population growth and urbanisation driving increased demand for food, technology and essential materials. Food security and climate change continue to be key global priorities, reinforcing agriculture's critical role in sustainable development.

Likewise mining is supported by the rising demand for minerals linked to urbanisation and decarbonisation. As we continue to expand internationally and innovate, we are well positioned to benefit from these opportunities.

Our focus on securing raw materials and managing price risk, along with our robust manufacturing and supply chain capability continues to underpin our operational resilience.

The Agriculture segment is well positioned to deliver sustainable earnings, supported by growth in specialised product solutions and increasing market share across SADC. Strategic investments, expanding participation in the global biostimulants market through upstream partnerships, increasing manufacturing capacity and international distribution are expected to support improved market penetration and growth.

The Mining segment remains focused on progressing its diversification strategy and leveraging its customer value proposition to strengthen its core position in SADC, and build a platform for international growth through technology and partnerships.

In line with our strategy, Chemicals will continue to dispose of non-core assets and scale the bulk trade business, leveraging the Group's integrated supply chain capability.

Across the Group, disciplined capital allocation, operational efficiency and supply chain resilience remain central to navigating market volatility, supporting sustained performance, improving competitiveness and long-term value creation.

With a clear strategic direction and a high-performance culture, we are well positioned to deliver sustainable returns while meeting the evolving needs of customers.

Thank you

I extend my sincere appreciation to our people for embodying the Omnia values through their commitment, resilience and consistent contribution. Their dedication and hard work have been central to our ability to navigate complexity while we continue to deliver on our strategic priorities, and in particular on ensuring that we do this in line with our safety priority, our fundamental value.

Guided by our purpose of *innovating to enhance life, together creating a greener future*, we remain focused on advancing food security and enabling mineral extraction that supports economic growth, while contributing to a more sustainable future for all stakeholders.

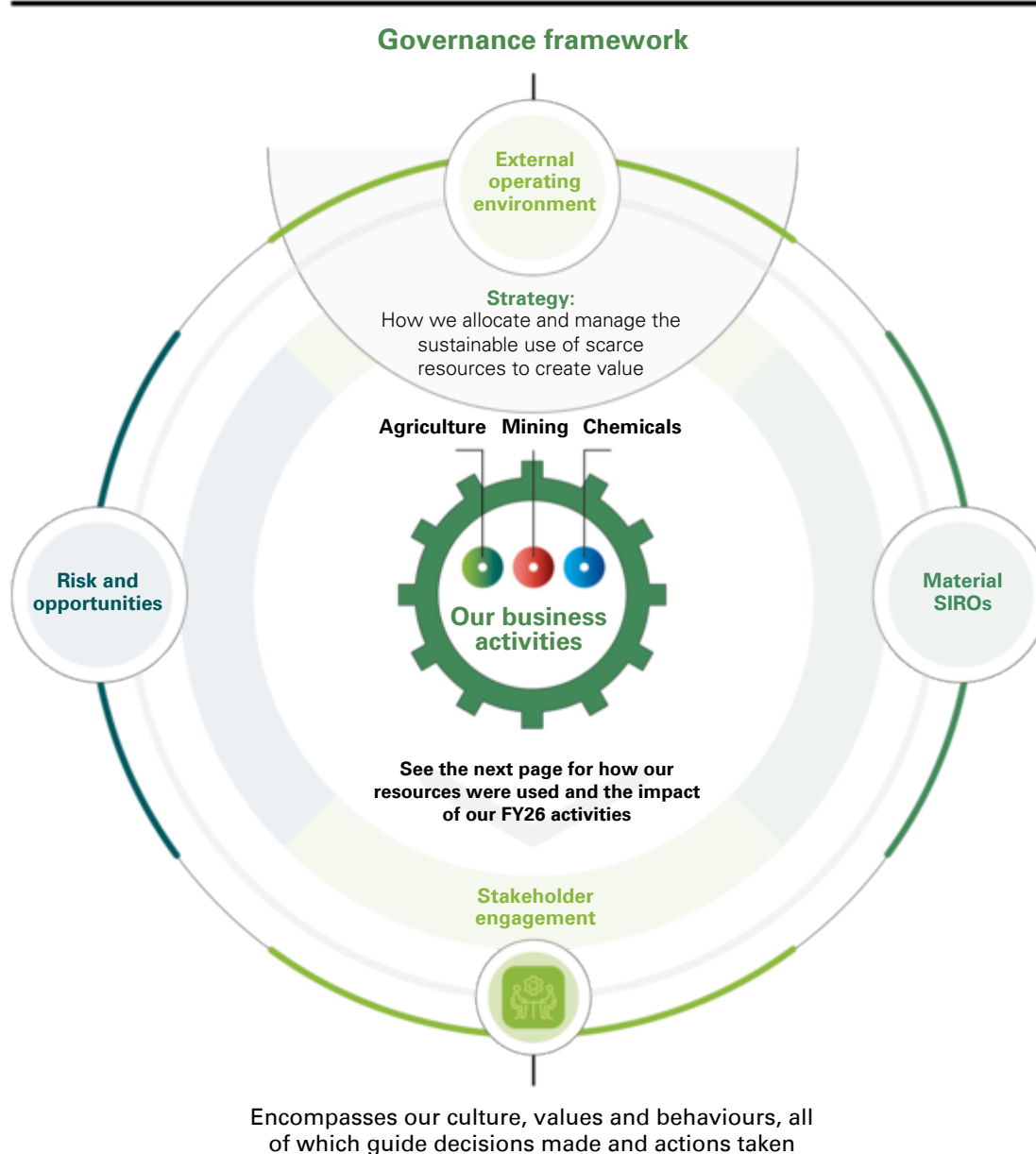
Seelan Gobalsamy
CEO

21 July 2026



Business model

Our business model describes how we optimise and balance the use of scarce resource inputs and relationships in the conduct of our business to ensure delivery on our strategy and its objectives, and in so doing creating sustained long-term value for all stakeholders.



In addition to our strategy and the management of the necessary inputs, our business model takes into account the external operating environment, stakeholders and their needs and expectations, and the resulting risks, opportunities and material issues.

External drivers of our business include prevailing economic and geopolitical conditions, agricultural and mining output, weather patterns and commodity prices.

Guiding all that we do is our governance framework, our values and code of ethics.



To read more about these aspects, see the [Strategy](#), [External operating context](#), [Understanding our stakeholders](#) and [Risks and opportunities](#) sections in this report.



To read more on these, see [Governance in support of value creation](#) and [Corporate governance](#).

Business model continued

Inputs – what we used in FY26 (includes activities aimed at preserving and creating value)

Financial capital

Share capital and reserves

R10 831 million

(FY25: R10 491 million)

Available debt and revolving credit facilities

R3 400 million; USD60 million

(FY25: R3 400 million; USD60 million)

Cash and cash equivalents

R1 828 million

(FY25: R1 929 million)

Intellectual capital

Institutional expertise, knowledge and technology

Ongoing promotion of innovation and product development through registration of new trademarks, patents and designs

Performance-driven culture that prioritises safety aligned with our purpose

Brand and reputation

Social and relationship capital

Signatory to Responsible Care®

Active participation in public policy forums and industry associations

Ongoing constructive engagement with customers, suppliers, government and regulators, and communities

Collaborative business partnerships

Supplier code of conduct

Manufactured capital

Integrated manufacturing and supply chain

Well-maintained plants, machinery and equipment carried at

R4 962 million

(FY25: R4 799 million)

Assets include:

- 44 manufacturing, blending and packaging plants
- 77 distribution centres

Human capital

Skilled, diversified workforce of

3 508 employees²

(FY25: 3 803)

R49 million invested

in training and development

(FY25: R46 million)

Continued to prioritise safe work practices and wellness

Experienced, committed, diverse board and leadership

Maintained focus on visible leadership, culture

Reward structures aligned with strategic delivery and performance

Natural capital

Natural resources consumed in the conduct of our business and production processes:

Renewable electricity generated

24 183 MWh

(FY25: 20 109 MWh)

Volumes of water recycled

182 ML

(FY25: 194 ML)

Outputs in FY26

Total production :



3 973 753 tonnes

(FY25: 3 943 489 tonnes)

We generated:



Revenue increased to

R24 200 million

(FY25: R22 818 million)

GHG emissions¹ (CO₂e) reduced to

188 172 tonnes

(FY25: 201 477 tonnes)

Hazardous waste:

2 357 tonnes were disposed of

(FY25: 1 374 tonnes)

419 tonnes were reused or recycled

(FY25: 633 tonnes)

Non-hazardous waste:

6 018 tonnes were disposed of

(FY25: 4 070 tonnes)

784 tonnes were reused or recycled

(FY25: 660 tonnes)

¹ GHG emissions and intensity restated due to a revised Scope 2 methodology using a supplier-specific steam emission factor.

² Includes disability learners.

Business model continued**Outcomes – what we achieved during FY26****Financial capital****Headline earnings per share of****849 cents**

(FY25: 704 cents)

Total capital spend of**R646 million** (FY25: R703 million)**in growing the business****Resilient balance sheet****Market capitalisation of****R15 499 million** at 31 March 2026

(31 March 2025 R10 912 million)

Return on net controlled assets of**22.3%**

(FY25: 18.2%)

To read more in this report, see the [FD's report](#) and [Summarised financial statements](#)**Intellectual capital****Innovations developed include the Centralised Electronic Blasting System, new application protocols for software integration into third-party systems and a refresh of the Blasting Guide App for iOS and Android systems****Trademarks and patents:**

- **1 360 trademarks**
- **14 patents**
- **3 designs**

To read more in this report, see [Research, development and innovation to sustain our business](#)**Social and Relationship Capital****Maintained positive and constructive relations with customers (customer loyalty), governments and other stakeholders****Retained****level 2 B-BBEE rating****Improved investor confidence****175 small scale entrepreneurs developed in the food gardening programme**To read more in this report, see [Integrated stakeholder engagement and value created](#)See more online in our [ESG Report](#)**Manufactured capital****Purchase of property, plant and equipment of****R667 million**

(FY25: R731 million)

Value of property, plant and equipment increased to**R4 962 million**

(FY25: R4 799 million)

To read more in this report, see [Business portfolio review, Agriculture, Mining and Chemicals and Manufacturing and supply chain](#)**Human capital****Paid R2 517 million in salaries, wages and benefits**

(FY25: R2 507 million),

equivalent to R717 503 per employee

(FY25: R659 216)

To read more in this report, see [ESG performance – a summary](#)See more online in our [ESG Report](#)**Safety performance (RCR) improved to****0.16** (FY25: 0.20)**2 331**

(FY25: 2 587)

employees attended training**Natural capital****20% increased****renewable solar generated electricity to 24 183 MWh**To read more in this report, see [ESG performance – a summary](#)**Energy use efficiency improved****GHG emissions intensity improved****Stable water use efficiency****Increase in volume of used oil consumed to****31 Dry ML**

(FY25: 29 Dry ML)

See more online in our [ESG Report](#)

Managing capital trade-offs for value creation

Together our business model and strategy guide our business decisions and actions, and the disciplined allocation and use of our capital resources.

Optimising the value created entails trade-offs that are shared among key stakeholders. Our key activities and their capital trade-offs in FY26 are summarised below.

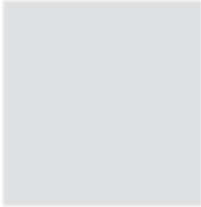
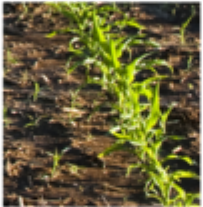
 Capital management and allocation	 Investing to sustain our core	 Investing for growth	 Investing in ESG
To ensure sufficient financial capital is available to maintain and grow our business, deliver on our strategy and create sustainable value, we must operate efficiently and productively. Our strategy guides how financial capital is allocated to support these objectives. Our priority is to allocate capital to sustain the core business (safety, maintenance and environmental capital expenditure); grow the core business; and grow internationally (organic expansion, partnerships and mergers and acquisitions). In FY26, capital was invested as follows: • Sustain the core: R244 million • Grow the core: R266 million • Grow internationally: R84 million • ESG: R32 million Surplus cash flows are distributed to shareholders directly through dividends and indirectly through share repurchases. Our disciplined capital allocation framework supports a strong balance sheet, enables sustainable growth and ensures robust shareholder returns.  For more on our capital allocation framework, what was achieved in FY25 and the sharing of value, see Our strategy and FD's report.	Capital is allocated for investment in the business to ensure the efficient and sustained operation of our core manufacturing facilities and the uninterrupted supply of innovative solutions to deliver on a greener future for all. This is underpinned by a disciplined programme focused on maintenance, safety and regulatory compliance, as well as a drive to continuously improve and optimise our processes. In FY26, capital was deployed as follows: • R244 million invested in maintenance, safety, regulatory and operational efficiency projects across our manufacturing facilities • Upgrades to the operating technology and debottlenecking infrastructure at the Sasolburg manufacturing complex, including construction of anti-caking agent production capability and distributed control system (DCS) upgrades at our nitric acid plant • The Mining segment continued to invest in the MMU renewal programme that supports existing operations and new business	Growth in our core business was supported by the completion of several capital initiatives in FY26. In Agriculture South Africa, work began on several speciality and liquid production capacity expansion projects to support business growth. Within the Mining segment, several new contracts were secured and existing contracts extended in South Africa, while BME Blasting Solutions and BME Metallurgy jointly secured a new contract in Malawi. Our strategy to strengthen our global partnerships continued in FY26: • For Mining International, the Viperdet facility in Canada has been commissioned and the Hypex Bio partnership will introduce Canada's first nitrate-free explosives. In Australia, the AXXIS™ plant was commissioned and production has begun • In Agriculture International, work has begun on the modular expansion of the humate drying facility and additional liquid storage in Australia to position the business for future growth In FY26, expansion capex amounted to R350 million.	In FY26, R32 million was invested in ESG initiatives to expand Sasolburg's solar plant capacity, bringing our peak installed capacity to 15 MW. This has improved the security of our power supply at the Sasolburg manufacturing complex and reduced our reliance on the national power utility. Currently, 43% of the Group's electricity consumption is from renewable sources. The volume of used dry oil consumed by the Mining segment has increased to 31 ML (FY25: 29 ML), protecting 31 trillion litres of water from contamination. The business has invested capital to bolster our used oil collection and storage capacity. Our research, development and innovation efforts, together with targeted partnerships, are contributing to growth in the biostimulant product offering from our Agriculture International business. In conjunction with our Nutriology® model, this increases efficiencies in the use of water and nutrients for our agriculture customers.
Capitals enhanced 	Capitals enhanced 	Capitals enhanced 	Capitals enhanced 
Capitals reduced 	Capitals reduced 	Capitals reduced 	Capitals reduced 

Given the dynamic and complex environment in which we operate, it is vital to monitor external variables and engage with stakeholders.

Our context and value created

In this section

- 22 External operating context and market drivers
- 24 Managing risks and opportunities
- 32 Materiality process and its outcomes
- 41 Integrated stakeholder engagement and value created



External operating context and market drivers



Supportive market dynamics

Global

- Urbanisation and population growth driving long-term mineral and food demand
- Digital transformation boosting innovation across sectors

Regional

- South African economy rebound with structural reforms underway
- Mining sector buoyed by robust demand for critical minerals vital to global energy transition
- Accelerating exploration activity and rising foreign mining investment
- Improved macroeconomic and agronomic conditions in SADC



Challenges in operating environment

Global

- Ongoing geopolitical tensions increasing market volatility and disrupting global supply chains
- Rise in trade protectionism with record high policy uncertainty
- Persistent currency and market volatility
- Extreme weather conditions
- Subdued global economic growth
- Reversal of ESG commitments

Regional

- Greater regulatory complexity arising from localisation
- Infrastructure constraints in emerging markets
- High debt burdens and fiscal limitations
- State level interventions to protect critical minerals

The ever increasingly complex and volatile world in which we operate – from trade disruptions, due either to tariffs or war, the occurrence of severe weather events, and intensified global tensions – has the potential to impact our ability to deliver on our strategy and create stakeholder value.

In response, our aim is to hold steady and remain focused on our strategic objectives which are to protect our business and seek growth opportunities while being simultaneously agile as we respond to changing market conditions. The principal risks arising from these external macroeconomic issues are considered in *Managing risks and opportunities* on [page 24](#) to 31.

Our macro-environment in FY26

While global growth has remained resilient, it slowed through FY26, supported by declining inflation and a cautious but uneven easing in monetary policy in certain economies. However, momentum remained uneven with downside risks dominating outlook as higher trade barriers, ongoing geopolitical tensions and policy uncertainty weighed on confidence and global trade conditions.

Geopolitical tensions continued to be the primary global macroeconomic risk, disrupting consumption patterns and supply chains. Conflict escalations in the Middle East heightened volatility in energy and broader commodity markets, particularly for oil and nitrogen-based feedstocks, raising costs and reducing delivery reliability.

These pressures have sustained input cost volatility, complicated supply chain planning, logistics and capital allocation for businesses, and underscored the structurally more volatile and fragmented nature of the global economic environment.

Climate change too remained a key structural risk. Ongoing climate variability and erratic weather patterns continued to disrupt agricultural production, infrastructure resilience and water resource availability. Shifting El Niño and La Niña conditions contributed to uneven rainfall across several regions, elevating vulnerabilities across global food systems, integrated supply chains and commodity market stability.

External context by sector

The global mining and agriculture sectors continued to show relative resilience, benefitting from structural demand drivers despite ongoing macroeconomic and geopolitical challenges.

Mining sector: Sustained demand for critical minerals and manufactured goods linked to the energy transition and digital infrastructure continued to underpin exploration activity and longer-term investment, supporting underlying fundamentals for the explosives market.

However, increased policy interventions, higher operating costs and elevated geopolitical and trade policy uncertainty rather than demand weakness, continued to present risks. In addition, climate-related factors adversely affected mining operations, with excessive rainfall disrupting activity in several regions.

Agriculture sector: Demographic growth, rising income levels, technological advancement and the need for food security continued to support demand in the sector. However, climate-related production variability and ongoing volatility in energy, fertilizer and logistics costs continued to contribute to price volatility in certain commodities.

In response, the sector accelerated the adoption of precision agriculture, digital tools and sustainable farming practices to enhance productivity and mitigate climate-related risks.

While both sectors remain exposed to ongoing volatility, they continued to benefit from structural demand drivers and targeted investment in operational resilience and sustainability. Regional economic dynamics reflected continued divergence.

External context by country/region

South Africa: The economy remained under pressure, impacted by weak confidence and persistent structural constraints. Improved electricity availability and an extended period of materially reduced loadshedding supported a more stable operating environment. These gains were partially offset by persistent logistical inefficiencies that weighed heavily on manufacturing, construction and mining.

Zambia: Zambia's macroeconomic position improved materially, marking a notable turnaround from the prior year, supported by continued reform momentum, declining inflation and stronger GDP growth prospects. Favourable rainfall during the 2025/26 season drove above-average crop production, while improved hydropower conditions and electricity availability strengthened irrigation reliability, farmer confidence and input demand. The sharp appreciation of the Zambian kwacha was underpinned by higher export earnings, progress on debt restructuring and renewed investor confidence.

Other African markets: Continued to experience broad-based macroeconomic pressures, including constrained access to US dollars, elevated sovereign risk and tightening global financial conditions. While inflation moderated in parts of the region during late FY25, renewed increases in fuel, food, fertilizer and shipping costs reintroduced cost pressures in FY26. Foreign exchange shortages remained a key constraint, impacting import-dependent sectors and cross-border trade. Agricultural activity across the region continued to be shaped by climate variability, fluctuating input costs and logistical inefficiencies.

In the African mining sector, investment sentiment remained polarised, with select markets continuing to attract capital for battery and critical minerals exploration, while infrastructure constraints and policy unpredictability impacted others. Agriculture activity across the region continued to be shaped by climate variability, fluctuating input costs and logistical inefficiencies.

External operating context and market drivers continued

Indonesia: Resilient economic growth continued, supported by domestic consumption, export-linked activity and a strategically important mining sector. However, in response to declining international prices for coal and nickel, the government tightened production quotas, creating additional pricing pressure throughout the mining value chain.

Brazil: Moderate economic resilience was supported by domestic demand and commodity exports. However, restrictive real interest rates, fiscal constraints and ongoing weather-related production variability continued to weigh on agriculture and consumer confidence.

Australia: Economic activity remained subdued in FY26, with growth constrained by softer global demand, persistent trade fragmentation and moderating commodity prices. While the agriculture and mining sectors continued to benefit from export-oriented demand and ongoing interest in critical minerals, performance remained constrained by weather conditions, cost pressures and global economic uncertainty.

Canada: Moderate economic growth was supported by consumer spending and relatively resilient labour market conditions. Investment in mining, particularly in critical and precious minerals, remained firm, supported by increased policy focus and funding initiatives. Nevertheless, heightened trade policy uncertainty and geopolitical alignment risks continued to pose potential downside risks to the outlook.

Outlook

The macroeconomic environment is expected to remain volatile and uncertain, shaped by heightened geopolitical tension and ongoing supply chain disruptions, including the Middle East conflict. Despite these pressures, the Group remains confident in its growth prospects, supported by strong fundamentals in mining and agriculture, a robust financial position, agile manufacturing and supply chain capabilities and a continued focus on operational execution.

Agriculture's long-term outlook remains positive, driven by population growth and urbanisation, which are increasing demand for food, technology and essential materials. Food security and climate change continue to be key global priorities, reinforcing agriculture's critical role in sustainable development.

Similarly, mining is supported by rising demand for minerals linked to urbanisation and decarbonisation. These structural trends create opportunities for Omnia, strengthened by its focus on innovation, sustainability and international expansion.

Our manufacturing and supply chain capability continues to strengthen operational resilience, focusing on improved plant efficiency and use, while enabling supply reliability. Our integrated supply chain remains focused on securing raw materials and managing price risk.

With a clear strategic direction and high performance culture, Omnia is strategically positioned to deliver sustainable returns while meeting the evolving needs of customers.



Managing risks and opportunities

Enterprise risk management

As a multinational organisation, Omnia operates in a world that is dynamic and complex, exposing our business to both risks and opportunities.

Our global macroeconomic landscape can potentially have a material impact on our business, whether positive (opportunity) or negative (risk). It is essential that these risks and opportunities are managed proactively to enable Omnia to achieve its strategic objectives and business imperatives.

Governance and enterprise risk management

In line with the King IV Code of Good Corporate Governance, the Omnia board bears ultimate responsibility for the management of risks and opportunities, and for embedding a sound risk culture within Omnia. The board oversees and determines the level of risk considered acceptable, and those deemed intolerable, in delivering on our strategy, in line with the board-approved risk appetite and tolerance framework.

Risk management at Omnia is aligned with ISO 31000, thus ensuring that risk-based business decision-making processes are embedded across the organisation. In line with the requirements of good governance, key aspects of risk management include our enterprise risk management policy and framework, a risk appetite and tolerance framework, business continuity management policy and framework, crisis management and communication protocols, internal risk assessment standards, a combined assurance model and the related combined assurance roles and responsibilities.

Guided by our policy commitments, our risk management framework:

- Provides a structured approach for proactive risk identification and management across the business
- Clearly defines roles and responsibilities, including oversight structures
- Assimilates risk/opportunity management into our decision-making processes
- Ensures resilience through effective business continuity management and disaster recovery
- Ensures alignment with the board-approved risk appetite and tolerance framework
- Supports Omnia's growth strategy by identifying opportunities

Risk governance structures

Board

- Ultimate responsibility for risk management
- Determines and oversees risk appetite and tolerance thresholds
- Oversees and monitors risks and opportunities

Audit and risk committee

- Reviews and evaluates effectiveness of risk management programme and combined assurance model
- Ensures that risks and opportunities are managed through appropriate risk-mitigating measures
- Oversees effective business continuity management
- Reports material SIROs to the board

Executive committee

- Oversees risks management programme
- Ensures efficient execution of risk mitigating measures
- Reviews and evaluates feedback from the committee and forum below
- Reports material SIROs to the audit and risk committee

Enterprise risk management committee

- Ensures effective implementation of risk management processes across Omnia
- Reports to the Group executive committee (exco)

Combined assurance forum

- Ensures the effective implementation of the combined assurance model across Omnia
- Reports to the Group exco

Combined assurance

Omnia applies three levels of defence for our risk-based combined assurance model.



Board of directors



Board committee



Combined assurance forum

First line of defence

- Line management
- Department heads
- Divisional:
 - Managing director
 - FD
 - Chief operating officer (COO)
 - Divisional exco

Second line of defence

- Governance oversight exercised through:
- Group exco
 - Company secretary
 - Enterprise risk management
 - Legal and compliance
 - SHEQ and sustainability
 - Finance and tax
 - Strategy, capital and M&A
 - Brand, marketing, communications
 - Investor relations
 - Procurement and supply chain
 - Human resources
 - Information Technology
 - Manufacturing

Third line of defence

- Internal audit
- External audit
- Forensic audit
- Other independent assurance providers

Managing risks and opportunities continued

How we identify our top business risks

An understanding of the external macro environment in which we operate is critical in identifying our risks and opportunities.

Our enterprise risk management function collaborates with divisional, shared services and executive management to identify, assess and evaluate key risks and opportunities. This function also continuously monitors plans and their effectiveness in mitigating and managing risks. It also monitors plans and actions taken in pursuing and delivering on opportunities.

In evaluating risks, we consider their causes and impacts as well as their likely occurrence relative to our ability to deliver on our strategic imperatives and create value. Our risk profiles are reviewed and updated regularly while keeping our governance committees apprised continuously.

We consider both inherent and residual risk ratings. The inherent risk rating is the level of risk prior to implementation of mitigating measures while the residual risk rating is the level of risk once appropriate mitigation measures have been implemented. The decision whether to implement mitigation measures is informed by our risk appetite and tolerance thresholds.

A top risk is considered to be one that has the potential to significantly affect our ability to deliver on our strategic objectives and priorities.

Opportunities

The process to identify, prioritise and manage risks also entails the identification of opportunities. As with risk management, the management of opportunities that could contribute to the growth of the business includes developing action plans to enable us to act on those opportunities identified for the benefit of all stakeholders. The management of opportunities is vital to the success of our business and to the achievement of our strategic objectives.

Top risks – an overview

In the past 12 months, major changes in both the micro- and macro-environments persisted and this sustained exposure to ever-changing local and global priorities required us to adapt and respond accordingly. This state of change and how it was navigated is largely represented by the top 11 risks below.

Residual risk ranking: 2026

2026 Risk ranking	2025 Risk ranking	Risk description	Short-term trends	Link to material SIRO	Line of defence	Risk source
1	1	Country risk and regional instability	↔		1,2,3	
2	6	Safety performance	↑		1,2,3	
3	10	Supply chain and third-party risk	↑		1,2,3	
4	5	Management of our talent	↑		1,2,3	
5	3	Macroeconomic challenges	↓		2,3	
6	8	Operational continuity and efficiency management	↑		1,2,3	
7	2	Customer concentration	↓		2	
8	6	ESG strategy and stakeholder expectations	↓		1,2,3	
9	4	Critical infrastructure failure	↓		1,2,3	
10	9	Climate change and variability	↓		2	
11	7	Technology continuity and resilience	↓		2,3	

Change in short-term trends

↑ Increasing

↓ Decreasing

↔ Unchanged

Legend

Above risk tolerance

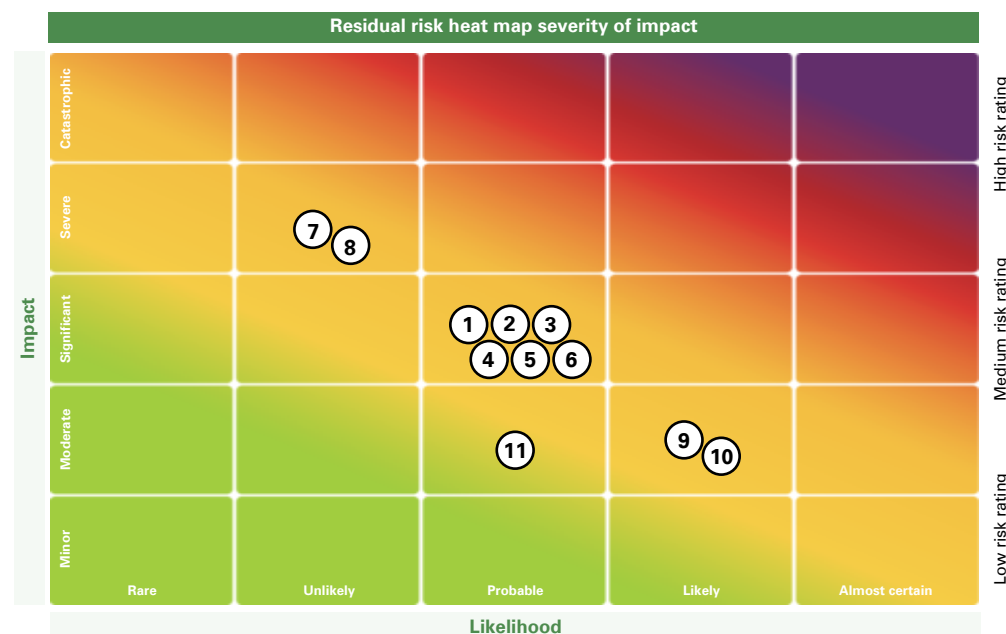
Within risk appetite

Risk impact elements within risk appetite and tolerance

Source of risk

External risk: emanating externally with limited control

Internal risk: emanating internally; such risk is mostly within our control



Managing risks and opportunities continued

Top risks

1 Country risk and regional instability

Management of geopolitical, regulatory and localisation complexity across the business' geographic footprint to support operational consistency, compliance and value realisation.

What this risk means

The business is exposed to legislative, tax and localisation risks in key jurisdictions and these may result in regulatory breaches, penalties, operational disruptions, execution complexity, higher compliance costs, reputational damage and reduced ability to operate effectively in that market.

Key drivers of the risk

- Wide geographic footprint increases exposure to diverse cultures, laws and operating practices
- Changes in tax legislation and increased scrutiny by tax authorities, tax policy and cross-border tax treatment
- Multi-jurisdictional compliance requirements, including labour, tax and foreign exchange
- Geopolitical instability (conflicts, sanctions, tariffs and trade embargoes) affecting supply chain and market access
- Reliance/dependency on local partners and third parties for safety, compliance and market access

Mitigating measures

- Country risk reporting and market intelligence gathering, including ongoing geopolitical monitoring, regulatory tracking and structured escalation of emerging risks
- Ongoing monitoring of regulatory, tax and foreign exchange requirements using specialists and in-country governance structures
- Use of regional legal, tax and geopolitical specialists to support compliance and navigation of complex operating environments
- Multi-sourcing, flexible formulations and strategic stockholding to mitigate supply disruption, currency volatility and cross-border constraints
- Geographic diversification across markets and commodities to reduce concentration risk and exposure to single-country instability

Related strategic priorities

- Build a safety-first culture and invest in our people
- Protect and grow our core
- Create global mining solutions to enable business of scale
- Deliver sustainable solutions to global biostimulant markets

Related material SIROs

- Regulatory compliance
- Geopolitical market impacts
- Effective capital allocation

Capitals affected



Board oversight

ARC; SEC

2 Safety performance

Safety management to prevent injuries and fatalities, environmental damage, regulatory sanctions, reputational harm and financial loss.

What this risk means

The inherent nature of our operations involves hazardous materials and physical assets. Failure to maintain a strong safety culture, workforce capability and rigorous standards could lead to incidents causing harm to people, the environment or physical assets, resulting in severe regulatory, commercial and reputational consequences.

Key drivers of the risk

- Inherent health and safety risks associated with operations
- Consistency and alignment of safety culture, workforce capability, processes and standards across multiple jurisdictions
- Applicable regulatory and licensing requirements across multiple jurisdictions

Mitigating measures

- Implementation of a certified SHE management system, including policies, standards, accountability structures and ongoing compliance monitoring
- Regular site-level inspections, audits and incident reporting processes with corrective action tracking and regulatory alignment
- Mandatory safety training programmes and contractor SHEQ onboarding to ensure consistent safety standards
- Engineering controls, preventative maintenance and statutory inspections for high-risk plant and process environments
- Reinforcement of a safety-first culture through leadership visibility, behavioural safety initiatives and continuous improvement programmes

Related strategic priorities

- Build a safety-first culture and invest in our people
- Protect and grow our core
- Create global mining solutions to enable business of scale
- Deliver sustainable solutions to global biostimulant markets

Related material SIROs

- Occupational safety, health and product safety

Capitals affected



Board oversight

ARC; SEC

Managing risks and opportunities continued

3 Supply chain and third-party risk (Previously third-party risk)

Supply chain and third-party ecosystem management to support operational continuity and mitigate regulatory, safety, fraud, reputational and financial risks.

What this risk means

Dependence on key suppliers, contractors, logistics partners and other third parties exposes the Group to operational, regulatory and reputational risks where these parties fail to meet performance, compliance or service requirements. Such failures may disrupt production, product availability and service delivery, resulting in increased costs, operational inefficiencies and impacts on business performance.

Key drivers of the risk

- Dependency on key suppliers (raw material, logistics partners, contractors and service providers) across multiple jurisdictions
- Deviation from contractual, safety, environmental or performance requirements by third parties
- Risk of regulatory breaches, safety incidents and environmental non-compliance
- Procurement irregularities (fraud, collusion and corruption) and conflicts of interest

Mitigating measures

- Comprehensive third-party onboarding and vetting processes, including legal, financial, regulatory and SHEQ due diligence
- Implementation of standardised supplier contracts and service level agreements incorporating compliance, ethics and audit rights
- Ongoing supplier performance monitoring, audits and periodic reassessment of risk exposure
- Supplier and logistics diversification strategies to reduce dependency on single sources and mitigate disruption risk
- Strategic inventory management and buffer stockholding aligned to demand and supply volatility

Related strategic priorities

- Build a safety-first culture and invest in our people
- Protect and grow our core
- Create global mining solutions to enable business of scale
- Deliver sustainable solutions to global biostimulant markets

Related material SIROs

- Governance and ethics
- Supply chain, logistics management and resilience
- Occupational safety, health and product safety
- Business growth and diversification

Capitals affected



Board oversight

ARC; SEC

4 Management of our talent

Attraction, development and retention of critical skills to support operational capacity, execution capability and long-term sustainability.

What this risk means

Challenges in securing and retaining critical talent affects the Group's ability to execute strategy, maintain operational performance and sustain leadership continuity, with consequences for productivity, resilience and long-term growth.

Key drivers of the risk

- Competitive labour markets and challenging operating environments
- Long recruitment lead times, particularly for senior and specialist roles
- Skills shortages and reliance on key personnel

Mitigating measures

- Implementation of a structured talent management and workforce planning framework aligned to business strategy and critical skills requirements
- Competitive remuneration structures and targeted retention initiatives for scarce and critical roles
- Succession planning, leadership development and internal talent mobility programmes to reduce key-person dependency
- Targeted training and development programmes, including technical upskilling and leadership capability building
- Graduate programmes and university partnerships to develop a sustainable pipeline of future talent

Related strategic priorities

- Build a safety first culture and invest in our people
- Protect and grow our core
- Create global mining solutions to enable business of scale
- Deliver sustainable solutions to global biostimulant markets

Related material SIROs

- Attracting, retaining and developing skills
- Company culture

Capitals affected



Board oversight

ARC; SEC; RNC

Managing risks and opportunities continued

5 Macroeconomic challenges

Macroeconomic volatility management to support cost base, margins, cash flow and revenue predictability.

What this risk means

Fluctuations in inflation, interest rates, foreign exchange and commodity prices create an unpredictable operating environment that can undermine earnings, affect cash flow and reduce confidence in planning assumptions and financial performance.

Key drivers of the risk

- Volatility in commodity prices
- Sustained low commodity prices
- Exchange rate movements impact input costs, margins and earnings translation
- Inflationary pressures increase production, logistics and operating costs

Mitigating measures

- Continuous macroeconomic monitoring and market intelligence reporting covering foreign exchange, interest rates, inflation and commodity trends
- Implementation of structured hedging strategies, including foreign exchange, commodity and interest rate instruments with governance oversight
- Integrated planning processes, including sales and operations planning (S&OP), scenario analysis and dynamic forecasting to respond to market volatility
- Strategic sourcing, supplier diversification and inventory management to manage input cost fluctuations
- Pricing mechanisms, including cost pass-through and contract review processes, to protect margins

Related strategic priorities

- Create global mining solutions to enable business of scale
- Protect and grow our core

Related material SIROs

- Geopolitical market impacts
- Business growth and diversification

Capitals affected



Board oversight

ARC

6 Operational continuity and efficiency management

Operational resilience management to support the business' ability to meet demand, fulfil contractual obligations and maintain cost efficiency.

What this risk means

Disruptions to energy, water, infrastructure integrity or raw material availability can interrupt production, delay fulfilment of contractual obligations and increase costs, reducing the business's ability to reliably serve customers and protect profitability.

Key drivers of the risk

- Unplanned maintenance or damage to critical production equipment
- Unplanned operation stoppages due to staff unavailability
- Operational technology system downtime
- Dependency on key suppliers

Mitigating measures

- Continuous operational monitoring of critical inputs, including energy, water, infrastructure and raw materials through structured governance forums
- Implementation of contingency measures for utilities and supply disruptions, including alternative sourcing and backup arrangements
- Preventative maintenance programmes, statutory inspections and spare parts management to ensure asset reliability
- Crisis management and business continuity frameworks, including communication protocols and disaster recovery planning
- Integrated planning across procurement, logistics and operations to optimise supply-demand alignment

Related strategic priorities

- Build a safety-first culture and invest in our people
- Create global mining solutions to enable business of scale
- Protect and grow our core
- Deliver sustainable solutions to global biostimulant markets

Related material SIROs

- Operational efficiency
- Effective capital allocation
- Innovation and technology
- Water stewardship

Capitals affected



Board oversight

ARC; SEC

Managing risks and opportunities continued

7 Customer concentration

(Previously supplier and customer concentration)

Customer concentration management across regions and markets to support earnings stability, resilience and business continuity.

What this risk means

Dependence on a limited number of customers (predominantly Tier 1 mining companies) in specific regions or segments leaves the Group vulnerable to the loss of a key account or a material change in customer requirements, with knock-on effects on volumes, profitability, logistics, inventory access and regional market presence.

Key drivers of the risk

- Dependence on a limited number of customers in specific regions or segments
- Strategic partnership or distribution models that concentrate customer exposure
- Competitive market dynamics
- Loss of a key customer or material change in customer requirements impacting volumes and profitability
- Changing regulatory requirements across multiple jurisdictions

Mitigating measures

- Ongoing customer engagement and contract management to ensure continuity and alignment to business requirements
- Dedicated key account management structures with defined KPIs for strategic customers
- Implementation of contractual protections, including volume flexibility and termination clauses
- Regular review of customer concentration exposure at divisional and Group level
- Investment in sales, marketing and distribution channels to expand market access and diversify the customer base

Related strategic priorities

- Deliver sustainable solutions to global biostimulant markets
- Create global mining solutions to enable business of scale
- Protect and grow our core

Related material SIROs

- Business growth and diversification

Capitals affected



Board oversight

ARC; SEC

8 ESG strategy and stakeholder expectations

(Previously safety performance, ESG strategy and stakeholder expectations)

Effective execution of the business' ESG strategy to support regulatory compliance, ethical conduct, stakeholder alignment, credible disclosure and commercial value.

What this risk means

This risk arises from increasing ESG expectations from regulators and stakeholders, and the challenge of ensuring the organisation responds consistently and credibly across operations, disclosure and decision making.

Key drivers of the risk

- Responsible management of material use within normal operations
- Exposure to fraud, collusion and corruption risk
- Reliance on third party service providers
- Varying and changing stakeholder expectations across our geographical footprint
- Commitment to strategic ESG initiatives

Mitigating measures

- Implementation and monitoring of ESG metrics, KPIs and sustainability targets across the Group
- Application of Group-wide governance frameworks, including ISO standards, Responsible Care® and ESG policies
- Consolidated ESG reporting to governance structures (exco, SEC, ARC) for oversight and accountability
- Active stakeholder engagement with investors, regulators, customers and communities
- Implementation of sustainability initiatives, including energy efficiency, water management and waste reduction programmes

Related strategic priorities

- Build a safety-first culture and invest in our people
- Create global mining solutions to enable business of scale
- Deliver sustainable solutions to global biostimulant markets

Related material SIROs

- Transparent disclosure and reporting
- Governance and ethics
- Water stewardship
- Energy management, energy transition and climate resilience

Capitals affected



Board oversight

ARC; SEC

Managing risks and opportunities continued

9 Critical infrastructure failure

Public and industrial infrastructure resilience management to support operational continuity, cost efficiency, customer demand and business continuity.

What this risk means

Deterioration in public infrastructure creates bottlenecks that affect logistic planning and effectiveness which increases operating costs and may constrain the business' ability to honour contractual agreements.

Key drivers of the risk

- Dependence on state owned infrastructure
- Deterioration of critical infrastructure (road, rail, port, electricity and water networks)
- Heightened social unrest compromises access to key infrastructure

Mitigating measures

- Integrated demand, supply and logistics planning for early identification of infrastructure constraints and bottlenecks
- Multi-modal transport strategies and ongoing logistics reviews to enhance routing flexibility and resilience
- Strategic warehousing, buffer stockholding and inventory positioning to mitigate supply disruption
- Investment in self-generation, water treatment and utility resilience to reduce reliance on external infrastructure
- Preventative maintenance, inspection and refurbishment of critical infrastructure assets

Related strategic priorities

- Build a safety-first culture and invest in our people
- Create global mining solutions to enable business of scale
- Protect and grow our core

Related material SIROs

- Water stewardship
- Supply chain, logistics management and resilience
- Energy management, energy transition and climate resilience

Capitals affected



Board oversight

ARC; SEC

10 Climate change and variability

Climate change and climate variability management to support operational continuity, demand stability and supply reliability across the business' Agriculture and Mining segments.

What this risk means

Shifts in climate conditions disrupt customer demand and production planning across Agriculture and Mining thus impacting earnings, cash flow and confidence in financial performance.

Key drivers of the risk

- El Niño and La Niña climate phenomena
- Droughts, floods and extreme weather events

Mitigating measures

- Integration of climate considerations into S&OP, demand planning and working capital management processes
- Ongoing monitoring of climate-related risks, including drought and extreme weather impacts
- Scenario analysis of climate variability to inform operational and commercial decision making
- Implementation of infrastructure adaptation measures, including water storage and alternative logistics routes
- Nutriology® model assists farmers to respond to climate-related risk
- Geographic and business diversification
- Active customer engagement to introduce flexibility in offtake and delivery during climate disruptions

Related strategic priorities

- Build a safety-first culture and invest in our people
- Deliver sustainable solutions to global biostimulant markets
- Create global mining solutions to enable business of scale
- Protect and grow our core

Related material SIROs

- Energy management, energy transition and climate resilience
- Food security
- Water stewardship

Capitals affected



Board oversight

ARC; SEC

Managing risks and opportunities continued

11 Technology continuity and resilience

Secure, reliable and resilient information technology management to support operational continuity and mitigate cyber and business continuity risks.

What this risk means

System outages, cyber incidents can interrupt operations, compromise data and reduce confidence in the resilience of the information technology environment.

Key drivers of the risk

- Continued cyber attacks
- Threats arising from AI and rapid technological change
- Unsupported legacy systems

Mitigating measures

- Implementation of IT governance structures and formal oversight forums to monitor risk and control effectiveness
- Ongoing cybersecurity management, including penetration testing, Security Operations Centre monitoring and data protection controls
- Formal incident response and disaster recovery frameworks with defined escalation protocols
- Backup, replication and system redundancy processes to ensure availability and recovery capability
- Third-party IT service provider oversight to ensure resilience and service delivery standards
- AI governance framework

Related strategic priorities

- Protect and grow our core
- Deliver sustainable solutions to global biostimulant markets
- Create global mining solutions to enable business of scale

Related material SIROs

- Innovation and technology
- Data privacy and cybersecurity

Capitals affected



Board oversight

ARC, SEC



Materiality process and its outcomes

For our FY26 reporting cycle, we conducted a double materiality assessment to identify the most significant SIROs facing the business. We recognise that this assessment is important in guiding not only our reporting, but also the targets we set and the strategies we employ.

Our double materiality assessment considered:

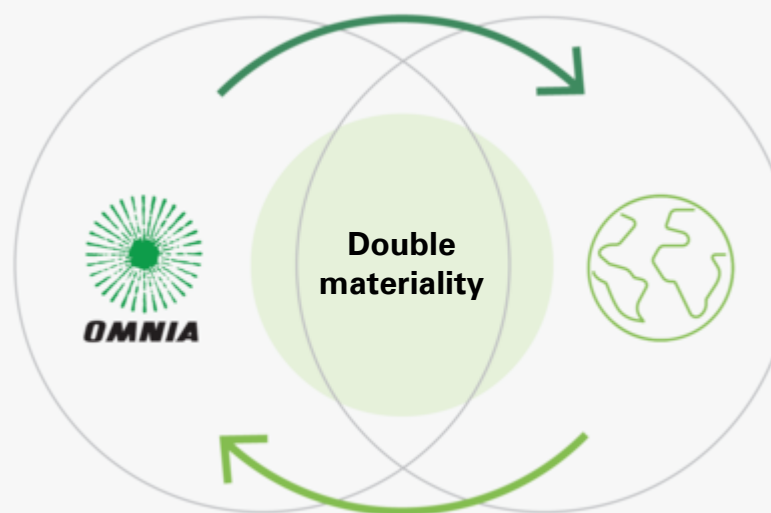
- Omnia's impacts, and related risks and opportunities, on the broader external environment (impact materiality)
- The impacts and related risks and opportunities of the external environment on Omnia (financial materiality)

The assessment, which was conducted by an independent consultant working in close collaboration with the sustainability leadership team, is aligned with the guidance of leading disclosure standards, including the JSE Sustainability and Climate Disclosures guidance and King IV.



Impact materiality

Our business activities have a material actual or potential impact, positive or negative, on people, society and/or the environment over the short, medium or long term.



Financial materiality

External events or variables that trigger potential or actual financial effects on the business, leading to risks or opportunities that might influence future cash flows and thus Omnia's enterprise value in the short, medium or long term.

Omnia's double materiality assessment process

Phase 1: Understanding our context

We undertook a benchmarking assessment against key local and international peers, identifying those SIROs that are most important to Omnia. We then assessed these SIROs against leading disclosure standards (including GRI, SASB, CSRD) and their content reporting guidance for the mining, agriculture and chemicals sectors, as well as SIROs identified by various ratings agencies and industry risk assessments. We also considered the key priorities identified by the International Fertilizer Association (IFA). A total of 26 SIROs were identified.

Phase 2: Identification of impacts

We conducted in-depth interviews with both internal (nine) and external (six) stakeholders.

The external stakeholders included a market analyst, major customers, a large supplier and a partner company. Stakeholders were asked to consider Omnia's unique positioning and to prioritise those SIROs identified in the Phase 1 assessment. A total of 25 SIROs were identified.

Phase 3: Survey and ranking

Our leadership (exco, business segment and discipline heads and teams) and selected board members completed an online survey to determine what SIROs they considered most important from both impact and financial materiality perspectives. 120 individuals responded to the survey, providing a comprehensive view of the business SIROs.

The SIROs were scored based on their respective rankings, with the highest-ranking SIROs included. For each SIRO, respondents also indicated expected time frames (short, medium or long term) and, for financial materiality, whether the SIRO was a risk and/or an opportunity. A total of 17 SIROs were identified.

Phase 4: Confirmation

The outcomes were discussed at an exco workshop and several amendments were made, based on the committee's knowledge of the market, company, stakeholders and our strategic plan. The list of SIROs was also reviewed against the risk register.

The final list of 16 material SIROs was confirmed by exco and subsequently approved by the board.

Materiality process and its outcomes continued

Our material SIROs FY26

For clarity and alignment with our reporting, the final 16 material SIROs were grouped into five areas: environmental, social, governance, technological and economic.



Environmental SIROs

Material SIRO	Nature of materiality	Time frame	Risk/opportunity	Capitals affected	Stakeholders affected	For further information see:
Water stewardship: Proactively managing water as a constrained, finite and shared resource by reducing consumption, improving efficiency, and supporting sustainable water use in water-stressed regions.	Impact Financial	Short term, Medium term	Risk and opportunity	   	 	In this report: CEO's review Business model External operating environment Managing risks and opportunities Business review Sustainability performance – a summary Remuneration report In the ESG Report 2026: Water stewardship and effluent management
Energy management, energy transition and climate resilience: Strengthening energy security, advancing the transition to renewable energy, reducing emissions across operations and the value chain, and enhancing resilience to climate-related impacts.	Impact Financial	Medium term	Opportunity	  	 	In this report: Chair's message CEO's review Business model External operating environment Managing risks and opportunities Business review Sustainability performance – a summary Remuneration report In the ESG Report 2026: Climate, decarbonisation and managing the energy transition

Key:

Capitals



Financial



Human



Social/relationship



Intellectual



Natural



Manufactured

Stakeholders

Investors and
shareholdersEmployees and
labour unionsGovernment
and regulatory
bodiesClients and
customers

Communities

Suppliers,
business peers
and partners

Materiality process and its outcomes continued



Social SIROs

Material SIRO	Nature of materiality	Time frame	Risk/opportunity	Capitals affected	Stakeholders affected	For further information see:
Occupational safety, health and product safety: Embedding a safety-first culture by protecting workforce health and wellbeing, reducing exposure to hazards, and ensuring the safe development, transport and use of products.	Impact Financial	Short term	Risk	 	  	In this report: CEO's review Business model Managing risks and opportunities Integrated stakeholder engagement Business portfolio review Sustainability performance – a summary Corporate governance Remuneration report In the ESG Report 2026: Occupational health, safety and mental wellbeing Product development, performance and safety
Company culture: Fostering a strong, inclusive and purpose-driven culture aligned with our values and long-term strategic objectives.	Impact Financial	Medium term	Opportunity			In this report: CEO's review Sustainability performance – a summary Corporate governance In the ESG Report 2026: Omnia's Company culture
Attracting, retaining and developing skills: Building a skilled and diverse workforce by strengthening our employee value proposition and developing internal and local talent pipelines.	Impact Financial	Short term	Risk	 		In this report: Managing risks and opportunities Corporate governance Sustainability performance – a summary Remuneration report In the ESG Report 2026: Skills attraction, retention and talent development
Promoting food security: Supporting improved agricultural outcomes by enhancing soil health, nutrient efficiency and access to products that enable sustainable food production.	Impact Financial	Medium term	Opportunity	     	  	In this report: CEO's review External operating environment Managing risks and opportunities Integrated stakeholder engagement In the ESG Report 2026: ESG strategy Reflections from SEC chair Community investment and initiatives and inclusive procurement

Key:

Capitals



Financial



Human



Social/relationship



Intellectual



Natural



Manufactured

Stakeholders

Investors and
shareholdersEmployees and
labour unionsGovernment
and regulatory
bodiesClients and
customers

Communities

Suppliers,
business peers
and partners

Materiality process and its outcomes continued



Governance SIROs

Material SIRO	Nature of materiality	Time frame	Risk/opportunity	Capitals affected	Stakeholders affected	For further information see:
Regulatory compliance: Maintaining full compliance with applicable laws, regulations, licences and permits to support stable, responsible and uninterrupted operations.	Impact Financial	Short term	Risk			In this report: External operating environment Managing risks and opportunities Integrated stakeholder engagement and value created Corporate governance In the ESG Report 2026: Occupational health, safety and mental wellbeing Regulatory compliance Public policy and payments to government
Data privacy and cybersecurity: Protecting and safeguarding digital infrastructure and data from cyber threats.	Impact Financial	Short term	Risk			In this report: Managing risks and opportunities Corporate governance In the ESG Report 2026: Cybersecurity and AI
Transparent disclosure and reporting: Providing clear, relevant and consistent disclosures to support stakeholder understanding, comparability and informed decision making.	Impact Financial	Medium term	Risk and opportunity			In this report: About this report Managing risks and opportunities Integrated stakeholder engagement and value created Corporate governance In the ESG Report 2026 ESG governance structure Our governance principles – Global accountability and standards
Governance and ethics: Upholding high standards of corporate governance and ethical conduct, including strong anti-bribery and anti-corruption practices	Impact Financial	Medium term	Risk and opportunity			In this report: About this report Managing risks and opportunities Integrated stakeholder engagement and value created Corporate governance In the ESG Report 2026 ESG governance structure Our governance principles – Global accountability and standards

Key:

Capitals



Financial



Human



Social/relationship



Intellectual



Natural



Manufactured

Stakeholders

Investors and
shareholdersEmployees and
labour unionsGovernment
and regulatory
bodiesClients and
customers

Communities

Suppliers,
business peers
and partners

Materiality process and its outcomes continued



Technological SIROs

Material SIRO	Nature of materiality	Time frame	Risk/opportunity	Capitals affected	Stakeholders affected	For further information see:
Innovation and technology: Driving continuous improvement by leveraging advanced technologies and innovative solutions to enhance products, services and operational performance.	Impact Financial	Medium term	Opportunity			In this report: About Omnia Our strategy Chair's message Business model Research, development and innovation to sustain our business In the ESG Report 2026 Our people Cybersecurity and AI Product innovation – driving global growth and sustainability



Economic SIROs

Supply chain and logistics management and resilience: Strengthening supply chain security and resilience, within a robust logistical framework, to support reliable and responsible operations.	Impact Financial	Short term	Risk and opportunity			In this report: About Omnia Our strategy CEO's review External operating environment Managing risks and opportunities Integrated stakeholder engagement Business portfolio review – Agriculture and Manufacturing and supply chain In the ESG Report 2026 Reflections from SEC chair
Geopolitical market impacts: Actively monitoring and managing geopolitical risks and regulatory developments to maintain operational stability and strategic agility.	Impact Financial	Short term	Risk			In this report: Chair's message CEO's review External operating environment Managing risks and opportunities Integrated stakeholder engagement Business review In the ESG Report 2026 Reflections from SEC chair

Key:

Capitals



Financial



Human



Social/relationship



Intellectual



Natural



Manufactured

Stakeholders

Investors and
shareholdersEmployees and
labour unionsGovernment
and regulatory
bodiesClients and
customers

Communities

Suppliers,
business peers
and partners

Materiality process and its outcomes continued



Economic SIROs continued

Material SIRO	Nature of materiality	Time frame	Risk/opportunity	Capitals affected	Stakeholders affected	For further information see:
Effective capital allocation: Allocating capital in a disciplined and transparent manner to support sustainable growth and long-term value creation.	Impact Financial	Medium term	Opportunity			In this report: Our strategy CEO's review FD's report Managing capital trade-offs for value creation In the ESG Report 2026 ESG governance structure Climate decarbonisation and managing the energy transition
Operational efficiency: Optimising processes, resources and technologies to improve productivity, reduce costs and support sustainable performance.	Impact Financial	Medium term	Opportunity			In this report: Our strategy Managing capital trade-offs for value creation Managing risks and opportunities Business portfolio review In the ESG Report 2026 Employment and labour practices Cybersecurity and AI Product innovation – driving global growth and sustainability
Business growth and diversification: Pursuing growth opportunities and market and customer diversification to enhance resilience and long-term competitiveness.	Impact Financial	Short term	Risk and opportunity			In this report: Our strategy Managing capital trade-offs for value creation Managing risks and opportunities In the ESG Report 2026 Cybersecurity and AI

Key:

Capitals



Financial



Human



Social/relationship



Intellectual



Natural



Manufactured

Stakeholders

Investors and
shareholdersEmployees and
labour unionsGovernment
and regulatory
bodiesClients and
customers

Communities

Suppliers,
business peers
and partners

Materiality process and its outcomes continued

Impact versus financial materiality by SIRO

Material SIRO	Impact materiality (people and environment):	Financial materiality (enterprise value)
 Environment		
Water stewardship	We promote responsible water use by reducing consumption, improving efficiency and protecting water quality, supporting shared catchments and water security for communities, ecosystems and agricultural users in the regions where we operate.	Proactive water management reduces exposure to operational disruption, regulatory constraints and cost escalation in water-stressed areas, and supports continuity of operations, permitting outcomes and stakeholder confidence
Energy management, energy transition and climate resilience	We reduce our energy and emissions footprint by improving efficiency, increasing renewable energy adoption and strengthening climate resilience across operations and the value chain, contributing to a lower carbon economy and more resilient communities.	Accelerating the energy transition and building resilience mitigates exposure to energy price volatility, carbon and climate-related policy changes, physical climate disruptions and supply interruptions, while strengthening competitiveness and demand for lower carbon products.
 Society		
Occupational safety, health and product safety	We protect people by embedding a safety-first culture, reducing exposure to health hazards, strengthening wellbeing, and ensuring safe handling, transport and end use of products to minimise harm to employees, contractors, customers and communities.	Strong safety performance reduces the likelihood of incidents, stoppages, legal liabilities and reputational damage, and supports workforce stability, operational reliability, insurance outcomes and customer trust.
Company culture	We build an inclusive, values-led culture that supports ethical behaviour, collaboration and employee wellbeing, enabling a respectful workplace and stronger engagement with stakeholders.	A strong culture supports productivity, talent retention and effective execution, reduces conduct and compliance risks, and strengthens organisational resilience during change and growth.
Attracting, retaining and developing skills	We invest in skills development and local talent pipelines to create quality employment, strengthen capability and support long-term socioeconomic benefits in the communities where we operate.	A robust skills strategy reduces operational capability constraints, improves innovation capacity and execution quality, and lowers recruitment, turnover and contractor dependency costs – supporting growth and service reliability.
 Governance		
Regulatory compliance	We uphold compliance with laws, licences and permits to protect communities and the environment, reinforce responsible operations and support trust in how we conduct business across jurisdictions.	Strong compliance reduces the risk of fines, permit constraints, operational interruptions and litigation, and supports stable operations, predictable investment planning and sustained licence to operate.
Data privacy and cybersecurity	We safeguard personal and operational data through robust privacy and security practices, protecting individuals, customers and partners, and supporting trust in our digital systems.	Effective cybersecurity reduces exposure to system outages, data loss, fraud and regulatory penalties, protecting operational continuity, customer relationships and the integrity of digital transformation initiatives.
Transparent disclosure and reporting	We provide clear, relevant and consistent reporting to enable stakeholders to understand our impacts, performance and progress, strengthening accountability and informed dialogue.	High-quality disclosure supports investor and lender confidence, reduces information risk, strengthens market reputation and can improve access to capital, customer confidence and regulatory relationships.
Governance and ethics	We promote ethical conduct and strong governance, including anti-bribery and anti-corruption practices, to protect stakeholders, strengthen fair business practices and reinforce responsible decision making.	Robust ethics and governance reduce legal, regulatory and reputational risks, support reliable business relationships, and protect long-term value by strengthening controls, oversight and decision quality.
 Technology		
Innovation and technology	We develop and apply innovation to improve product performance and operational practices, enabling safer processes, reduced resource intensity and solutions that support more sustainable customer outcomes.	Innovation strengthens competitiveness, supports differentiation and margin resilience, improves productivity and cost performance, and reduces obsolescence risk as customer needs and regulatory expectations evolve
 Economic		
Supply chain management and resilience	We strengthen responsible sourcing and logistics to support ethical practices, reduce disruption impacts on customers and communities, and promote integrity across our supply chain relationships	Supply chain resilience reduces exposure to input shortages, logistics disruptions, quality failures and price shocks, supporting continuity of service, cost stability and customer reliability.
Geopolitical markets impacts	We anticipate and respond to geopolitical and regulatory shifts to maintain a stable supply of essential products and minimise adverse impacts on customers, partners and affected communities.	Active management of geopolitical exposure reduces risks to market access, cross-border operations, costs and compliance, and supports strategic agility under changing policy, trade and regulatory conditions.
Effective capital allocation	We allocate capital to initiatives that strengthen sustainable performance-supporting safer operations, improved environmental outcomes and resilient communities through responsible investment choices.	Disciplined capital allocation improves return on invested capital, reduces stranded-asset and execution risks, and supports long-term growth, resilience and access to finance.
Operational efficiency	We improve efficiency to reduce resource use, waste and emissions intensity, supporting more sustainable operations and lowering the environmental footprint of production and service delivery.	Operational efficiency strengthens margins, reduces cost exposure, improves reliability and supports scalable growth-enhancing competitiveness under inflationary or volatile input conditions.
Business growth and diversification	We pursue responsible growth that expands access to solutions, supports employment and capability development, and enables positive outcomes through products and services that meet evolving societal needs.	Diversification reduces concentration risk, strengthens resilience across cycles, expands revenue opportunities and supports long-term value creation through broader market reach and portfolio flexibility.

Materiality process and its outcomes continued

Material SIROs and standards

To ensure Omnia's compliance with important standards, each SIRO has been categorised under the GRI, SASB and ISSB to ensure transparency and accountability.

Material SIRO	GRI (Impact disclosures)	SASB	ISSB (IFRS S1/S2) (Financial disclosures)
Water stewardship	GRI 303; GRI 14 (Mining)	Water management	S1: Risk and strategy S2: Physical climate risks
Energy, transition and climate resilience	GRI 302; GRI 305	Energy management; GHG emissions	S2: Core climate disclosures S1: Financial impacts
Safety, health and product safety	GRI 403; GRI 416	Workforce health and safety	S1: Operational risks and liabilities
Company culture	GRI 401; GRI 404	Workforce engagement	S1: Human capital risks
Skills development	GRI 404; GRI 413	Workforce development	S1: Talent availability and execution risk
Food security	GRI 413; GRI 203	Product stewardship (indirect)	S1: Market demand and stakeholder expectations
Regulatory compliance	GRI 2; GRI 307	Regulatory compliance; Business ethics	S1: Governance and compliance risk
Data privacy and cybersecurity	GRI 418	Data security	S1: Operational and systemic risk
Disclosure and reporting	GRI 2; GRI 3	Embedded across metrics	S1: General disclosure requirements
Governance and ethics	GRI 2; GRI 205	Business ethics and transparency	S1: Governance and oversight
Innovation and technology	GRI 203; GRI 302/305 (linked)	Embedded in efficiency metrics	S1: Strategy and future performance
Supply chain resilience	GRI 204; GRI 308; GRI 414	Supply chain management	S1: Value chain risks and resilience
Geopolitical impacts	GRI 2; GRI 413	Political and regulatory environment	S1: External risks to strategy
Capital allocation	GRI 201	Embedded in financial performance	S1: Capital allocation and financial effects
Operational efficiency	GRI 301; GRI 302; GRI 305	Production efficiency; energy metrics	S1: Cost structure S2: Emissions intensity
Growth and diversification	GRI 201; GRI 203	Market dynamics	S1: Strategy and long-term value creation

Integrated stakeholder engagement and value created

Strong, honest and mutually beneficial stakeholder relationships based on trust contribute to the success of our business and affect our ability to deliver on our strategy. This ultimately impacts our ability to create and share long-term value.

By understanding stakeholder expectations and concerns, together with the related risks, opportunities and material issues, we are better able to mitigate risks, act on opportunities, address material issues and deliver on our strategy and purpose.

Understanding our stakeholders

We are committed to identifying stakeholder concerns. A better understanding of stakeholders’ concerns and their perceptions aids our responses and decision making. It enables us to anticipate any emerging issues, to respond to stakeholder needs and to incorporate their expectations into the management of our risks.

The board has oversight of stakeholder engagement, and the social and ethics committee (SEC) in particular, while management actively manages and engages with them, proactively addressing their concerns and expectations.

Identifying and prioritising our stakeholders

In prioritising stakeholders, we consider:

Their potential to contribute to our strategic success and influence our performance
How each stakeholder is in turn impacted by our operations
The risk to which Omnia would be exposed should a stakeholder’s concerns not be addressed

Our focus is on the six principal stakeholders that are considered to have a medium-to-high potential to influence Omnia and its ability to successfully deliver on its strategy and create value in the long term.

Quality of relationships

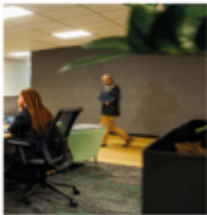
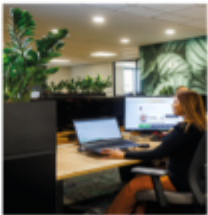
Omnia uses a range of proxy indicators to monitor and assess the quality of its stakeholder relationships, managing these continuously as part of its ongoing engagement approach. While these indicators provide a useful directional view of relationship strength and help identify areas requiring improvement, adjustment or increased engagement, the organisation recognises the need for greater depth and consistency in its assessment.

Accordingly, Omnia is in the process of implementing a more formalised measurement framework. This will enable more robust, data-driven insights into stakeholder relationships and their quality, ultimately supporting more informed decision-making and fostering more effective and evolving engagement practices.

Value created and shared with stakeholders FY26

Underpinning stakeholder engagement is the value created and shared with stakeholders. The financial value shared is an outcome of the conduct of our business. In FY26, value was distributed to stakeholders as follows:

Total value created	Total value distributed
Revenue generated R24 200 million (FY25: R22 818 million) Net cost of raw materials, goods and services R18 845 million (FY25: R17 689 million) Value created R5 355 million (FY25: R5 129 million)	To employees R2 517 million in remuneration and benefits (FY25: R2 507 million) To investors/providers of capital R1 319 million in dividends and finance costs (FY25: R1 359 million) To governments R631 million* in local and foreign taxes (FY25: R547 million) Reinvested in the business R588 million in deferred tax, depreciation and amortisation (FY25: R552 million) Retained for growth R300 million (FY25: R164 million)



* Local taxation R425 million (FY25: R383 million) and Foreign taxation R206 million (FY25: R164 million).

Integrated stakeholder engagement and value created *continued*

Investors and shareholders

How we engage

Our investor engagement programme comprises a range of formal communication and engagement platforms, including interim and annual results presentations, integrated and annual reports, media releases and SENS announcements, capital markets days, and regular interactions between executive management and institutional investors through conferences, roadshows and individual meetings.

Who they are and what they do

Current shareholders, potential investors, providers of capital and other funders who support our business by providing the capital critical to sustaining and growing our business.

Aim of engagement

Consistent, reliable and timely communication supports informed decision making by investors and helps Omnia to guide and manage expectations. We are better able to deliver in line with investors' expectations if we understand them, and in so doing improve our access to capital. In our engagement, we demonstrate our progress in delivering on our strategy and guidance.

Value offered by Omnia

Omnia offers sustained capital and income growth through the strategic allocation of capital and management of assets throughout the economic cycle. We create value by delivering on our strategy and meeting our targets and guidance. This enables the investment of retained cash flow in sustaining and growing our business which ensures that investors earn positive returns on their investments in the Company.

FY26: Key concerns/expectations raised and our response

- **How Omnia navigates the challenging macroeconomic and geopolitical environment**
Effective communication with the market on strategic and operational matters that are material to our business
- **Infrastructural challenges in South Africa and implications for Omnia**
Consistent delivery on performance targets aligned with key strategic priorities
- **Progress on strategy, particularly international growth projects**
Maintaining open and transparent relationships with shareholders, including regular engagements to identify and address potential concerns
- **Return on investment and how Omnia is likely to perform going forward**
Maintaining capital discipline and execution of strategy

Related material SIROs	Related capitals	Related strategic priorities
		• Build safety-first culture • Protect our core • Grow global mining solutions business • Deliver sustainable agribio solutions

Employees and labour unions

How we engage

Our stakeholder engagement approach encompasses a range of communication and consultation channels, including direct interactions with employees and trade union representatives, internal newsletters, the Company intranet, social media platforms, performance review processes, visible felt leadership initiatives, town hall engagements, culture and values-driven programmes, workshops and training interventions, wage negotiations and participation in bargaining council engagements.

Who they are and what they do

Vital to our business, employees provide the knowledge, skills and experience required to operate safely and optimally. They include permanent and contractor employees. Omnia respects employees' freedom of association and engages constructively with union representatives, both internally and externally, to support positive employee relations, maintain workforce stability, and facilitate open dialogue on matters affecting employees and the business.

Aim of engagement

Engagement is aimed at reinforcing our culture and values, explaining our employee value proposition, promoting labour stability, enhancing productivity and improving employee relations. Regular, consistent and honest engagement, that includes both consulting and listening, is essential to ensuring that employees are motivated and engaged.

Value offered by Omnia

Omnia offers employment opportunities in our areas of operation, paying fair, performance-linked, market-related salaries and wages. We reward employees who add value and encourage innovation. We invest in training and development to build employee capacity and to equip them for success at work. We promote an inclusive and diverse culture. Globally, we encourage local employment.

FY26: Key concerns/expectations raised and our response

- **Fair remuneration and benefits, and recognition**
Conducted a biannual review and continued to align remuneration with performance
- **Improved conditions of employment**
Enhanced employee value proposition by extending benefits such as risk cover
- **Ongoing training, career development – capacity building**
Expanded leadership development and skills development programmes to a broader group of employees and unemployed people in communities we operate
- **Environment for safe and healthy work**
Foster a values-based organisation with a strong emphasis on safety
- **Respectful workplace**
Advanced our culture transformation journey by striving to embed our values, and fostering a unified, purpose-led culture. Ongoing engagement with employees and unions

Related material SIROs	Related capitals	Related strategic priorities
		• Build safety-first culture • Protect our core • Grow global mining solutions business • Deliver sustainable agribio solutions

Clients and customers

How we engage

We engage customers through a combination of technical expertise, direct interaction, industry forums, media and digital channels to foster long-term partnerships and gain insight into their evolving operational needs.

Who they are and what they do

Customers across the agriculture, mining and chemicals sectors are the source of demand on which our business is based. They procure products, technologies and services from Omnia to improve productivity, efficiency and sustainability in their operations.

Aim of engagement

Engagement is focused on understanding customer needs, building long-term partnerships and delivering solutions that support operational performance, profitability and sustainable growth. Customer feedback helps us continuously improve our products, services and responsiveness.

Value offered by Omnia

Omnia partners with customers to deliver innovative, reliable and responsibly produced products, technologies and services. Through technical expertise, research and development, and market-leading solutions, we help customers improve productivity, resource efficiency, operational performance and long-term sustainability.

FY26: Key concerns/expectations raised and our response

- **Quality, consistency and reliability of products and services**
Maintained focus on product quality, operational excellence and supply reliability
- **Responsive technical expertise and customer support**
Continued to provide specialist technical advisory services and customer focused solutions
- **Innovation and productivity-enhancing solutions**
Invested in research, development and technology to meet evolving customer needs
- **Strong partnership and collaboration**
Strengthened customer engagement to better understand requirements and deliver shared value
- **Safety, sustainability and ESG performance**
Continued to embed a strong safety culture and improve environmental and sustainability performance

Related material SIROs	Related capitals	Related strategic priorities
		• Protect our core • Grow global mining solutions business • Deliver sustainable agribio solutions

Integrated stakeholder engagement and value created *continued*

Suppliers, business peers and partners



How we engage

Direct engagement, conduct of due diligence throughout supply chain, contracts

Who they are and what they do

Provide the product and service inputs we require for our business activities, enabling us to produce. All suppliers are bound by our supplier code of ethics.

Aim of engagement

Strong, collaborative supplier engagement is necessary to make sure that our needs are understood. This entails coordinating the cost-effective supply and timely delivery of the products and services required. Positive engagement with our business partners helps to strengthen our capabilities. We share relevant information relating to business updates and operational matters to improve planning and coordination, and encourage feedback.

Value offered by Omnia

Omnia offers a reliable source of demand for the products and services procured from suppliers. Our preferential procurement spend, especially in-country spend, generates positive, indirect economic impacts. It supports supplier economic viability, local economic activity and downstream employment.

FY26: Key concerns/expectations raised and our response

- **Reliable and timely material requirement plans to facilitate demand forecasting**
Direct engagement to build strong relationships
- **Collaborative supplier relationships and partnerships to ensure supply chain security**
Contract negotiation and management
- **Procurement opportunities**
Continue with end-to-end supply chain optimisation
- **Implications of cost optimisation measures**
Due diligence conducted throughout supply chain

Related material SIROs	Related capitals	Related strategic priority
		• Protect our core • Grow global mining solutions business • Deliver sustainable agribio solutions

Government and regulatory bodies



How we engage

Proactive engagements with relevant government departments on product certifications, regulatory licensing and investigations, workshops and public forums, site visits and on-site audits, membership of and active participation in various industry bodies that interact with government and regulators.

Who they are and what they do

Play a critical role in creating an environment that supports business. Governments and regulators develop and implement the legislation and regulations governing the operation of business in the jurisdictions in which we operate and with which we are required to comply.

Aim of engagement

We engage regularly and transparently to foster collaborative relationships with governments and regulators in our operating jurisdictions, uphold our licence to operate, support shared objectives, demonstrate compliance, and contribute meaningfully to policy development. Engagement also helps ensure that our contribution to the sector and to broader society is well understood.

Value offered by Omnia

Omnia's contribution to governments is both direct and indirect, and includes taxes paid, both corporate and on behalf of employees. By creating jobs and business opportunities, and through local procurement, we also contribute to the socioeconomic development of the countries in which we operate. Furthermore, our corporate social investment's focus on food security, education and skills development supports governments and their related efforts.

FY26: Key concerns/expectations raised and our response

- **Legal and regulatory compliance, including certification and product licences**
Provided comment on new proposed legislation
- **Alignment of company policy with regulatory environment**
Implementation of and participation in several task teams
- **Tax compliance**
Maintain responsible tax compliance through robust governance, transparent engagement with authorities and reporting on the Group's approach to tax through its annual Tax Transparency Report.
- **Positive ESG commitment and contribution**
Manage emissions, energy efficiency and climate-related initiatives, with ESG reporting used to document actions taken, progress made and areas requiring continued focus.
- **Renewable energy initiatives and climate change**
Progressing renewable energy and efficiency projects to reduce emissions and strengthening climate resilience

Related material SIROs	Related capitals	Related strategic priority
		• Build safety-first culture • Protect our core • Grow global mining solutions business • Deliver sustainable agribio solutions

Communities



How we engage

Community forums, workshops, formal working collaborations initiated with various municipalities that are home to host communities in our areas of operation.

Who they are and what they do

Our host communities are those located in close proximity to our operations and include NGOs operating in these areas as well as the local municipalities in which we operate. We partner and collaborate with these stakeholders to implement socioeconomic development programmes and other initiatives that promote socioeconomic sustainability and stability.

Aim of engagement

In partnering with communities, our focus is safety and overall wellbeing. We consult to better understand what is most needed, prioritising those needs identified so that we can more effectively contribute to community safety and health, protect the environment, promote food security and facilitate access to quality education and skills development. Our engagement also involves the communication of progress made and outcomes delivered.

Value offered by Omnia

Omnia creates both direct and indirect value for communities. In addition to jobs created, both directly and through our local procurement spend, we boost local economic activity in host communities. We also invest in local socioeconomic initiatives focused on food security, education and skills development. We mitigate the negative effects of our environmental impacts and aim to use natural resources responsibly and increase our use of renewable energy.

FY26: Key concerns/expectations raised and our response

- **Employment, recruitment process and opportunities**
Local recruitment and employment
- **Skills development**
Training and development programmes; Bursaries and skills development
- **Local procurement and access to economic opportunities**
Local procurement and supplier development
- **Access to information about Omnia**
Regular engagement
- **Food security**
CSI initiatives
- **Environmental and climate change impacts**
Monitoring and management of environmental risks of operation

Related material SIROs	Related capitals	Related strategic priority
		• Protect our core • Grow global mining solutions business • Deliver sustainable agribio solutions

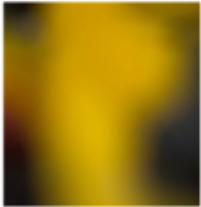
Our leadership believes that long-term value is built through disciplined capital allocation, operational excellence, customer-centric innovation and a commitment to sustainability and empowering our people.



Leadership

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Board summary and profiles

Our board leadership

Non-executive directors



Tina Eboka

Independent non-executive, Chair

Appointed:	Year of birth:	Qualifications:
2016	1959	BSc, MBA
Skills and expertise:		External directorships:
Business strategy development, execution and business turnaround; engineering operations, transformation change management, stakeholder engagement and management		TymeBank; TymeHolding; Reunert Group
Committee membership:		
Social and ethics committee, Remuneration and nominations committee		



Nick Binedell

Independent non-executive

Appointed:	Year of birth:	Qualifications:
2017	1953	BCom, MBA, PhD
Skills and expertise:		External directorships:
Business management, strategy, governance, finance		None
Committee membership:		
None		



George Cavaleros

Independent non-executive

Appointed:	Year of birth:	Qualifications:
2019	1956	CA(SA), CFA, ACIS, CIA, CISA, CFP, MCom (Applied Risk Management)
Skills and expertise:		External directorships:
External and internal audit, finance and accounting, risk management and controls, corporate governance		Sygnia Limited
Committee membership:		
Audit and risk committee (chair), Remuneration and nominations committee		

Executive directors



Seelan Gobalsamy

Chief executive officer

Appointed:	Year of birth:	Qualifications:
2018	1976	CA(SA), AMP
Skills and expertise:		External directorships:
Finance, business management, strategy, mergers and acquisitions		Momentum Holdings; Momentum Metropolitan Life
Committee membership:		
Social and ethics committee		



Thoko Mokgosi-Mwantembe

Independent non-executive

Appointed:	Year of birth:	Qualifications:
2018	1961	Diploma in Teaching, BSc, MSc (Medicinal Chemistry), SEP, MCRP
Skills and expertise:		External directorships:
Business management, chemicals, information systems, strategy		Royal Bafokeng Platinum; Valterra Platinum Limited; Oceana; Balwin
Committee membership:		
Remuneration and nominations committee (chair)		



Wim Plaizier

Independent non-executive

Appointed:	Year of birth:	Qualifications:
2019	1961	BSc, MBA, EMCCC
Skills and expertise:		External directorships:
Business management, strategy, supply chain operations, chemicals and mining industry, nature conservation, social development		None
Committee membership:		
Social and ethics committee (chair), Audit and risk committee		



Ronel van Dijk

Independent non-executive

Appointed:	Year of birth:	Qualifications:
2022	1972	CA(SA)
Skills and expertise:		External directorships:
Finance, business management, corporate governance		Adcorp Holdings Limited; Hans Merensky Holdings Proprietary Limited
Committee membership:		
Audit and risk committee		



Stephan Serfontein

Finance director

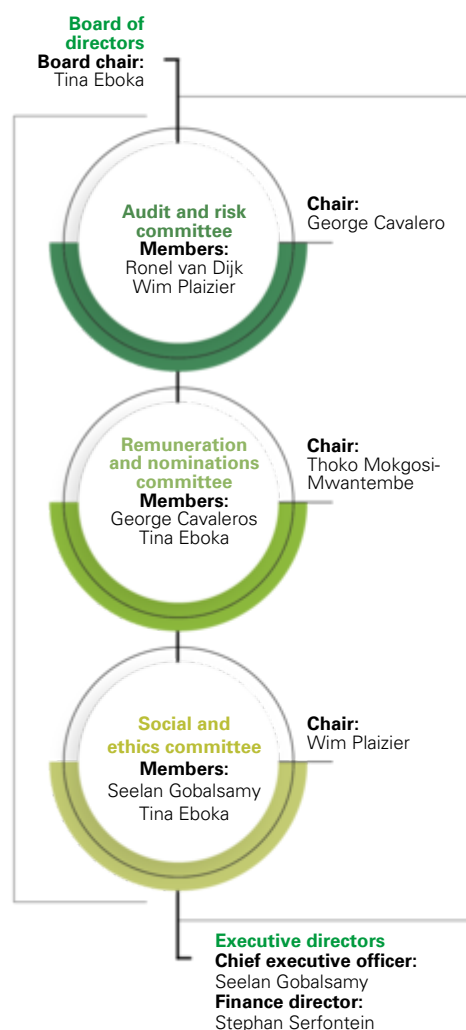
Appointed:	Year of birth:	Qualifications:
2019	1977	CA(SA)
Skills and expertise:		External directorships:
Finance, business management, strategy, mergers and acquisitions		None
Committee membership:		
None		

Governance in support of value creation

Omnia is a committed corporate citizen with good corporate governance being vital to the long-term sustainability of our business. Strong governance provides the foundation that enables us to deliver on our global diversification aspirations and significant growth opportunities.

Having solid governance processes and policies in place supports our operating model, underpins the renewal of our culture and has revitalised our stakeholder engagement. Our governance framework ensures that our business and ESG priorities are aligned and instils a culture of operational excellence.

Governance structures



Board characteristics

Unitary, independent board comprising 8 members

6 independent non-executive directors
2 executive directors

Tenure

one director has tenure of less than five years and two have tenures exceeding 9 years

Diversity

Gender

38% of board members are female

Ethnicity

38% of board members are black (HDPs)
88% of directors are South African

Age

61 Average age of board members
49-72 years Age range of board members

Company secretary

Donna Dickson was appointed company secretary effective 1 March 2026. Donna is responsible for governance in all those jurisdictions in which Omnia operates.

She is supported by in-country legal and secretarial services to ensure that the Group's standards apply in the locality in which each entity operates.

Areas of governance

Our governance activities cover the following principal areas:



To read more about our governance activities, see [Corporate Governance](#) in this report.



Executive team



Seelan Gobalsamy

Group chief executive officer

Qualifications

CA(SA), AMP

More than 20 years' executive leadership experience, covering finance, business management, strategy, and mergers and acquisitions



Stephan Serfontein

Finance director

Qualifications

CA(SA)

More than 20 years' corporate, strategic and finance experience



Tiaan Kotzé

Chief operating officer

Qualifications

CA(SA)

More than 25 years' international corporate finance experience



Bronwyn Murray

Human resources

Qualifications

Postgraduate Diploma, LLB, BCom

More than 15 years' experience in strategic human resources management and law



Donna Dickson

Company Secretary

Qualifications

MBA, LLB, BCom Law, Post grad: General Management, CGISA

More than 17 years' experience in legal, governance and compliance



Ralf Hennecke

Managing director, mining

Qualifications

MBA, NDip Mining Engineering

More than 25 years' experience in mining industry



Ditebogo Malatsi

SHEQ and sustainability

Qualifications

MPhil, BCom (Hons)

More than 15 years' commercial experience



Glen Heinrich

Strategy and capital allocation

Qualifications

PhD, CFA, MSc, BEng (Chemical)

More than 15 years' experience in investing and capital management



Mxo Siwundla

Strategy Initiatives

Qualifications

FRM, BCom (Hons)

More than 10 years' commercial experience



Jacques de Villiers

Manufacturing, operations and supply chain

Qualifications

B.Eng (Mechanical)

More than 20 years' industry experience



Simphiwe Mdluli

Group governance, legal and compliance

Qualifications

LLM, LLB, BA Law

Attorney of the High Court of South Africa
More than 20 years' commercial experience



Madeleine Kotze

Finance

Qualifications

CA(SA)

More than 20 years' corporate experience



Francois Visagie

Chief operating officer: manufacturing, operations and supply chain

Qualifications

M.Eng (Chemical), BCom

More than 20 years' industry experience

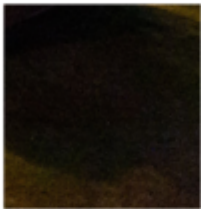
Our FY26 performance was supported by strong earnings growth, disciplined margin and cost management and solid cash generation, underpinned by the continued strengthening of our core businesses.



Financial review

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FD's report

By combining operational excellence with a targeted diversification strategy, we have positioned the Group to capture high-quality growth opportunities while maintaining capital efficiency and cost discipline.



Stephan Serfontein
Finance director

Despite a complex and volatile operating environment characterised by geopolitical uncertainty, supply chain disruption, cost inflation and commodity price fluctuations, the Group delivered a strong financial performance. This was underpinned by focused customer-centric execution, ensuring reliability of supply to customers, while reinforcing the resilience of our operating model and the strength of our balance sheet to sustain cash generation and long-term value creation.

In line with our values and strategic priorities, our focus on safety contributed to improved performance, despite the enhanced safety risk due to the planned plant shutdown at the Sasolburg plant. For more detail on this, see our ESG Report 2026.

Our Mining segment delivered a resilient performance, supported by volume growth and an enhanced product mix, partially offset by weaker diamond and coal markets, foreign exchange impacts in Zambia and international mobilisation costs. Strategic positioning in global markets and the continued execution of international expansion initiatives remain key drivers of long-term growth in this segment. Mining Metallurgy continued to deliver positive contributions to earnings, underpinned by an improved product mix and ammonia derivative sales.

The Agriculture segment delivered a strong performance with volume, earnings and margin growth. Agriculture RSA achieved increased volumes at higher average prices, but the impact of the extended supplier shutdowns on manufacturing recoveries and a non-recurring asset sale in FY25 resulted in comparatively lower operating profit and margin. The Rest of Africa division delivered a strong performance recovery from improved trading conditions, operating model changes and currency gains in Zambia.

Agriculture International delivered a mixed performance, with increased biostimulant exports and strong production volumes in Australia being offset by currency volatility and a subdued performance in Brazil.

In our Chemicals segment, we have substantially completed the rationalisation of infrastructure and product portfolios resulting in a release of working capital and positioning the business for sustained future profitability.

Our ESG-led investments are delivering measurable results, with solid progress in reducing our environmental footprint through sustained carbon reduction, increasing renewable energy adoption, expanding use of recycled water, and improving waste recovery – encapsulating Omnia’s unwavering commitment to its purpose of “innovating to enhance life, together creating a greener future”.

FY26 performance

Revenue increased by 6.1% to R24 200 million (FY25: R22 818 million), driven by higher volumes across Agriculture and Mining. This was partially offset by the product rationalisation in Chemicals. Operating profit increased 27.8% to R2 170 million (FY25: R1 698 million) supported by the recovery of Agriculture Rest of Africa and the substantial completion of the Chemicals restructure.

The Group’s operating margin increased to 9.0% (FY25: 7.4%), within the medium-term margin guidance range of 8% to 10%. The Mining segment delivered a resilient operating margin of 11.7% (FY25: 12.4%), supported by strong sales volumes and enhanced product mix, offset by the impact of the appreciating Zambian kwacha on Mining International.

The Agriculture segment recorded a higher operating margin of 9.6% (FY25: 8.5%), driven by increased sales volumes, resilient manufacturing and supply chain capabilities despite extended supplier shutdowns in 1HY26, and improved economic conditions in Zambia enabling foreign currency gains.

Headline earnings per share increased by 20.6% to 849 cents (FY25: 704 cents), reflecting the quality of earnings and the benefits of margin expansion initiatives.

Net finance expense increased to R118 million from R93 million in FY25 driven by lower interest income on cash and increased use of supply chain finance. The effective tax rate increased to 33.0% (FY25: 31.6%) impacted by withholding tax on related-party dividends.

Net working capital (NWC) increased to R3 751 million (FY25: R3 426 million) reflecting higher receivables driven by strong Q4FY26 sales and inventory to ensure ongoing security of supply to our customers. This investment was partially offset by the unwind of working capital of the restructured Chemicals business that materialised as planned. We remain focused on disciplined financial management to optimise NWC, support market demand, improve cash generation and maintain optimal inventory levels.

The Group’s disciplined capital allocation and stringent working capital management enabled a strong financial position with a net cash balance of R1 678 million (FY25: R1 770 million). We are well positioned to continue allocating capital towards value-accretive investments and ESG projects, while maintaining balance sheet flexibility to support long-term value creation.

Strategic delivery and financial position

The Group has benefitted from its diversification across geographies and sectors, combined with focused execution in addressing underperforming operations, resulting in more resilient, higher-quality earnings. This has been underpinned by disciplined capital allocation and working capital management, balancing reinvestment in core SADC operations with targeted international growth, supported by a strong balance sheet that provides flexibility and strategic optionality.

FD's report continued

The continued strength of the Group's balance sheet and liquidity position, as affirmed by Omnia's long-term and short-term credit ratings being maintained at A+ and A1 respectively, with a stable outlook, underscores confidence in the Group's financial resilience and its ability to deliver sustainable long-term value.

Acknowledgements

In closing, I would like to extend my sincere appreciation to the entire Omnia team for their continued dedication in delivering strong results in a complex environment. Your commitment to "living our purpose and shaping our future", excellence, innovation and collaboration remains central to our success.

I also wish to thank our board, exco and shareholders for their ongoing support and guidance as we build on this momentum to deliver sustainable growth and long-term value creation.

Stephan Serfontein
FD

21 July 2026



The Group has benefitted from its diversification across geographies and sectors, combined with focused execution in addressing underperforming operations, resulting in more resilient, higher-quality earnings.

Summarised financial statements

Summary consolidated statement of comprehensive income

for the year ended 31 March 2026

Rm	Audited 12 months 31 March 2026	Audited 12 months 31 March 2025	% change
Revenue	24 200	22 818	6
Cost of sales	(18 845)	(17 689)	(7)
Gross profit	5 355	5 129	4
Distribution expenses	(1 277)	(1 343)	5
Administrative expenses	(2 019)	(2 010)	–
Other operating income	331	166	99
Other operating expenses	(149)	(166)	10
Impairment losses on non-financial assets	(34)	(13)	(>100)
Impairment losses on financial assets	(91)	(116)	22
Share of net profit of investments: equity accounted	55	59	(7)
Operating profit before items below	2 171	1 706	27
Net impact of hyperinflation and foreign exchange losses	(1)	(8)	88
Net foreign exchange losses	–	(3)	100
Monetary adjustment for hyperinflation	(1)	(5)	80
Operating profit	2 170	1 698	28
Finance income	107	114	(6)
Finance expense	(225)	(207)	(9)
Profit before income tax	2 052	1 605	28
Income tax expense	(677)	(508)	(33)
Profit for the year	1 375	1 097	25
Other comprehensive income			
<i>Items that may be reclassified to profit or loss (net of tax)</i>			
Currency translation differences	60	(177)	>100
Reclassification of currency translation differences	8	30	(73)
Other comprehensive income/(loss) for the year	68	(147)	>100
Total comprehensive income for the year	1 443	950	52

Rm	Audited 12 months 31 March 2026	Audited 12 months 31 March 2025	% change
Profit for the year attributable to:			
Owners of Omnia Holdings Limited	1 387	1 142	21
Non-controlling interest	(12)	(45)	73
	1 375	1 097	25
Total comprehensive income for the year attributable to:			
Owners of Omnia Holdings Limited	1 452	994	46
Non-controlling interest	(9)	(44)	80
	1 443	950	52
Earnings per share attributable to the equity holders of Omnia Holdings Limited			
Basic earnings per share (cents)	861	692	24
Diluted earnings per share (cents) ¹	856	692	24

¹ In FY25, the diluted earnings per share is limited to the basic earnings per share due to the calculation being antidilutive in nature.



Summarised financial statements continued

Summary consolidated statement of financial position

as at 31 March 2026

Rm	Audited 12 months 31 March 2026	Audited 12 months 31 March 2025
Assets		
Non-current assets	6 013	5 898
Property, plant and equipment	4 962	4 799
Right-of-use assets	421	440
Goodwill and intangible assets	14	18
Investments accounted for using the equity method	302	288
Financial assets at fair value through profit and loss or other comprehensive income	237	228
Deferred income tax	77	125
Current assets	11 480	10 936
Inventories	4 626	4 738
Trade and other receivables	4 671	3 891
Derivative financial instruments	9	11
Financial assets at fair value through profit and loss or other comprehensive income	34	–
Income tax	312	331
Cash and cash equivalents	1 828	1 940
Restricted receivable	–	25
Assets classified as held for sale	262	343
Total assets	17 755	17 177
Equity		
Capital and reserves attributable to the owners of Omnia Holdings Limited	10 831	10 491
Share capital	2 665	2 718
Reserves	1 137	1 037
Retained earnings	7 029	6 736
Non-controlling interest	(72)	(63)
Total equity	10 759	10 428

Rm	Audited 12 months 31 March 2026	Audited 12 months 31 March 2025
Liabilities		
Non-current liabilities	889	870
Deferred income tax	375	405
Lease liabilities	440	430
Provisions	62	35
Trade and other payables	12	–
Current liabilities	6 073	5 811
Interest-bearing borrowings	150	159
Lease liabilities	64	69
Bank overdrafts	–	11
Derivative financial instruments	15	7
Income tax	238	239
Contract liabilities	623	564
Provisions	6	63
Trade payables – supply chain financing	701	847
Trade and other payables	4 276	3 852
Liabilities directly associated with assets classified as held for sale	34	68
Total liabilities	6 996	6 749
Total equity and liabilities	17 755	17 177
Additional information		
Net working capital ¹	3 751	3 426
Net cash (including lease liabilities) ²	1 174	1 271
Net cash (excluding lease liabilities) ²	1 678	1 770
Net asset value per share (Rand)	69	66
Capital expenditure		
Depreciation	564	523
Amortisation	7	68
Capital expenditure incurred	646	703
Capital expenditure – authorised and contracted	169	164
Capital expenditure – authorised but not contracted	400	499

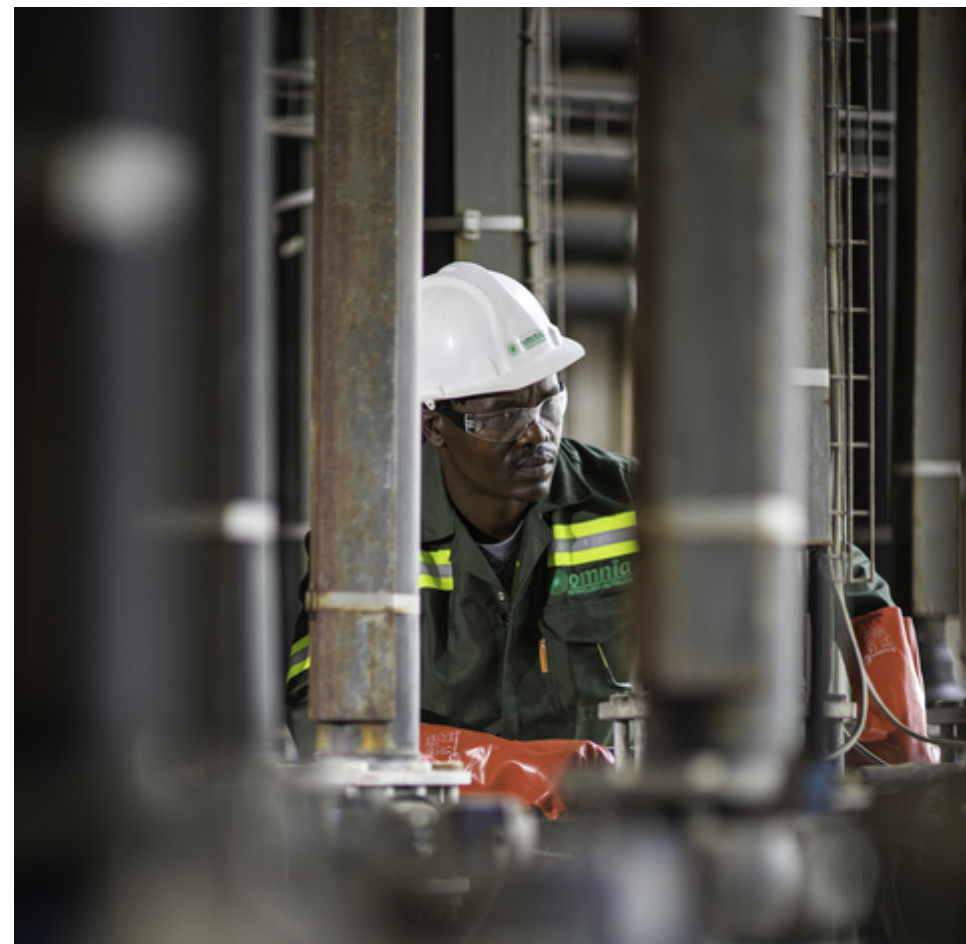
¹ Includes trade payables – supply chain financing.² Excludes trade payables – supply chain financing.

Summarised financial statements continued

Summary consolidated statement of cash flows

for the year ended 31 March 2026

Rm	Audited 12 months 31 March 2026	Audited 12 months 31 March 2025
Net cash inflow from operating activities	4 809	3 864
Cash generated from operations	5 506	4 638
Interest paid	(218)	(204)
Interest received	120	99
Income taxes paid	(599)	(669)
Net cash outflow from investing activities	(522)	(663)
Purchase of property, plant and equipment	(644)	(702)
Proceeds on disposal of property, plant and equipment	129	58
Additions to intangible assets	(2)	(1)
Convertible debenture in Hypex Bio	(34)	–
Restricted receivable released/ (raised)	25	(25)
Proceeds on disposal of joint venture	4	7
Net cash outflow from financing activities	(4 392)	(3 676)
Proceeds on treasury shares forfeited under share schemes	7	21
Purchase of treasury shares	(135)	(308)
Proceeds from interest-bearing borrowings raised	260	228
Repayment of interest-bearing borrowings	(261)	(231)
Repayment of trade payables – supply chain financing	(3 100)	(2 154)
Repayment of lease liabilities	(69)	(80)
Dividends paid	(1 094)	(1 152)
Net decrease in cash and cash equivalents	(105)	(475)
Net cash and cash equivalents at the beginning of the year	1 929	2 450
Effect of foreign currency movement	4	(46)
Net cash and cash equivalents at the end of the year	1 828	1 929



Five-year financial overview

Rm	FY26	FY25	FY24	FY23	FY22 ¹
Consolidated statements of comprehensive income					
Revenue	24 200	22 818	22 219	26 572	21 437
Operating profit	2 170	1 698	1 703	1 899	1 597
Finance costs (net)	(118)	(93)	(1)	(81)	(76)
Profit before taxation	2 052	1 605	1 702	1 818	1 521
Income tax expense	(677)	(508)	(539)	(666)	(428)
Profit for the year	1 375	1 097	1 163	1 152	1 093
Non-controlling interest	(12)	(45)	3	(17)	(3)
Profit attributable to owners of Omnia Holdings Limited	1 387	1 142	1 160	1 169	1 096
Dividends distributed to participants of the share incentive schemes on unvested shares	(39)	(44)	(24)	(45)	(24)
Profit on disposal/impairment of property, plant and equipment/intangible assets	(30)	(14)	(11)	(11)	34
Reclassification of foreign currency translation reserve to profit and loss	8	30	–	–	–
Tax effect	7	4	3	3	(2)
Net impact of sale of Zimbabwe investment in joint venture	–	–	–	90	–
Insurance proceeds for replacement of property, plant and equipment	(4)	(1)	(1)	–	(1)
Headline earnings	1 329	1 117	1 127	1 206	1 103
Dividends paid	1 094	1 152	629	1 343	1 008
Consolidated statements of financial position					
Capital and reserves attributable to owners of Omnia Holdings Limited	10 831	10 491	10 839	10 275	10 022
Non-controlling interest	(72)	(63)	(19)	(20)	(4)
Non-current liabilities ²	889	870	908	929	805
Deferred income tax liabilities	375	405	479	472	488
Current liabilities	6 073	5 811	5 798	5 651	5 188
Total equity and liabilities	17 755	17 177	17 526	16 835	16 011
Non-current assets and investments	6 013	5 898	5 916	5 300	4 954
Non-current intangible assets	14	18	91	159	278
Deferred income tax assets	77	125	164	174	216
Current assets	11 480	10 936	11 609	11 535	10 563
Total assets	17 755	17 177	17 526	16 835	16 011
Net cash/(interest-bearing borrowings) including leases	1 174	1 271	1 882	1 388	2 082
Consolidated statements of cash flows					
Cash generated from operations	5 506	4 638	3 844	2 991	1 941
Net finance costs and taxation paid	(697)	(774)	(592)	(722)	(574)
Net cash inflow from operating activities	4 809	3 864	3 252	2 269	1 367
Net cash (outflow)/inflow from investing activities	(522)	(663)	(1 002)	(245)	664
Net cash outflow from financing activities	(4 392)	(3 676)	(1 659)	(2 746)	(1 447)
Net (decrease)/increase in cash and cash equivalents	(105)	(475)	591	(722)	584

Rm	FY26	FY25	FY24	FY23	FY22 ¹
Statistical information					
Earnings, dividends and issued shares					
Basic earnings per share (cents)	861	692	705	692	653
Headline earnings per share (cents)	849	704	699	742	672
Final ordinary dividend per share (cents)	470	400	375	375	275
Dividend cover (times) ¹	1.8	1.8	1.9	2.0	2.4
Net asset value per share (Rand)	69	66	67	63	59
Number of shares in issue at year-end, excluding treasury shares ('000)	156 471	156 982	159 954	161 305	162 832
Number of shares held as treasury shares and not included above ('000)	5 826	5 502	5 170	7 747	6 220
Number of employees at year-end	3 508	3 803	3 756	3 869	4 010
Profitability, liquidity and leverage					
Operating profit as a percentage of revenue (%)	9.0	7.4	7.7	7.1	7.4
Effective tax rate (%)	33.0	31.6	31.7	36.6	28.1
Return on average equity (%) ³	12.9	10.9	10.9	12.3	11.4
Net (cash)/interest-bearing borrowings to equity (%)	(15.6)	(16.8)	(21.8)	(18.1)	(20.8)
Current ratio	1.9	1.9	2.0	2.0	2.0
Net interest-bearing borrowings/EBITDA (adjusted) cover	(0.4)	(0.5)	(0.8)	(0.5)	(0.8)
EBITDA (adjusted) net finance cost cover	22.9	26.0	2 206.9	34.1	117.6
Share performance					
Market value per share (Rand)					
– at year end	95.5	67.2	59.0	56.2	75.2
– highest	95.5	78.1	65.6	87.1	75.2
– lowest	63.3	52.8	52.5	55.0	47.2
Value of shares traded (R million)	6 523	3 707	4 852	10 854	4 689
Volume of shares traded ('000)	82 962	57 075	65 344	154 308	79 639
Share volumes traded as a percentage of total issued shares (%)	51.1	35.1	39.6	91.2	47.1

¹ From continuing operations, excluding Umongo Petroleum's results from FY22 (Dividend cover recalculated for FY22).

² FY22 Non-current liabilities updated to reflect total non-current liabilities including deferred income tax liabilities.

³ Return on equity on diluted basis.

Five-year segmental review

Rm		FY26	% change	FY25	FY24	FY23	FY22 ¹
 Agriculture	For more information, see Agriculture						
	Revenue (external)	13 053	13	11 541	11 818	15 293	11 799
	Operating profit	1 251	28	981	954	1 235	1 090
	Operating margin (%)	9.6	13	8.5	8.1	8.1	9.2
	Net controlled assets	6 184	9	5 667	5 564	5 947	5 136
	NWC	2 186	32	1 652	1 798	2 283	1 425
 Mining	For more information, see Mining						
	Revenue (external)	9 816	8	9 121	8 289	8 533	6 667
	Operating profit	1 145	1	1 129	999	790	514
	Operating margin (%)	11.7	(6)	12.4	12.1	9.3	7.7
	Net controlled assets	3 180	1	3 158	2 902	2 638	2 405
	NWC	1 622	(1)	1 632	1 493	1 602	1 285
 Chemicals	For more information, see Chemicals						
	Revenue (external)	1 331	(38)	2 156	2 112	2 746	2 971
	Operating profit	4	>100	(133)	11	132	142
	Operating margin (%)	0.3	>100	(6.2)	0.5	4.8	4.8
	Net controlled assets	458	(28)	637	733	731	921
	NWC	265	(37)	421	517	508	614
Head office							
	Operating loss ²	(230)	18	(279)	(261)	(258)	(149)
	Net controlled assets	(110)	15	(130)	(21)	59	95
	NWC	(322)	(15)	(279)	(204)	(153)	11

¹ From continuing operations, excluding Umongo Petroleum's results from FY22.

² Head office includes acquisition-related costs, amortisation of intangible assets arising from acquisitions, employee share-based payment expenses, reclassification of foreign currency reserves to profit or loss and certain once-off costs.

Five-year sustainability performance

The following five-year information is provided on certain key metrics. Detailed data sheets on our sustainability performance may be found in our [ESG Report](#).



Human capital

Workforce analysis

Employment type	South Africa		Rest of Africa		Other regions		FY26	FY25	FY24	FY23	FY22 ^{1,2}
	Male	Female	Male	Female	Male	Female					
Permanent	1 813	595	355	37	58	30	2 888	3 249	3 232	3 160	3 221
Fixed-term contract	149	143	269	57	2	—	620	554	524	478	548
Other	0	0	0	0	0	0	0	0	0	231	241
Total FY26	1 962	738	624	94	60	30	3 508	3 803	3 756	3 869	4 010
Total FY25	2 172	763	638	90	107	33	3 803				

¹ Includes 10 months of Umongo Petroleum, which was disposed of effective 31 January 2022.

² From continuing operations.

Training spend

R'000	FY26	FY25	FY24	FY23	FY22
Agriculture	15 030	11 632	14 124	10 201	7 639
Mining	22 243	17 942	15 203	10 033	4 860
Chemicals	248	1 262	2 793	2 695	1 410
Head office	8 690	13 089	9 991	19 197	15 592
Total South Africa	46 211	43 925	42 111	42 126	29 501
Agriculture International	2 648	740	366	656	495
Mining International	500	1 027	375	857	412
Chemicals International	—	—	—	126	53
Total training spend	49 359	45 692	42 852	43 765	30 462
Training spend in South Africa (%)	93.6	96.1	98.3	96.3	96.8

Safety

Health and safety							FY26 level of external assurance
	Measurement	FY26	FY25	FY24	FY23	FY22	
Lost-time injury frequency rate (LTIFR)	Rate	0.11	0.17	0.03	0.10	0.17	Moderate
Fatalities	Number	–	–	–	–	2	Moderate
RCR	Rate	0.16	0.20	0.05	0.16	0.21	Moderate
Total number of occupational diseases	Number	–	–	–	–	–	Moderate
Near miss	Number	170	797	1 477	1 560	1655	Not assured
First aid	Number	58	50	48	74	66	Moderate
Process safety							
FER rate	Rate	0.08	0.17	0.38	0.74	0.75	Moderate
Near miss	Number	37	92	79	105	170	Not assured
Minor	Number	3	6	24	40	41	Not assured

Five-year sustainability performance continued



Natural capital

GHG	Measurement	FY26	FY25	FY24	FY23	FY22	FY26 level of external assurance
Direct (CO ₂ e) Scope 1 ¹	Tonnes	67 384	68 963	84 574	110 429	252 803	Moderate
Indirect CO ₂ e scope 2 ¹	Tonnes	120 788	132 514	139 544	167 584	170 634	Moderate
Total GHG CO ₂ e scope 1 and scope 2	Tonnes	188 172	201 477	224 118	278 013	423 437	Moderate
Indirect CO ₂ e scope 3	Tonnes	Scope 3 ambition setting	Baseline	4 000 000	3 994 548	737 443	Not assured
Atmospheric emissions							
N ₂ O	Kg	14 642	15 393	96 469	172 950	460 971	Independent technical verification
NO _x	Kg	34 932	12 075	61 033	20 154	59 644	
Ammonia	Kg	79 479	133 685	110 187	21 305	3 256	
Hydrogen fluoride	Kg	0	–	–	0.55	2.31	
Air emissions particular matter	Kg	66 185	118 124	136 021	117 041	84 551	
Waste							
Total waste generated	Tonnes	9 763	7 969	6 974	6 389	5 873	Moderate
Hazardous waste disposed of	Tonnes	2 357	1 374	1 146	2 043	2 329	Moderate
Non-hazardous waste disposed of	Tonnes	6 018	4 070	4 047	2 467	1 584	Moderate
Recycled or reused waste	Tonnes	1 204	1 293	1 257	1 879	1 959	Moderate
Energy							
Energy used	TJ	1 110	1187	1 145	1 152	1 138	Moderate
Electricity used	MWh	76 174	70 632	74 954	78 634	85 993	Moderate
Renewable Electricity (Solar and co-generation)	MWh	32 981	38 567	35 487	22 837	19 076	Moderate
Water							
Total water use	Millions of litres	1 623	1 588	1 588	1 678	1 861	Moderate
Sources of water							
Municipal	Millions of litres	1 518	1 478	1 503	1 608	1 779	
Agriculture	Millions of litres	1 459	1 399	1 401	1 541	1 678	Moderate
Mining	Millions of litres	19	29	42	13	32	Moderate
Chemicals	Millions of litres	40	51	60	54	69	Moderate
Groundwater	Millions of litres	91	67	88	66	69	
Agriculture	Millions of litres	50	38	55	48	47	Moderate
Mining	Millions of litres	41	29	33	18	23	Moderate
Rivers or streams	Millions of litres	13	12	3	3	4	Moderate
Volume of water recycled or used	Millions of litres	182	194	181	140	66	Moderate
Effluent discharged	Millions of litres	6	82	134	175	175	Moderate
Effluent transferred to a third party for disposal	Millions of litres	90	4	3	3	2	Moderate

¹ GHG emissions and emissions intensity were restated to improve accuracy. The restatement reflects the use of a supplier-specific emission factor for purchased steam (Scope 2) and an updated calculation of CO₂ emissions from the calcium nitrate production process (Scope 1).

Five-year sustainability performance continued



Social capital

Social Investment	Measurement	FY26	FY25	FY24	FY23	FY22
Geographical						
South Africa	R millions	51.7	58.7	49.7	46.0	28.5
International	R millions	4.4	0.5	0.1	–	0.2
Total	R millions	56.1	59.2	49.8	46.0	28.7
Per category						
Education and skills development ¹	R millions	52.4	55.3	39.0	41.4	23.6
Food security	R millions	3.1	0.9	10.8	4.5	–
Community	R millions	0.6	3.0	–	1.0	5.1
Sport	R millions	–	–	–	–	–
Total	R millions	56.1	59.2	49.8	46.0	28.7

¹ Includes loan funding to the emerging farmer project whereby Omnia provides production input loans to farmers.

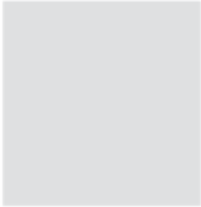
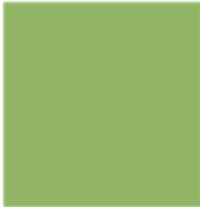
Despite a year characterised by several macroeconomic challenges and other external pressures, our business demonstrated its resilience and agility by delivering a strong performance.



Business portfolio review

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Agriculture

What we do

Omnia's Agriculture business manufactures and trades in granular, liquid and speciality fertilizers, humates and other biostimulants, as well as providing value-added services and solutions to customers through its operations in South Africa, Southern and East Africa, Australasia, South America (Brazil) and the USA.

This segment is supported by our Nutriology® model that focuses on the science of growing and combining scientific crop nutrition with specialised on-farm advisory support. In addition, Omnia invests in infrastructure, supply chain and production facilities that are closely monitored to ensure balance between volumes and margins realised from the market. We aim to grow our biostimulant distribution by expanding into new markets in Asia-Pacific, the Middle East and Europe, while growing existing markets.

Our Agriculture segment comprises three operating divisions: RSA, Rest of Africa and International.

Top related risks

- Country risk and regional stability
- Supplier and customer concentration
- Macroeconomic challenges
- Critical infrastructure failure
- Climate change and variability

Top related SIROs

- Climate resilience and adaptation
- Environmental management
- Water stewardship
- Customer engagement and partnerships
- Mitigating country risk and legal compliance



See our [footprint map](#) and [Manufacturing and supply chain](#) to see the markets in which our Agriculture segment is active.



To read about safety performance and employee matters in our Agriculture segment, see the section [Empowering employees](#) in the [ESG Report](#).



Key features of FY26

- Agriculture segment performed strongly, driven by solid results in South Africa and a robust recovery in the Rest of Africa
- Improved safety performance
- Operating profit up 27.5% to R1 251 million (FY25: R981 million) with an improved operating margin of 9.6% (FY25: 8.5%)
- GHG emissions reduced to 171 886.90 tCO₂e in Scope 1 and Scope 2 (FY25: 179 655.90 tCO₂e)
- 1 509 megalitres of water consumed (municipal plus groundwater) (FY25: 1 437 megalitres)

Operating performance

A strong performance by the Agriculture segment in FY26 was driven by focused customer-centric execution, volume growth and favourable agronomic conditions.

Omnia's operating model continued to be a key differentiator, enabling its Agriculture businesses to effectively navigate infrastructure constraints, through its integrated manufacturing and supply chain facilities and route-to-market execution. This ensured reliable customer supply, improved operating efficiencies and volume growth.

In the **Agriculture RSA** division, the Nutriology® model remained central to customer engagement. Agile execution supported volume growth and sustained a stronger sales performance. Favourable agronomic conditions extended planting windows supported by positive customer sentiment.

The **Agriculture Rest of Africa** division delivered a strong performance, underpinned by a recovery in volumes and improved margins in Zambia and Zimbabwe, supported by improved economic and trading conditions. Disciplined execution of operating model changes and currency gains in Zambia further supported the performance.

The **Agriculture International** business delivered a mixed performance. Export volumes from Australia remained a key driver of growth in biostimulant sales, with the Morwell manufacturing facility delivering record production volumes. Australian domestic market conditions were constrained, owing to less favourable agronomic conditions. Currency volatility also impacted performance. The modular expansion of the humate drying facility in Australia will position the business for future growth.

In Brazil, ongoing market pressure from weak farmer sentiment and tight credit conditions continued. US volumes increased as the business made progress towards implementing a scalable distribution model, supporting growth.

Safety performance

Safety remains a priority with the Agriculture segment recording an improved RCR of 0.22 (FY25: 0.33). Process safety enhancements contributed to a reduction in the FER measure to 0.13 (FY25: 0.30).

Financial performance

Revenue increased by 13.1% to R13 053 million (FY25: R11 541 million) driven by higher volumes and improved pricing in South Africa and the Rest of Africa.

Operating profit increased by 27.5% to R1 251 million (FY25: R981 million): and operating margins improved to 9.6% (FY25: 8.5%).

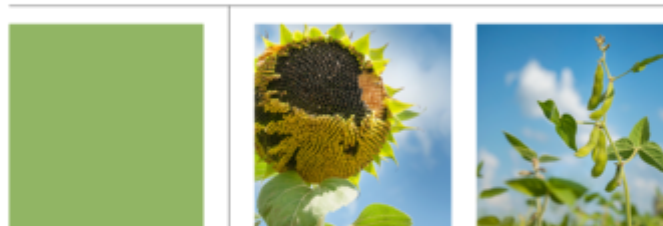
Net working capital increased to R2 186 million (FY25: R1 652 million), reflecting higher receivables from elevated sales and inventory linked to earlier stock procurement in response to global supply uncertainty.

Agriculture RSA's net revenue increased by 8.3% to R9 438 million (FY25: R8 715 million) due to higher volumes and higher average prices. Operating profit for the period decreased by 4.7% to R844 million (FY25: R886 million) due to lower manufacturing recoveries following an extended supplier shutdown in 1HY26 and a non-recurring asset sale in the prior year. Operating margins decreased to 8.9% (FY25: 10.2%).

Agriculture Rest of Africa's net revenue increased by 34.1% to R2 960 million (FY25: R2 208 million), with a strong rebound in volumes and gross profit in Zambia and Zimbabwe. Operating profit for the year increased to R260 million (operating loss FY25: R62 million) and operating margins increased to 8.8% (FY25: (2.8)%), benefitting from the appreciating Zambian kwacha.

Agriculture International's net revenue increased by 6.0% to R655 million (FY25: R618 million) with a strong performance from Australian exports offset by a subdued performance in Brazil. Operating profit, which includes the impact of currency volatility and mobilisation costs in the USA, decreased by 6.4% to R147 million (FY25: R157 million). Operating margins decreased to 22.4% (FY25: 25.4%).

Agriculture *continued*



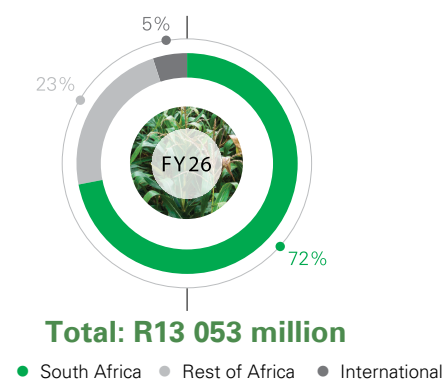
Operational performance		FY26	FY25	% change
Production (incl. intermediary products)	tonnes	3 439 959	3 397 474	1
Number of retail outlets (Rest of Africa)		31	33	(6)
Number of employees		1 449	1 478	(2)
RCR		0.22	0.33	33
FER rate		0.13	0.30	(57)

Financial performance				
Net revenue	Rm	13 053	11 541	13
Operating profit	Rm	1 251	981	28
Operating margin	%	9.6	8.5	13
Profit before taxation	Rm	1 188	901	32
Net controlled assets	Rm	6 184	5 667	9
NWC ¹	Rm	2 186	1 652	32
NWC to revenue ratio	%	16.7	14.3	17
Return on net controlled assets	%	20.2	17.3	17

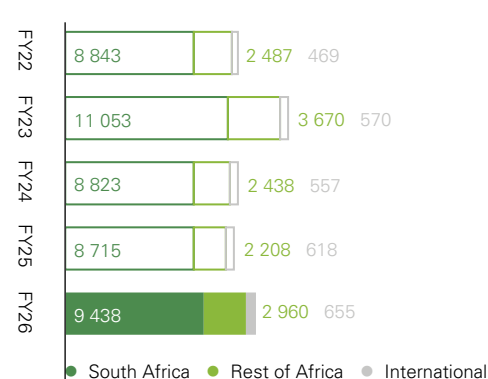
¹ Net working capital includes supply chain financing.



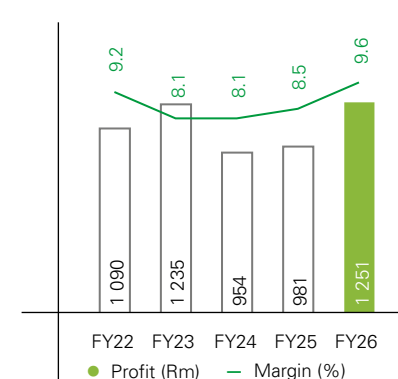
Contribution by market to segment revenue (Rm)



Revenue mix (Rm)



Operating profit and margin



Outlook FY27

The long-term outlook for agriculture remains positive, driven by population growth and urbanisation. The Agriculture segment is well positioned to deliver across its regional portfolio, supported by its differentiated offerings, increasing market share across SADC, and disciplined execution, despite a more complex operating environment.

Strategic investments, expanded participation in the global biostimulants market through upstream partnerships, increased manufacturing capacity and international distribution are expected to support improved market penetration and growth.

Manufacturing and supply chain capabilities remain key enablers of operational resilience and customer service, with a continued focus on ensuring supply security, improving efficiencies and optimising working capital. This is supported by a strong, integrated asset base and proactive supplier management, particularly across the ammonia value chain, to mitigate ongoing global supply and infrastructure-related risks.

Omnia's proprietary Nutriology® model remains central to its value proposition, driving on-farm productivity and enhancing customer returns through tailored, science-based solutions, supporting an improved product mix and growth in higher-value segments.

This segment will continue to focus on cost discipline, operational efficiency and targeted growth initiatives, leveraging its strong market position, customer relationships and integrated capabilities to sustain margin resilience.

For Agriculture RSA, the next financial period is expected to be more volatile, with farmer affordability under pressure from elevated input costs driven by ongoing global uncertainty and geopolitical tensions, together with softer grain prices and biosecurity-related challenges. The business is using its integrated capabilities and Nutriology® model to mitigate these risks in support of continued operational resilience and customer value.

Rest of Africa is well positioned to expand its retail footprint and distribution partner network, benefitting from the enhanced operating model capabilities. The operating environment, however, remains complex, characterised by supply chain constraints, competitive intensity and currency volatility.

The Agriculture International division is expected to deliver growth, supported by the expansion of its AgriBio offering and wholesale distribution footprint across existing and new markets, including new partnerships to extend market reach in the USA, positioning the business to benefit from rising demand for sustainable agricultural solutions.

Mining

What we do

Omnia's Mining business, BME, is a leading manufacturer and supplier of explosives, technical services, mining chemicals and value-add technology to the mining, quarrying and construction industries.

BME supplies a range of innovative solutions to enhance mining yields, blasting and rock breaking optimisation, specialist products and technical support services to mineral processing plants for mineral recovery optimisation.

The rebranding of Protea Mining Chemicals as BME Metallurgy and its integration into BME in FY25 further strengthens our value proposition to customers by enhancing our ability to deliver end-to-end mining and chemical solutions.

Our products and services provide efficient, safe solutions for mining operations, while reducing the environmental footprint and social impacts of mining operations.

Our Mining segment comprises two operating divisions: RSA and International.

Top related risks

- Country risk and regional stability
- Supplier and customer concentration
- Macroeconomic challenges
- Critical infrastructure failure
- Climate change and variability

Top related SIROs

- Energy management, energy transition and climate resilience
- Innovation and technology
- Supply chain and logistics management and resilience
- Geopolitical market impacts



See our [footprint map](#) and [Manufacturing and supply chain](#) for the markets in which our Mining segment is active.

To read about the safety performance and employee matters in our Mining segment, see the section [Empowering employees](#) in this report as well as the [ESG Report](#).



Key features of FY26

- Mining segment remained resilient, benefitting from a strong customer value proposition and contract wins across SADC
- Increase in RCR due to two incidents
- Operating profit increased by 1.4% to R1 145 million (FY25: R1 129 million), operating margin decreased to 11.7% (FY25: 12.4%)
- GHG reduced to 13 934 tonnes CO₂e (Scope 1 and Scope 2) (FY25: 18 418 tonnes CO₂e)
- 60 megalitres of water consumed (municipal plus groundwater) (FY25: 58 megalitres)

Operating performance

The Mining segment delivered a resilient performance in a complex operating environment, characterised by trade and foreign exchange volatility, cost inflation, weather-related disruptions and weakening coal and diamond markets. Omnia's integrated manufacturing and supply chain capability supported reliable supply to customers.

Mining strengthened its technology propositions through partnerships and leveraged its annual Technical Summit to showcase its thought-leadership and to share knowledge and experience with customers and industry stakeholders.

Mining RSA's production volumes increased on strong demand in the iron ore and platinum markets, as well as through contract extensions and organic growth. This was offset by the downturn in the diamond market, volatility in the coal sector and higher rainfall periods.

Mining International continued strong demand in SADC for both BME Blasting Solutions and BME Metallurgy. Operating profit decreased primarily due to foreign exchange losses in Zambia, driven by the strengthening of the kwacha against the US dollar.

In West Africa, strong demand in Mali continued, offsetting the decline in overall volumes due to the suspension of operations at a mine in Sierra Leone and another reaching its end of life in Mauritania. In Southern Africa, BME Blasting Solutions and BME Metallurgy won a combined new contract in Malawi.

Indonesia contributed positively to overall performance, although this was offset by contract curtailments owing to delays in mine licence approvals. The joint venture also received ISO accreditation during the year, a significant milestone for the region.

In Canada, our non-electric and electronic detonator plants have been commissioned, although performance was impacted by the slower-than-expected receipt of regulatory certifications for detonators. Approvals were received in the latter part of the year, marking a significant milestone.

The strategic partnership with Hypex Bio progressed well, with the hydrogen peroxide emulsion plant at the Nairn facility currently in the process of cold commissioning. The rollout of this flagship offering has attracted vast interest in the region.

The AXXIS™ electronic detonator assembly plant in Kalgoorlie, Western Australia, was commissioned and in-country manufacturing has begun. Additional infrastructure development and partnership opportunities are being evaluated to accelerate market expansion.

BME Metallurgy delivered strong results from increased sales driven by its customer value proposition and improved product mix.

Safety performance

The segment reported an RCR of 0.08 (FY25: 0.00). This increase follows two unfortunate incidents after three recordable injury-free years. The focus remains on strengthening overall SHEQ performance by reinforcing a culture of safety accountability and the continued emphasis of safety protocols to ensure that safety is deeply engrained in daily operations.

Financial performance

Revenue increased by 7.6% to R9 816 million (FY25: R9 121 million), supported by higher volumes and enhanced product mix.

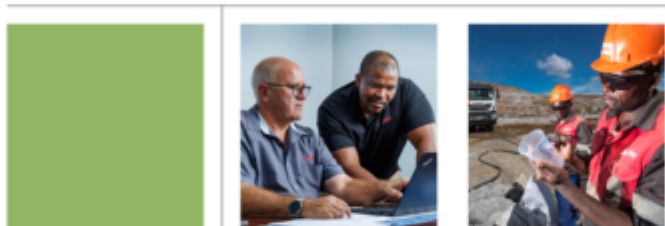
Operating profit increased by 1.4% to R1 145 million (FY25: R1 129 million) despite significant currency volatility in Zambia and business mobilisation costs. Operating margin decreased to 11.7% (FY25: 12.4%).

Net working capital decreased by 0.6% to R1 622 million (FY25: R1 632 million), with inventory levels, debtors and creditors well-managed.

Mining RSA's net revenue increased by 9.8% to R4 402 million (FY25: R4 009 million), while operating profit increased by 7.8% to R509 million (FY25: R472 million), benefitting from volume growth. The operating margin came under pressure from higher input costs and decreased slightly to 11.6% (FY25: 11.8%).

Mining International's net revenue increased by 5.9% to R5 414 million (FY25: R5 112 million) underpinned by strong demand in SADC. Operating profit decreased by 3.2% to R636 million (FY25: R657 million) and the operating margin decreased by 9.3% to 11.7% (FY25: 12.9%) primarily due to foreign exchange losses in Zambia, driven by the strengthening of the kwacha against the US dollar and continued mobilisation in Canada and Australia.

Mining *continued*



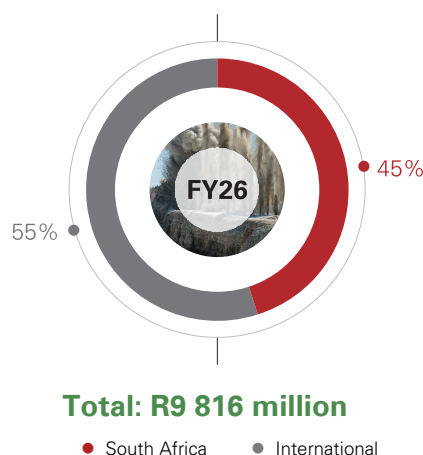
Operational performance		FY26	FY25	% change
INNOVEX™	tonnes	448 204	429 103	4
Distribution volumes: Mining Chemicals	tonnes	233 246	210 790	11
Number of employees		1 740	1 803	(3)
RCR		0.08	0.00	100
FER rate		0.04	0.04	—

Financial performance				
Net revenue	Rm	9 816	9 121	8
Operating profit	Rm	1 145	1 129	1
Operating margin	%	11.7	12.4	(6)
Profit before taxation	Rm	1 143	1 133	1
Net controlled assets	Rm	3 180	3 158	1
NWC	Rm	1 622	1 632	(1)
NWC to revenue ratio	%	16.5	17.8	(7)
Return on net controlled assets	%	36.0	35.8	1

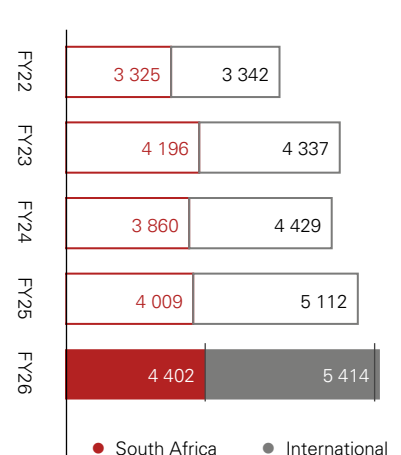
FY25 INNOVEX™ tonnes restated to include global regions excluding Indonesia
FY25 FER was restated to 0.04. The reported Group FER remains unchanged.



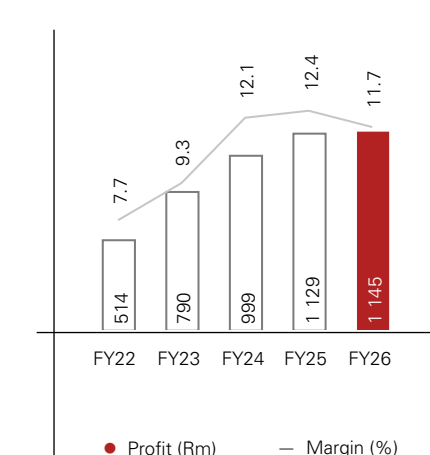
Contribution by market to segment revenue (Rm)



Revenue mix (Rm)



Operating profit and margin



Outlook FY27

Supported by a rising demand for minerals linked to urbanisation and decarbonisation, the long-term outlook for mining remains positive. These structural trends create opportunities that are strengthened by our focus on innovation, sustainability and international expansion.

Our Mining segment remains well positioned to deliver sustainable growth despite a persistently complex operating environment. The segment's diversified geographic footprint, investment in international growth, integrated manufacturing and supply chain capabilities and long-standing customer relationships provide resilience and flexibility, enabling Mining to respond effectively to market shifts.

In South Africa, BME's outlook remains positive despite the mining sector being under pressure. This is supported by strong diversification across commodities, most of which have strong underlying long-term fundamentals.

Demand across the broader SADC region is expected to remain robust, particularly in copper, uranium and battery-related minerals. The successful onboarding of a new customer in Malawi positions BME Blasting Solutions and BME Metallurgy well for further opportunities as uranium market fundamentals continue to strengthen.

Growth in Indonesia is expected to be driven by diversification into metal commodities, the gradual normalisation of regulatory approvals and increasing adoption of differentiated technologies. The business will maintain close oversight of the potential implications of production quotas on coal and nickel output.

In Australia, in-country detonator assembly will underpin volume growth and strengthen BME's competitive positioning, while other infrastructure and partnerships are being explored.

In North America, continued progress on licensing, underground trials and the commercial deployment of hydrogen peroxide emulsion technology through the Hypex Bio partnership are expected to unlock new growth avenues.

BME Metallurgy is well positioned to benefit from favourable uranium market fundamentals, ammonia derivative demand and an improved product mix, while continuing to pursue disciplined expansion across selected international markets, ensuring diversification across commodities.

BME remains focused on executing its diversification strategy to grow sustainably across core and adjacent markets, leveraging innovation, technology partnerships, and operational excellence. The emphasis will remain on safety leadership, disciplined capital deployment, and delivering integrated solutions that support customers' productivity, cost efficiencies and ESG objectives.

Chemicals

What we do

Our Chemicals segment manufactures and distributes specialty, functional and effective chemicals and solutions, serving both South African and export markets.

This segment consists of Bulk Trade and Water Care which supplies technical and product application support and SHEQ-related services to the water sector.

The Chemicals segment's manufacturing facilities in South Africa are in Johannesburg, Durban and Cape Town.

Top related risks

- Supplier and customer concentration
- Macroeconomic challenges
- Operational continuity and efficiency management
- Safety performance, ESG strategy and stakeholder expectations

Top related SIROs

- Ensuring safety, health and well-being
- Business resilience and operational efficiency
- Customer engagement and partnerships
- People and asset security and critical incident management

Key features of FY26

- The Chemicals segment substantially concluded its business line rationalisation programme during the year
- Operating profit improved to R4 million (FY25: an operating loss of R133 million)
- 40 megalitres of water consumed (municipal) (FY25: 51 megalitres)

Operating performance

The Chemicals segment continued to execute its strategy to streamline the business, release capital and sustainably improve financial performance, while maintaining a strong focus on safe operations.

The rationalisation of unprofitable product lines was substantially completed and associated sites closed while the disposal of the profitable Water Care business remains a key focus

The Bulk Trade business benefitted from the consistent supply of ammonia derivatives and stronger demand for bulk liquids. Water Care delivered a meaningful improvement in profitability, supported by new contract wins and improved margins, despite challenges related to raw material shortages and logistics disruptions.

Safety performance

There were no process safety incidents and one recordable injury during the financial year.

Financial performance

Chemicals' net revenue decreased by 38.3% to R1 331 million (FY25: R2 156 million), driven primarily by product line rationalisation. Despite incurring costs associated with the rationalisation process, the segment returned to profitability, generating an operating profit of R4 million (FY25: operating loss of R133 million). Operating margin increased to 0.3% (FY25: (6.2)%).

Net working capital decreased by 37.1% to R265 million (FY25: R421 million), reflecting the impact of product line rationalisation and a strategy to release capital.



See our [footprint map](#) and [Manufacturing and supply chain](#) to see the markets in which our Chemicals segment is active.

To read about the safety performance and employee matters in our Chemicals segment, see the section [Empowering employees](#) in this report as well as the [ESG Report](#).



Chemicals *continued*

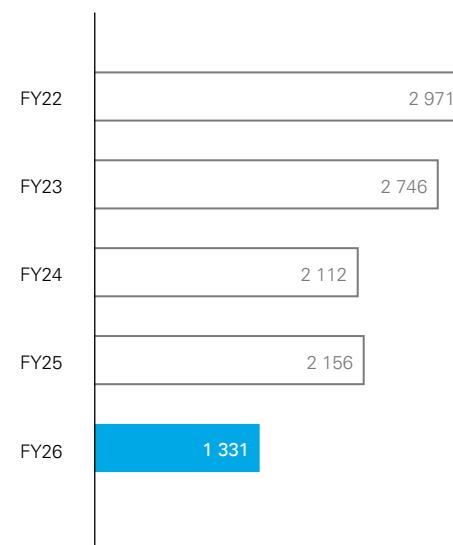


Operational performance		FY26	FY25	% change
Distribution volumes	tonnes	130 234	183 903	(29)
Number of employees		100	352	(72)
RCR*		0.37	0.17	>100
FER rate		0.00	0.00	–
Financial performance				
Net revenue	Rm	1 331	2 156	(38)
Operating (loss)/profit	Rm	4	(133)	>100
Operating margin	%	0.3	(6.2)	>100
Profit/(loss) before taxation	Rm	1	(139)	>100
Net-controlled assets	Rm	458	637	(28)
NWC	Rm	265	421	(37)
NWC to revenue ratio	%	19.9	19.5	2
Return on net controlled assets	%	0.9	(20.9)	>100

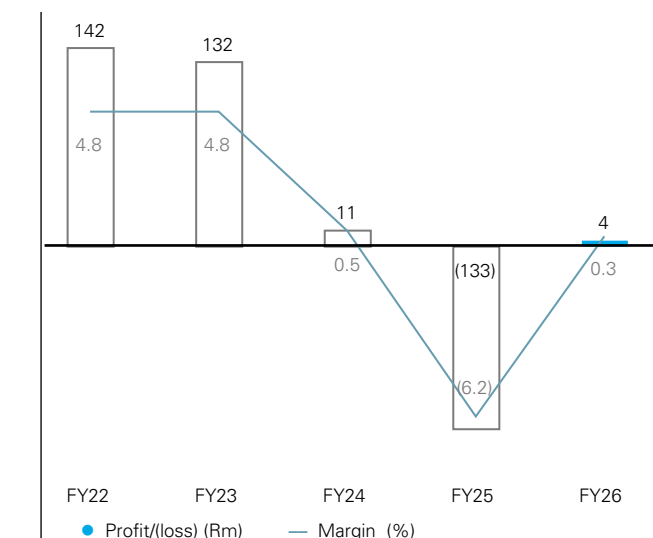
* Impacted by reduction in exposure hours, and one incident in the 12-month period.



Revenue mix (Rm)



Operating profit/(loss) and margin



Outlook FY27

South Africa's industrial sector's outlook is cautiously optimistic with potential growth supported by improved energy availability, port and rail logistics and market demand, which together underpin the demand for industrial chemicals.

The segment's asset disposals are expected to be completed in FY27 while we continue to explore the sale of the profitable Water Care business. We continue to leverage Omnia's supply chain capability to scale the Bulk Trade business to ensure continued sustainable returns.



Manufacturing and supply chain

What we do

Our vertically integrated supply chain is the backbone of our Sasolburg manufacturing activities, servicing all three business segments and ensuring that we are consistently able to deliver high-quality products and services to our customers.

Our manufacturing and supply chain includes Southern Africa’s only fully integrated fertilizer and explosives manufacturing complex as well as 44 manufacturing, blending and packing facilities and 77 distribution centres across the globe.

For the Agriculture business, we manufacture granulated fertilizers containing nitrogen, phosphorus and potassium (NPK), and also import chemical compound fertilizers. Omnia also manufactures OmniCal™, a high-value granulated calcium nitrate product for the agricultural export market. Our granulation and nitrophosphate technologies have enabled us to manufacture a high-quality chemical compound fertilizer. The Sasolburg manufacturing facility also provides raw materials for the production of liquid fertilizer. Through liquid-blending facilities, strategically placed close to market, Omnia is well positioned to deliver quality products suited to the various agricultural segments in which we operate.

The manufacturing part of our operations also provides the feedstock we use in the Mining business to produce dual salt emulsion. The feedstock enables us to provide a more stable and environmentally responsible solution to our customers, compared to single salt emulsions based on ammonium nitrate only.

Our detonator manufacturing capability is founded on extensive research into advanced automation and assembly techniques, undertaken in collaboration with specialised assembly process integration partners. This has enabled the development of multiple fully automated robotic assembly lines that provide a scalable and standardised manufacturing platform. Compared with traditional assembly processes, these systems reduce operational variability and ensure consistent product quality and manufacturing performance, irrespective of production location. The capability supports future growth, operational efficiency and the reliable supply of high-quality initiation systems to our customers.

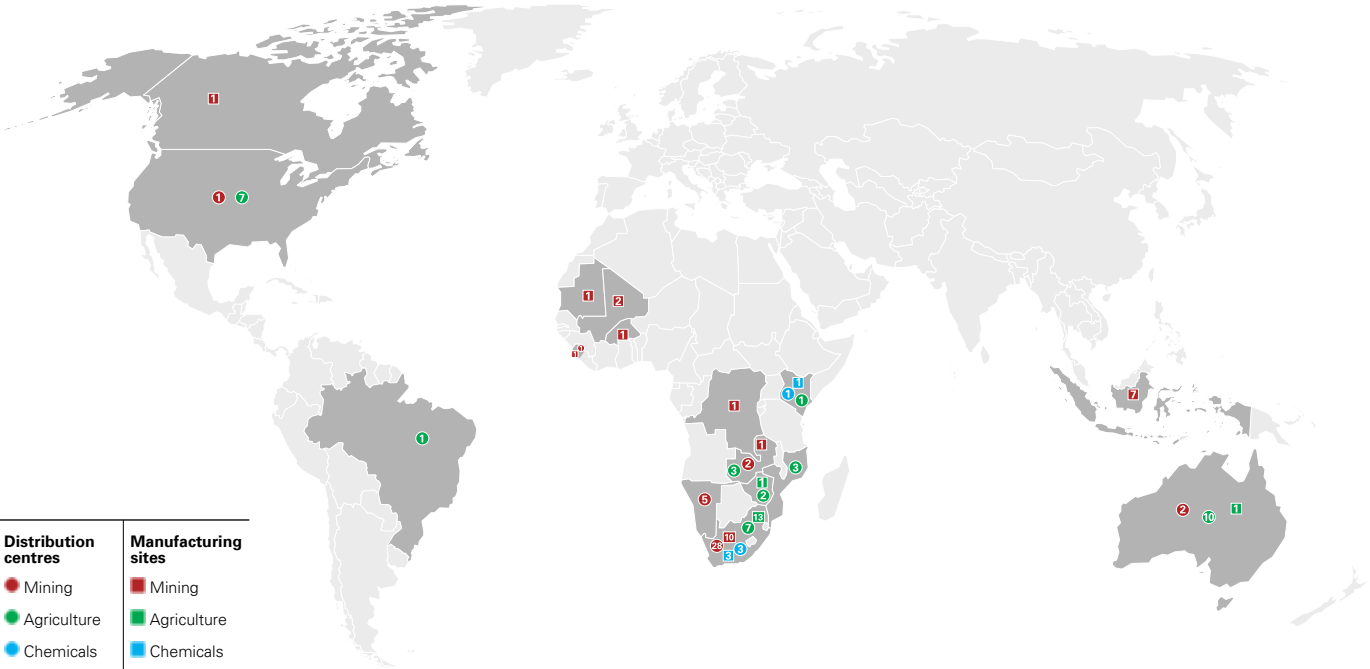
Integrating our manufacturing and supply chain capabilities has ensured that the business is able to cost effectively manufacture and distribute products.

Omnia’s integrated supply chain and manufacturing capabilities ensure a reliable supply of product to customers and reinforce Omnia’s competitive advantage. Ongoing investment in infrastructure, technology, global partnerships and operational efficiency support future growth.

Operating performance

Manufacturing

Our manufacturing and supply chain capability maintained reliable raw material and product supply despite a challenging environment.



Disruptions encountered included extended supplier shutdowns, unplanned municipal water outages and derailments, which increased supply and pricing risk. Cross-functional coordination enabled agile execution and higher production volumes in the second half of the year. Heightened geopolitical tensions in the Middle East contributed to intensified supply complexity at year end. These risks were mitigated by enhanced planning processes, inventory optimisation, diversified sourcing and market-aligned pricing.

Challenges encountered included maintenance shutdowns, operational disruptions and supplier constraints at the Sasolburg integrated manufacturing complex. Our earlier investment in a 5 000-tonne ammonium nitrate storage tank helped to strengthen supply security and resilience.

This doubled storage capacity with significant operational benefits realised during the extended supplier shutdown period. Key investments during the year included the upgrade of technology and debottlenecking infrastructure at the Sasolburg integrated manufacturing complex.

Investments at the Sasolburg integrated manufacturing complex improved reliability, availability and efficiency. Increased ANCN dual salt production capacity enhanced flexibility, while maintenance interventions reduced downtime and extended asset life. Ongoing logistics investments, including additional ammonia road tankers, are expected to further strengthen supply chain resilience.

ESG performance

ESG initiatives progressed with an additional 5 MW of solar capacity commissioned, reducing reliance on grid electricity and supporting cost efficiency and decarbonisation objectives. Capital has been approved for investment in an additional 3 MW solar capacity and a 15 MWh battery storage system to enhance energy resilience. The reverse osmosis plant continued to support water stewardship and supply security.

To read more about Omnia’s ESG performance and metrics, see our ESG Report 2026.

Outlook

Manufacturing and supply chain capabilities remain key enablers of operational resilience and customer service. Our focus remains on ensuring supply security, improving efficiencies and optimising working capital. This is supported by a strong, integrated asset base and proactive supplier management, particularly across the ammonia value chain, to mitigate ongoing global supply and infrastructure-related risks.

The securing of raw materials and management of price risk remain critical to our integrated supply chain.

Research, development and innovation to sustain our business

What we do

Innovation and intellectual capital are important contributors to the success of our business, helping us add value to the products, services and solutions we offer our customers.

As part of our commitment to continuous innovation, we have embedded research, development and innovation (RDI) capabilities into every aspect of our business. As part of this commitment, Omnia fosters a culture of collaboration and knowledge generation in a responsible manner that decreases our environmental footprint, while developing sustainable solutions.

In doing so, the business has been able to address several challenges over the years, while simultaneously enhancing our market offerings.

The business’s commitment to RDI reflects our purpose of innovating to enhance life, together creating a greener future.

Our RDI function fulfils a crucial role in maintaining a competitive advantage across Omnia, exploring new and sustainable methods of operating our business, enhancing existing products and services, and supporting field marketing efforts. RDI priorities include managing laboratory functions, field trials, technology application and core competency development. We also ensure that we manage and document RDI procedures and processes while protecting information through patents as part of our intellectual property management.

Our commitment to RDI is supported by each business segment’s Centre of Excellence (CoE) which prioritises and coordinates our research, development and innovation work. An important aspect of the work done by these CoEs is the management of relationships with external stakeholders, including universities and those in the engineering industry. Guided by our RDI acquisition framework, the CoEs also focus on investment opportunities.

Our RDI team includes PhD and MSc professionals in applied sciences and chemistry.



See the [Manufacturing and supply chain](#) section for more information.

Macroeconomic environment

Omnia operated against a backdrop of ongoing supply chain disruptions and geopolitical uncertainty in FY26. The macroeconomic environment has highlighted the need to have a strong innovation and RDI culture.

Competition for technical skills such as chemists, technicians, electronic and chemical engineers, as well as software developers, has intensified. However, we are committed to enhancing our RDI.

The growing imperative to position ESG at the centre of our work continues, which has spurred research and development and fuelled innovation throughout our business.



Read more about our external operating environment in the section entitled [External operating context and market drivers](#) and for employee matters, see our [ESG Report](#).

Operating performance

Our direct investment in RDI initiatives in FY26 totalled R12 million (FY25: R14 million). The investment funded several projects and initiatives within software development, innovative blasting solutions and differentiated systems, incorporating artificial intelligence and digital integration.

Trademarks and patents – status

		FY26	FY25	FY24	FY23	FY22
Trademarks	Registered	1 360	1 251	1 205	1 116	1 019
	Pending application	274	195	109	200	185
Patents	Registered	14	14	15	13	13
	Pending application	2	2	14	14	12
Designs	Registered	3	3	7	7	7

Agriculture

Our agriculture-related RDI focuses on the following three areas:

Manufacturing

Our manufacturing function’s RDI projects include advancing the biostimulant sector, providing market-facing divisions with science-based insights, developing new technologies and offering technical support across manufacturing facilities.

We are committed to providing evidence-based products, enhancing our marketing with data on product effectiveness, application and safety. As part of this commitment, we have prioritised biostimulant research to enhance crop production using biostimulant products.

The business also develops new formulations for regulatory approval, conducts field and greenhouse trials, and also evaluates alternative raw materials as part of our plant nutrition offering.

Analytical laboratory

Using RDI-driven technology, our Sasolburg analytical laboratory conducts c. 45 000 analyses a month for our agriculture manufacturing facilities and analyses up to 6 000 soil samples a day during peak season.

Some of the work currently underway at the laboratory involves:

- Use of Laser Induced Breakdown Spectroscopy (LIBS) technology for comprehensive soil nutrient analysis, the only one of its kind in the world, to determine chemical and physical soil properties. This technology helps reduce costs while improving laboratory efficiency
- Demand increased for soil lab services, where we processed a total of c. 401 000 soil tests in FY26 (FY25: c. 390 000)
- Expanded use of the LIBS technology to analyse plant tissue
- Rollout of mid-infrared (MIR) instrumentation for sap analysis

Nutriology® solutions

These specialised solutions leverage integrated technology, knowledge and innovation to manage the entire crop lifecycle to enhance yield, minimise production risks and boost farmers’ investment returns. The emphasis is on holistic agricultural crop growth through the development and application of specialised products.

Current product focus areas include the development of nitrogen use efficiency solutions for monitoring, evaluating and remediating maize and wheat crops; the use of real-time data analysis to optimise irrigation and nutrient application; and implementing a unique remote sensing and monitoring satellite solution (Super-5™).

Agriculture technology

The focus of our AgTech service is based on market research, customisation, collaboration, resourcing and product commercialisation to support:

- Precision farming
- Development of sensing systems and robotics to reduce the amount of pesticides, resulting in environmental benefits
- Collection, processing and analysis of data to optimise field spatial variability
- Long-term yield monitoring for effective risk management and fertilization strategies
- Collaboration with a prominent AI-focused agricultural solution developer
- Implementation of sensing and geo-referenced solutions for real-time detection and analysis

Research, development and innovation to sustain our business continued

Mining

Our Mining RDI prioritises product and process development as well as technology innovations to enable operational efficiency, sustainable mining and Internet of Things (IoT) integration for all stakeholders to conduct safer and more cost-effective blasts. We do so by providing mining customers with an easy, effective digital platform to monitor, analyse and report on. The platform helps to integrate bulk emulsion value benefits, realise precision and accuracy with its AXXIS™ electronic initiation systems and control drill and blast data, all of which helps to improve customers' mining efficiencies and productivity.

Sustainable Explosives Innovation and Circular Resource Development

A key focus area of BME's research, development and innovation programme during FY26 was the advancement of more sustainable bulk emulsion technologies through the increased use of recycled fuel sources. Significant research and formulation development efforts were directed at maximising the incorporation of recovered used oil within the Company's commercial INNOVEX™ bulk emulsion product range, reducing dependence on virgin fuel inputs while maintaining the safety, performance and reliability standards required by the mining industry.

Supporting Omnia's broader sustainability objectives, BME's RDI teams continued to investigate alternative recycled fuel sources with the long-term objective of replacing conventional fuel components with circular-economy alternatives wherever technically and commercially feasible. This work required extensive laboratory research, formulation optimisation, performance validation and operational trials to ensure consistency across diverse mining environments and climatic conditions.

The programme achieved a significant milestone during the year, with used-oil consumption exceeding two million litres per month across BME's operations. In parallel, multiple new INNOVEX™ formulation variants were developed to support expansion into new geographic markets and address challenging operating conditions, while further increasing the use of recycled materials within the product portfolio.

In addition to fuel substitution initiatives, BME's innovation efforts were directed towards increasing the localisation of critical raw material supply chains. Research programmes focused on identifying, qualifying and developing local alternatives for selected imported materials used in explosives manufacture, with the dual objectives of strengthening supply chain resilience and reducing the environmental footprint associated with the transportation of raw materials. These initiatives support both regional economic development and the creation of a more sustainable and secure manufacturing ecosystem.

Through these combined efforts, BME continues to position itself at the forefront of sustainable explosives technology, leveraging innovation to create environmental value, enhance supply chain security and deliver high-performance solutions to mining customers globally.

Our Mining business's premium electronic initiation system, AXXIS™, continued to evolve with features that are forecast to position it as a superior product in the market.

Focus areas continue in the digital and evolving blasting solutions avenues, which are seen as critical elements to empower our customers with data and value across the complete value chain of their operations.

AI tools for Mining

Significant progress has been made with a market-leading technology partner to embed and co-develop AI-enabled blasting and mine performance solutions. These solutions ensure that BME's innovative technologies are embedded across the mine-to-mill value chain.

In FY26, Omnia continued exploring the use of AI tools for the Mining segment. These included:

- BLASTMAP™, a blast planning, design and analysis software application used in surface and underground mining. The digital tool has simulation and prediction features, for blast planning. Together with the Mining segment's XPLOLOG™ and AXXIS™ systems, BLASTMAP™ provides planned data overlapped by actual data to make informed decisions and optimise blast outcomes.
- XPLOLOG™ is a field application Logger which is a device used in the field to capture data of activities performed on a hole and deck level. It also provides analytics for users to monitor progress in real-time. XPLOLOG™ is an important tool for measuring planned values against actual values. The data helps track accountability for quality, customer billing and inventory forecasting for operational efficiency management
- XPLOCHARGE™ enables our business and customers to take advantage of the latest digital technology available to optimise and automate the charging process. The XPLOCHARGE™ control panel provides safety and operational advantages for customers and employees. The integration between our software suite of products also decreases charging time per hole and provides an instant view of the volume of explosives that have been discharged, allowing for data accumulation for effective reporting and improved decision making.
- XPLOSMART™ is an expanded digital offering to better meet the needs of customers who demand data-rich, integrated solutions. Its advanced capabilities in AI-driven analytics and drone-based 3D photogrammetry enable the delivery of more accurate blast predictions and optimised outcomes positioning our Mining segment as a technology-forward partner in the drill and blast industry. XPLOSMART™ enhances customer value with several modules suited for varying challenging mine conditions.

In FY26, we created a cloud platform that centralises all our data. The platform can be accessed on any device and is an enabler of IoT integration, with a historical data repository that can be used by machine-learning models to provide analytics and insights for future blast predictions, bench optimisation and mining needs.

Outlook

Focus areas for FY27 include solving for enhanced efficiency and safety through automation, data integration and software systems. Our focus on digital integration also remains true such that we can empower our customers with data and integrated solutions. Our investment in RDI extends beyond product development and technological innovation.

Omnia will continue implementing key initiatives to deliver operational and production efficiencies. These provide the baseline for manufacturing standards for all Mining segment plants and equipment worldwide.



Our purpose – Innovating to enhance life, together creating a greener future – underpins our approach to sustainability and drives our efforts to create value for society and the environment.



Sustainability review

In this section

- 69 Our sustainability strategy
- 70 ESG performance – a summary



Our sustainability strategy

Omnia believes that sustainability is a strategic imperative that should sit at the core of business decisions, and an operational priority – driving efficiencies by doing the right thing. The integration of sustainability is crucial for future-proofing our operations and thriving in a rapidly changing global landscape.

We are guided by the principle that the responsible use of resources, responsive environmental preservation and operating in a safe and responsible manner protects our employees, communities and the environment while supporting economic sustainability.

By prioritising sustainable business practices, we are better positioned to succeed as a business and to contribute meaningfully, now and in future. Importantly, it is our way of creating a positive and lasting impact, as we live our purpose and shape our future. The value proposition for integrating sustainability into core business operations is to enhance Omnia's advantage and value creation. Strengthening both our competitive advantage and ability to create and sustain value are essential as we embark on our growth plans.

The information in this section of our report summarises the material sustainability information in relation to our people, social and environmental impacts. For more detailed information on these and other sustainability matters, please see our ESG Report 2026.

Our ESG Report 2026 was prepared with reference to:

Global Reporting Initiative (GRI) Standards 2021 – see GRI content index in the [ESG Report](#).



Sustainability Accounting Standards Board (SASB) standards, the Metals and Mining Industry Standard and the Chemicals Industry Standard: The SASB standards fall under the remit of the International Sustainability Standards Board (ISSB). See SASB content index in the [ESG Report](#).



Task Force on Climate-related Financial Disclosures (TCFD)

recommendations, now under the International Financial Reporting Standards (IFRS) Foundation. See summary in the [ESG Report](#).



United Nations Sustainable Development Goals (SDGs). See the [ESG Report](#) for details on our approach and contribution.



By prioritising sustainable business practices, we are better positioned to succeed as a business and in our contribution now and in the future.



ESG performance – a summary

Our ESG Report 2026 provides a comprehensive description of our sustainability and ESG approach, our targets, goals and commitments, our performance during the year and our expectations and plans for the year ahead.

While sustainability is embedded in everything that we do, we recognise that some stakeholders require more detailed and specific information, and hence the publication of this report at the same time as we publish our Integrated Annual Report. The following information is an extract from our ESG Report. The full report may be found online at <https://omnia.co.za/media/esg-report-2026.pdf>.

Our approach

Sustainability is integral to our purpose of innovating to enhance life, together creating a greener future. It shapes how we create value, manage risk, allocate capital and position our business for long-term success in a rapidly changing world.

During FY26, we continued to embed ESG considerations across our operations, products, services and value chains, recognising that responsible business practices are essential to maintaining competitiveness, strengthening resilience and delivering sustainable returns for our stakeholders. Our approach reflects a conviction that commercial success and sustainable development are mutually reinforcing, and that our ability to create value over the long term depends on how effectively we respond to the environmental and social challenges facing the industries we serve.

The year represented an important step in the implementation of our ESG strategy, broadening our focus beyond manufacturing operations to encompass the full lifecycle of our products and services.

The strategy was developed through an extensive review of our impacts, risks and opportunities, and was informed by stakeholder engagement, emerging regulatory requirements and evolving sustainability expectations. It continues to provide a framework for integrating sustainability into strategic decision making while enabling us to identify opportunities for innovation, operational improvement and value creation.

Our ESG framework is structured around four pillars – shaping the future, protecting the planet, enhancing lives and securing trust – which together provide a holistic approach to managing our most material sustainability matters and creating long-term value.

Through our double materiality assessment, we strengthened our understanding of the environmental and social impacts associated with our operations and products, as well as the ways in which external sustainability challenges may affect our business, financial performance and prospects. This process enabled us to prioritise the issues most critical to our long-term success and reinforced the importance of integrating sustainability considerations into our governance structures, risk management processes and growth ambitions.

Climate action, decarbonisation and resilience

Climate change remains one of the most significant sustainability challenges facing our business, our customers and broader society.

As a supplier to the agriculture and mining sectors, we recognise that our operations and value chains both contribute to and are affected by climate-related impacts. At the same time, we believe our products, technologies and expertise can play an important role in supporting more sustainable agricultural production, improving resource efficiency and enabling safer and more responsible mining practices. As a result, climate action is increasingly integrated into our strategy, governance, operational planning and investment decisions.

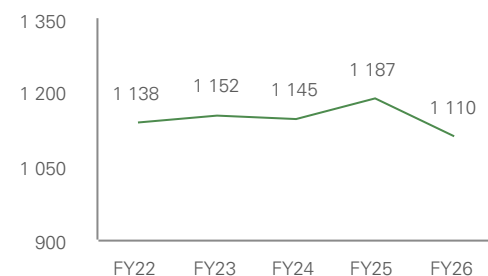
Our climate ambition extends beyond reducing our own environmental footprint. We aim to build a resilient business capable of responding to physical climate risks, while supporting customers in adapting to changing climatic conditions and transitioning to lower-carbon operating models. We view decarbonisation as both an environmental imperative and a strategic opportunity: one that can strengthen energy security, improve operational efficiency, reduce costs, increase resilience and support innovation throughout our value chain.

During FY26, climate considerations became more deeply embedded in our governance, risk management and investment decision-making processes. Climate-related performance indicators continued to be incorporated into management scorecards, while oversight of climate-related risks and opportunities remained a standing focus area for the SEC and executive leadership. This reflects our view that climate change is not solely an environmental issue, but a strategic business issue with implications for operational resilience, cost competitiveness, energy security and long-term growth.

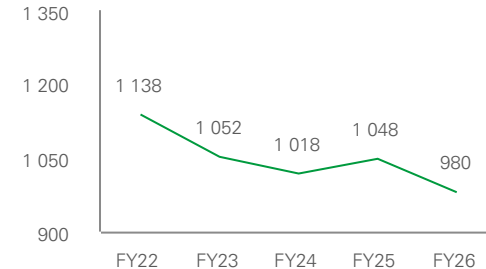
We continued to make meaningful progress against our climate objectives. Scope 1 and Scope 2 greenhouse gas (GHG) emissions declined to 188 172 tCO₂e, 16% down on our FY24 baseline, while GHG intensity improved to 0.047 tCO₂e per tonne manufactured. Net energy efficiency improved to 0.25 GJ per tonne manufactured, exceeding the trajectory required to achieve our FY30 target.

These improvements were achieved by a combination of improved operational efficiencies, process optimisation, reduced reliance on purchased steam and increased renewable energy generation. Importantly, we remain on track to achieve our FY30 target to reduce Scope 1 and Scope 2 emissions.

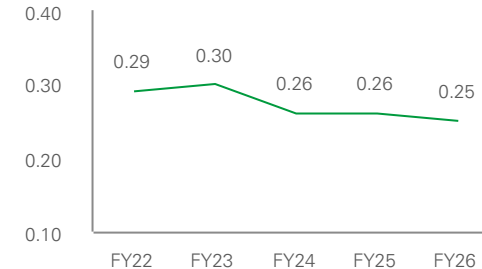
Energy use (TJ)



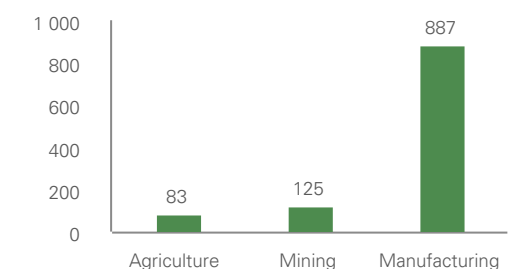
Net energy use (TJ)



Net energy use per tonne manufactured (GJ/t)



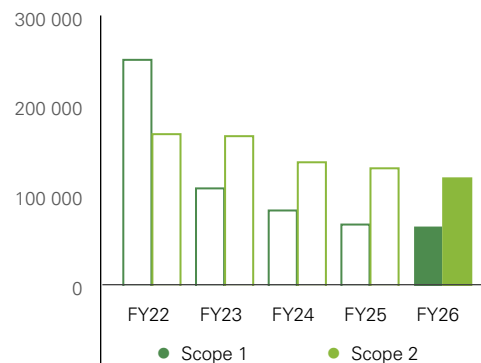
Energy use per segment (TJ)



ESG performance – a summary continued

Total GHG (Scope 1 and 2)¹

Total GHG (tCO₂e)



¹ GHG emissions and emissions intensity were restated to improve accuracy. The restatement reflects the use of a supplier-specific emission factor for purchased steam (Scope 2) and an updated calculation of CO₂ emissions from the calcium nitrate production process (Scope 1).

A significant contributor to this progress was our continued focus on energy management and renewable energy deployment. Renewable electricity generation from solar increased to 24 183 MWh, and renewable energy represented approximately 11% of our total energy consumption during the year. We continued to expand our renewable energy portfolio through solar and co-generation projects, while progressing further developments across South Africa and Zambia. These investments reduce emissions, improve energy security, reduce exposure to electricity price volatility and strengthen operational resilience.

One of the most significant milestones during FY26 was the completion of our first comprehensive Scope 3 emissions baseline.

Scope	%	Made up of:
Scope 1	36%	- Company facilities (Process plants and chemical manufacturing plants) - Company fleet
Scope 2	64%	- Purchased electricity - Purchased steam - Purchased heating and cooling for own use
Scope 3	Scope 3 baseline	- Category 1 Purchased goods and services - Category 2 Capital goods - Category 3 Fuel and energy-related activities - Category 4 Upstream transportation and distribution - Category 5 Waste generated in operations - Category 6 Business travel - Category 9 Downstream transport and distribution - Category 11 Use of sold products - Category 12 End-of-life treatment of sold products

This exercise expanded our understanding of climate impacts beyond our operational boundaries and identified key emissions sources across the value chain.

This baseline provides a foundation for future target setting, supplier engagement, product innovation and decarbonisation initiatives. It also represents an important evolution in our climate strategy, shifting our focus from operational emissions management to value-chain decarbonisation and broader climate accountability.

Our climate programme also delivered substantial progress in reducing process emissions. The advanced nitrous oxide abatement technology implemented at our nitric acid production facilities contributed to a reduction of approximately 1.04 million tonnes CO₂e in GHG emissions during FY26. This technology maintained destruction efficiencies of between 95% and 99%, demonstrating how targeted innovation and capital investment can deliver meaningful environmental benefits while supporting operational performance.

Climate resilience remains equally important. We continued to strengthen governance and risk management processes relating to physical climate risks such as droughts, flooding, severe weather events, energy insecurity and supply chain disruption. During the year, we progressed the development of a climate scenario analysis framework. This framework will support the assessment of how different climate scenarios may affect our customers, markets and operations, enhancing our ability to manage risks, identify opportunities, strengthen long-term resilience and align with IFRS S1 and IFRS S2.

External benchmarking continued to reflect progress in our environmental performance. During FY26, we maintained a CDP score of B for both Climate Change and Water Security, achieved a Sustainalytics ESG Risk Rating of 18.8 (Low Risk) and retained an AA rating from MSCI. These assessments reflect continued improvements in governance, risk management, environmental performance and disclosure quality.

Water stewardship

Water stewardship remains a strategic priority as we seek to improve water efficiency, increase recycling and strengthen long-term water resilience across our operations. Water is a critical resource for our manufacturing operations, agricultural customers and surrounding communities, and increasing climate-related pressures reinforce the need for its responsible management.

During FY26, we maintained a water-use efficiency at 0.40 kL per tonne manufactured while recycling or reusing 182 ML of water.

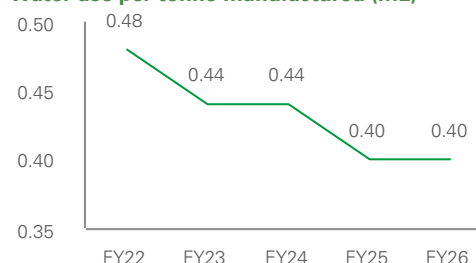
Significant effort was directed at strengthening water recycling infrastructure, integrating water stewardship into daily operational management and reducing our reliance on potable water sources. The reverse osmosis facility at Sasolburg continued to play an important role in reducing freshwater withdrawals through the treatment and reuse of cooling water. While operational difficulties affected performance during the year, remediation measures were implemented and optimisation of the facility remains a key priority. Since commissioning, the plant has recycled more than 369 ML of water and demonstrates the significant opportunity for water circularity within industrial operations.

We also enhanced water risk assessments across the business and continued evaluating opportunities to replicate successful recycling initiatives at additional sites. These investments and initiatives support our longer-term objective of reducing potable water consumption while improving resilience to future water-related risks.

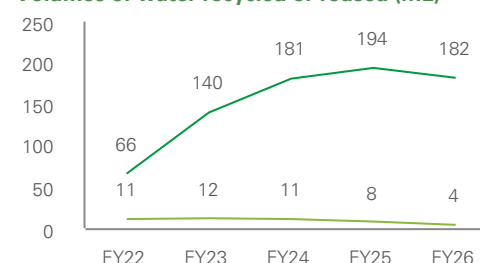
Water use (ML)



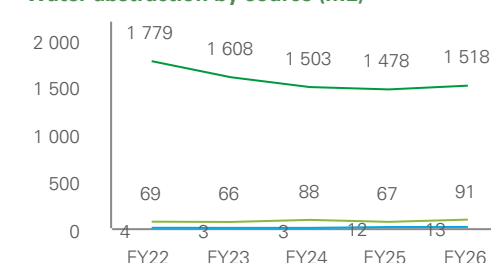
Water use per tonne manufactured (ML)



Volumes of water recycled or reused (ML)



Water abstraction by source (ML)



Recycled volumes

Percentage recycled

Municipal

Groundwater

River/streams

ESG performance – a summary continued

Biodiversity, waste and circularity

Our approach to biodiversity and ecosystem stewardship continued to evolve during FY26 as we sought to better understand nature-related dependencies, risks and opportunities across our operations and value chains. We completed a GIS-based biodiversity screening of operational sites against environmentally sensitive areas, providing a foundation for more informed decision making and future alignment with emerging nature-related disclosure frameworks.

Waste management and circularity remain important components of our environmental strategy. We continued implementing initiatives to reduce waste generation, strengthen waste segregation and improve recycling performance. Non-hazardous waste recycling increased by 19% during FY26, reflecting progress in operational practices and recovery initiatives.

We also advanced implementation of our Waste Management Code of Practice to improve consistency and governance across operations and support our objective of increasing circularity and reducing waste sent to landfill.

Enhancing lives

Our people remain central to our ability to safely deliver sustainable growth, operational excellence and innovation. Across our agriculture, mining and manufacturing businesses, we rely on skilled, engaged and resilient employees to support customers, drive innovation and execute our strategy. We therefore continue to invest significantly in safety, wellbeing, culture, leadership development and talent retention, while creating opportunities for employees and communities to grow and prosper alongside our business.

Safety, health and wellbeing

The safety, health and wellbeing of our employees, contractors and business partners remain our highest priority. We believe that sustainable business performance begins with protecting people, and we continue to work towards our goal of ensuring that everyone returns home safely every day.

During FY26, we strengthened our safety culture, governance and operational controls across the

Group, resulting in measurable improvements in safety performance despite operating in complex and often high-risk environments.

We reported zero fatalities during the year and improved several key safety indicators. Our recordable case rate improved to 0.16 from 0.20 in FY25, while our lost-time injury rate improved to 0.11 from 0.17. We also improved our fire, explosion and release rate, reflecting stronger process safety controls and greater operational discipline across our manufacturing and operational sites. In total, 19 operational sites renewed their ISO 45001 certification during the year, reinforcing our commitment to internationally recognised occupational health and safety standards.

A significant focus area during FY26 was strengthening organisational learning and safety governance. Following a serious incident at our Sasolburg operation, we commissioned an independent review of our safety management systems and operational risks. This resulted in a comprehensive improvement programme focused on investigation quality, contractor management, crisis preparedness, leadership accountability and critical risk controls. Most of the identified actions were implemented during the year and are now being embedded across the business to support long-term improvement.

We also undertook a Group-wide safety culture assessment covering our Agriculture, Mining and Manufacturing businesses. More than 2 200 employees and contractors participated, representing approximately 65% of the workforce. The assessment provided valuable insights into leadership effectiveness, workforce perceptions and behavioural drivers, creating a foundation for a long-term safety culture roadmap that will continue into FY27 and beyond.

Employee wellbeing remains an important aspect of our safety and people strategy. During FY26, we expanded occupational health surveillance, exposure monitoring and employee support programmes, while strengthening our Employee Assistance Programme. We also introduced an early mental health risk assessment tool that enables employees to confidentially assess potential anxiety and depression risks and access support services where required. Together with broader wellbeing initiatives, these interventions are helping build a healthier, safer and more resilient workforce.

Building capability and developing future talent

Developing talent and critical skills remains a strategic priority for Omnia. During FY26, we invested more than R49 million in learning and development initiatives, with 2 331 employees participating in training and development programmes across the Group. This investment supports our ambition to build a future-ready workforce capable of responding to technological change, increasing sustainability demands and evolving customer expectations.

Our graduate, apprentice and learnership programmes continue to play an important role in strengthening talent pipelines and reducing critical skills shortages. During the year, we retained 24 graduates, while welcoming a new intake of graduates in disciplines covering mining engineering, electrical engineering, software engineering, metallurgy and data science. These programmes provide practical pathways to employment while supporting Omnia's future leadership and technical capability requirements.

We also achieved important progress in technical skills development. Our Chemical Plant Operators Learnership received formal SETA accreditation, strengthening programme governance and quality assurance, while 89% of participants transitioned into permanent employment. Our apprenticeship programmes continued to support the development of critical technical and artisan capabilities, with increasing participation by women helping advance our transformation objectives.

Recognition of Prior Learning initiatives enabled employees to convert workplace experience into formal qualifications, contributing to workforce professionalisation and long-term career development.

Leadership development also remained a significant focus area, with programmes such as EDGE Elevate, EDGE Essentials and Ignite Leadership reaching leaders and supervisors across multiple levels of the organisation. These programmes help build capability, strengthen succession planning and ensure that future leaders are equipped to guide the business through a rapidly changing operating environment.

In addition to employee development, we continued to support education opportunities through bursaries and our Future Fund programme. During the year, employee bursaries valued at approximately R5 million were awarded to employees, while the Future Fund supported beneficiaries, helping improve access to education and strengthen long-term socioeconomic outcomes for the families of employees.

Culture, diversity and inclusion

FY26 also marked an important year in our culture transformation journey. The rollout of the Omnia Together culture programme gained momentum as we sought to strengthen alignment around our purpose, values and strategic priorities. The programme focuses on leadership effectiveness, collaboration, communication and employee engagement, recognising that culture plays a critical role in organisational performance and long-term sustainability.



ESG performance – a summary continued

During the year, Omnia hosted a Group-wide leadership conference, expanded leadership development programmes, established a Culture Ambassador network and introduced new employee engagement and communication platforms. The first edition of the Omnia Connect magazine was published, while structured engagement forums provided opportunities for employees to contribute ideas, share experiences and strengthen alignment across the organisation. These initiatives help to strengthen connections between employees, reinforcing shared values and improving organisational alignment across our geographically diverse operations.

Our employee wellbeing programme, Omnia Cares, was expanded globally during FY26. The programme focuses on physical health, mental wellbeing, meaningful personal relationships and financial fitness, providing employees with practical tools and support to improve overall wellbeing. This holistic approach recognises that employee wellbeing contributes directly to productivity, engagement and workforce resilience.

We remain committed to building a diverse and inclusive workplace that reflects the communities in which we operate. Female representation in our permanent workforce increased to approximately 24%, while targeted initiatives continued to strengthen diversity within graduate pipelines, technical disciplines and leadership development programmes. Transformation, equal opportunities and inclusive leadership remain important priorities as we build a workforce capable of supporting sustainable long-term growth.

Supporting communities and livelihoods

Beyond our workforce, we continue to create value by supporting the communities in which we operate. During FY26, our community investment initiatives focused on education, future skills, food security, agricultural development and inclusive economic participation. We believe these investments strengthen social resilience, create opportunities and contribute to the long-term sustainability of both our communities and our business.

Food security remained one of our most significant areas of impact. Through household gardening projects, community agriculture initiatives and farmer-support programmes, we supported more than 10 000 beneficiaries and over 700 income-generating growers during the year. These programmes improve household food production, strengthen local food

systems and create opportunities for income generation in vulnerable communities.

Education and future skills initiatives also expanded during FY26. Partnerships such as Marketplace Academy and the Inqubeko Rising Leaders Programme supported learners, schools and educators while helping strengthen mathematics, science, technical and agricultural learning pathways. We also launched the Agricultural Innovation Hub at the John Orr Engineering School of Specialisation, providing learners with practical agricultural training, entrepreneurial exposure and pathways to future employment opportunities.

Collectively, these initiatives reflect our commitment to enhancing lives not only through our products and services, but also through our contribution to safer workplaces, stronger communities, improved education, future skills development and more inclusive economic growth. As we continue to grow our business, we remain committed to ensuring that the benefits of that growth are shared more broadly across our workforce and society.

Securing trust

Strong governance provides the foundation for our ESG strategy and supports the trust placed in us by investors, employees, customers, regulators and communities. Combined, board oversight, executive accountability and integrated governance structures ensure that ESG considerations are embedded in our strategy, risk management and decision-making processes across the organisation.

During FY26, we strengthened governance oversight across several sustainability priorities, including safety transformation, Scope 3 emissions management, waste governance, cybersecurity and ESG assurance. We expanded the scope of independent ESG assurance, undertook an ISAE 5000 gap assessment and strengthened disclosure readiness in anticipation of evolving sustainability reporting requirements. These initiatives support greater alignment between financial and non-financial reporting and improve confidence in the quality and reliability of ESG information.

Ethics and responsible business conduct remain non-negotiable. We maintained a strong compliance record during the year, with no material ethics breaches, corruption incidents or significant regulatory non-compliance events reported.

Our approach to governance is underpinned by transparency, accountability and a commitment to doing the right thing, supported by robust policies, controls, training programmes and reporting mechanisms.

We also continued to strengthen governance over cybersecurity, responsible sourcing, public policy engagement and ESG risk management. Together, these measures help ensure that stakeholder trust remains protected while supporting responsible growth and sustainable value creation.

Shaping the future

Innovation remains central to value creation and supports the transition towards more sustainable agriculture and mining. Across our businesses, we continue to invest in technologies and research and development programmes that improve productivity, enhance resource efficiency and reduce environmental impacts. These efforts help strengthen our competitive position while supporting customers' sustainability ambitions.

	FY26	FY25
Learning and development investment	R49m	R46m
Employees trained	2 331	2 587
Employee bursaries	R5m (115 employees)	R2.5m (66 employees)
Women beneficiaries (employee bursaries)	42%	52%
HDSA beneficiaries (employee bursaries)	84%	70%
Future Fund beneficiaries	554	447

During FY26, we continued to expand biological technologies, precision agriculture solutions and sustainable blasting innovations. In Agriculture, developments in biostimulants, soil analysis and precision nutrient management supported improved crop performance and resource efficiency. In Mining, advances in electronic initiation systems, digital blasting technologies and circular economy applications improved safety, productivity and environmental performance.

We also continued researching alternatives that reduce reliance on virgin raw materials and increase the use of recycled inputs across selected products and processes.

Innovation also contributed directly to progress in several ESG priority areas, including climate change, water stewardship, resource efficiency and circularity. By integrating sustainability considerations into product design and development from the outset, we are helping customers to address increasingly complex environmental and operational challenges while creating new growth opportunities for the Group.

Looking ahead

As climate risks intensify, sustainability expectations evolve and regulatory requirements become more demanding, we remain focused on building a more resilient, innovative and sustainable business.

Our priorities include maintaining momentum towards our FY30 climate goals, expanding renewable energy generation, progressing Scope 3 target development, strengthening climate resilience, improving water stewardship, enhancing ESG disclosure and assurance capabilities, and deepening the positive impact of our products and community investments.

Through disciplined execution of our ESG strategy, we aim to create sustainable long-term value while contributing to a more resilient future for our stakeholders, the industries we serve and the societies in which we operate.



Refer to the [ESG Report](#) for more information.

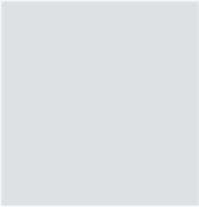
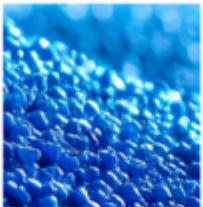
Corporate governance

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- 104 Corporate information



Our commitment to applying the principles of best practice for corporate governance and remuneration underpin the success of our business.



Corporate governance

As a responsible corporate citizen, Omnia recognises that sound governance is essential to sustainable value creation. As our strategic journey has progressed from stabilising and fixing to protecting and growing our core business and expanding our international presence, governance has remained a critical enabler of our strategic ambitions. Through the embedding of robust governance practices, supported by comprehensive policies and procedures, we continue to strengthen our culture, optimise processes and unlock organisational synergies, ensuring our business evolves in a responsible and sustainable manner.

Strong governance provides the foundation to deliver on our global diversification aspirations and significant growth opportunities.

Having solid governance processes and policies in place supports our new operating model and underpins our culture and engagement with employees and other stakeholders. As we enter the next phase of our strategy, it continues to ensure alignment with our ESG priorities, while instilling a culture of excellence and performance.

Ethical leadership

The board is ultimately responsible for the ethical conduct of the business and considers sound corporate governance and an ethical culture as critical to sustainability and this remains a priority focus for the board. We are committed to sustaining best practice in terms of standards of ethics, transparency and good governance and to following strict compliance procedures.

The board leads ethically and successfully within an approved and effective control framework, ensuring that ethics are effectively handled.

We hold ourselves accountable to all our stakeholders, including shareholders, governments, regulators, employees, customers, suppliers, financial institutions and communities. In doing so, we advocate King IV's ethical and effective governance outcomes: an ethical culture, good performance, effective control and legitimacy. The board further endorses the principles of integrity, competence, responsibility, accountability, fairness and transparency advocated by King IV. The board confirms that the Group has complied with all its statutory obligations as prescribed by the Company's MOI, the JSE Listings Requirements, A2X rules and all other regulatory requirements.

Given industry, global and national contexts, the board is cognisant that Omnia's strategy must incorporate and integrate ESG concerns and addressing these are integral to our role as a responsible corporate citizen.

The board oversees the Group's adherence to applicable laws, regulations, codes and standards in order to maintain the Group's ethics. While the SEC and ARC monitor the cultivation of an ethical and transparent culture and provide regular updates to the board, the RNC reviews labour and employment relationships and the educational development of employees. The RNC also monitors the application of ethical recruitment, reward and retention. Documented policies including a code of ethics and conduct, supplier code of conduct and whistle-blowing policy communicate organisational values and provide a framework for employees to adhere to ethical business practices. Policies cover anti-corruption and bribery, conflicts of interest and declarations of interest and gifts, all of which are available on the Company's intranet.

At an operational level, ethics are monitored continuously by means of management reviews and training. Verification and monitoring are completed with the assistance of an accredited external consultant who verifies external business interests and other conflicts.

Having solid governance processes and policies in place supports our new operating model and underpins our culture and engagement with employees and other stakeholders.

The following were also implemented to ensure that ethical standards are maintained at an operational level to foster a culture of integrity and accountability within the Group:

- **Established clear policies:** Comprehensive ethical guidelines and codes of conduct that outline expected behaviours and standards have been developed and implemented. These documents are accessible and understandable to all employees
- **Leadership commitment:** Leaders model ethical behaviour and demonstrate a commitment to our ethical standards. This sets the tone for the entire organisation and influences the behaviour of all employees
- **Training and education:** Regular training sessions and workshops on ethical issues relevant to Omnia's activities are conducted. This reinforces the importance of an ethical culture and keeps employees informed about best practice and emerging ethical concerns
- **Communication channels:** Open and safe channels for reporting unethical behaviour have been established with an anonymous whistle-blowing hotline that is overseen by Deloitte. Direct reporting mechanisms are also encouraged. This ensures that there is no fear of retaliation for the reporting of issues
- **Ethics audits and reviews:** Periodical audits and reviews to assess adherence to ethical standards are conducted. These help to identify potential issues early and allow for corrective action to be taken
- **Accountability mechanisms:** There are clear consequences for unethical behaviour. Breaches of ethical standards are addressed promptly and fairly, with appropriate disciplinary measures taken
- **Ethics committee:** An ethics committee has been established to oversee ethical practices, address concerns and provide guidance on complex ethical issues. This committee helps maintain a focus on ethical behaviour across all operational levels
- **Continuous improvement:** Regular reviews and updates of ethical standards and governance practices, based on feedback, new developments and best practice in the field, are conducted. This encourages a culture of continuous improvement and learning regarding ethics

A system known as Policy Passport has been implemented across the organisation to provide evidence that employees have read, understood, and formally acknowledged the policies applicable to their roles and responsibilities. In addition, a rigorous supplier onboarding process is in place to ensure compliance with the requirements of the Code and the organisation's governance and compliance standards.

An independent whistle-blowing hotline, administered by Deloitte, is available to employees and external stakeholders to report concerns confidentially and, where permitted by law, anonymously. All allegations and complaints received through the hotline are assessed and investigated by Group Forensics and Human Resources in accordance with established investigation protocols, with appropriate oversight and reporting mechanisms in place.

The board is satisfied that the Group complied with King IV principles in all material aspects for the year under review. Refer to the King IV register at www.omnia.co.za.

Directorate



For details on individual board members, see [Board summary and profiles](#).

Corporate governance continued

Governance structure

Board

Independent non-executive directors

- Tina Eboka (Chair)
- Nick Binedell
- George Cavaleros
- Thoko Mokgosi-Mwantembe
- Ronel van Dijk
- Wim Plaizier

Executive directors

- Seelan Gobalsamy – Chief executive officer
- Stephan Serfontein – Finance director

Company secretary

- Donna Dickson

Audit and risk committee (ARC)



See this [committee's report](#) in the [Annual Financial Statements](#)

Remuneration and nominations committee (RNC)



See this [committee chair's report](#) in the [Remuneration report](#) in this document

Social and ethics committee (SEC)



See this [committee chair's report](#) in the [ESG Report](#)

Committee members:	Invitees:	
George Cavaleros (Chair)	Board chair	Group risk manager
Ronel van Dijk	CEO	Group finance managers
Wim Plaizier	FD	Lead external auditor
	COO	Lead internal auditor
	Executive: Legal and compliance	Company secretary

Committee functions

- Financial oversight and internal financial control
- Oversight of external auditors, audit process, and financial reporting
- Oversight of internal audit
- Approval of audit fees, scope and non-audit services
- Enterprise risk management (ERM)
- Combined assurance
- Information and technology governance
- Oversight of taxation and treasury
- Disclosure of sustainability-related information and climate-related matters in compliance with applicable financial reporting standards

The ARC is afforded time at each meeting to discuss matters within its mandate without management or external advisers in attendance. Further, the ARC meets with the internal and external auditors independently from management to ensure open and frank discussions on the results of their examinations, their evaluation of internal controls, whistle-blowing events, and the overall quality of financial reporting.

Committee members:	Invitees:	
Thoko Mokgosi-Mwantembe (Chair)	CEO	
Tina Eboka	COO	
	Executive: HR	
George Cavaleros	Head of Remuneration and rewards	
	FD	
	Company secretary	

Committee functions

- Remuneration policy and integrated reporting
- Remuneration governance
- Performance measurement and incentive plans
- Executive succession planning
- Labour and employment
- Board composition
- Nomination and appointment of directors
- Performance evaluations of the board and committees

Committee members:	Invitees:	
Wim Plaizier (Chair)	COO	ARC chair
Tina Eboka	Executive: SHEQ and Sustainability	Executive: Manufacturing, operations and supply chain
Seelan Gobalsamy	Executive: HR	Company secretary
	Executive: Legal and compliance	
	MD: Mining	MD: Agriculture

Committee functions

- Statutory duties in terms of regulation 43(5) to the Companies Act
- Organisational ethics
- Responsible corporate citizenship
- Stakeholder relationships
- Safety
- Legal and compliance
- ESG matters
- ESG targets and measurements

Corporate governance continued

Key board discussions FY26

May/June 2025	Jul/Aug 2025	Sep/Oct 2025	Nov/Dec 2025	Jan/Feb 2026	Mar/Apr 2026
Activity: Board and sub-committee meetings Discussed/considered: FY25 annual results, ESG performance, procurement KPIs, CSI, safety, HR, legal and compliance matters, and Sasolburg maintenance shutdown Approved/recommended: Annual financial statements, long and short form results announcements, dividend declaration, going concern and solvency and liquidity assessments	Activity: Board and sub-committee meetings Discussed/considered: CEO report, Visible felt leadership, Sasolburg maintenance shutdown update, FY26 ESG targets, FY25 ESG assurance, HR, legal and ethics matters, SEC terms of reference and work plan, FY25 integrated annual reporting suite Approved/recommended: FY26 ESG targets recommended to RNC, SEC terms of reference and work plan, FY25 integrated annual reporting suite	Activity: Board and sub-committee meetings Discussed/considered: CEO report, ESG progress, Agriculture International and Rest of Africa strategy, BME Canada business update, culture programme update, ERM profiles and IT governance Approved/recommended: BME Australia expansion, AGM related matters, board and committee governance updates, safety and ESG oversight priorities	Activity: Board and sub-committee meetings Discussed/considered: CEO report, HY26 results, safety update, external safety review, BBBEE verification, HR matters, ethics policy, procurement matters and stakeholder relations framework review Approved/recommended: HY26 long and short form results announcements, going concern and solvency and liquidity assessments, share repurchase governance, ethics policy	Activity: No Board or sub-committee meetings Considered via round robin: CEO report	Activity: Board and sub-committee meetings Discussed/considered: CEO report, Group strategy, M&A, Sasolburg safety and operations, FY27 budget, HR strategy, procurement, operating model, legal and compliance matters, impact of Middle East conflict Approved/recommended: FY27 budget, share repurchase governance, delegation of authority framework

Board and committee meetings

The board meets at least quarterly with additional meetings convened when necessary.

Attendance at board and committee meetings FY26

Members	Board	ARC	RNC	SEC
Tina Eboka	4/4	–	5/5	5/5
Nick Binedell	4/4	–	–	–
Ronald Bowen*	2/2	2/2	–	–
George Cavaleros	4/4	5/5	4/5	–
Sizwe Mncwango*	2/2	–	–	–
Thoko Mokgosi-Mwantombe	3/4	–	5/5	–
Wim Plaizier	4/4	5/5	–	5/5
Ronel van Dijk	4/4	5/5	–	–
Seelan Gobalsamy	4/4	–	–	5/5
Stephan Serfontein	4/4	–	–	–

* Ronald Bowen and Sizwe Mncwango retired on 11 September 2025.

The board

In accordance with the JSE Listings Requirements, each director is classified as either an executive, non-executive, or independent non-executive director. In addition, an annual assessment is undertaken in line with King IV to evaluate director independence and to identify, disclose, and appropriately manage any actual, potential, or perceived conflicts of interest. Each director is required to declare any personal financial interests that may give rise to a conflict of interest. Furthermore, in compliance with the JSE Listings Requirements and section 56 of the Companies Act, directors disclose their direct and indirect beneficial interests in the share capital of the Company. To support ongoing transparency and sound governance, declarations of interests and conflicts are also requested at the commencement of every board and committee meeting in relation to the matters being considered. Where a conflict exists, appropriate steps are taken to manage the conflict in accordance with applicable legal and governance requirements. Directors do not vote on any matter in which they have an interest, and they are recused from any meeting and/or decision when such matters are discussed.

The board comprises two executive directors and six independent non-executive directors.

The non-executive directors are free to make their own decisions and judgements. They enjoy no benefits from the Company for their services as directors other than their fees. The non-executive directors are high-calibre professionals and sufficient in number for their views to carry significant weight in the board's deliberations and decisions.

Further, on behalf of the governing body, the RNC reviews the declarations of independence of board members who have served for more than nine years. The board assessed the independence of Tina Eboka and Nick Binedell and is satisfied that they remain independent. Their institutional knowledge of the business is invaluable and should be preserved to facilitate a seamless transition and transfer of knowledge between incoming and outgoing directors.

Sizwe Mncwango and Ronald Bowen retired from the board at last year's AGM. The board-level succession plan that was implemented will result in the appointment of new board members. The objective to have a blend of skills, diversity, tenure and experience will be considered when appointing new directors. This will help achieve a healthy balance of new ideas and business continuity.

The roles and responsibilities of the chair and CEO are separate and clearly defined. The CEO is accountable to the board for leading the implementation and execution of the board-approved strategy, policies and business plans. There is a clear balance of power between directors and no one director has absolute power of decision making.

The RNC annually evaluates the ability of the board and committees to provide strong oversight and direction to the CEO and leadership team. The RNC closely monitors that the board has diversity of skills, knowledge and an understanding of board policy direction in the areas and sectors in which we operate. In alignment with our strategy, knowledge in areas such as ESG is prioritised.

Other than the retirement of Sizwe Mncwango and Ronnie Bowen, there were no other significant changes to the board composition during the year.

Board rotation ensures individual directors are held to account before shareholders. Every year, (as per section 69(3) of the Companies Act), all directors confirm that they remain eligible to serve or act as a director. Further, non-executive directors retire by rotation and stand for re-election at the AGM at least every third year. To ensure independence, long-tenure non-executive directors must stand for re-election at every AGM. Accordingly, Tina Eboka and Nick Binedell will stand for re-election at this year's AGM due to long tenure and Wim Plaizier and Ronel van Dijk due to rotation.

A board terms of reference is in place and is reviewed annually. The board is satisfied with the fulfilment of its responsibilities in accordance with its terms of reference.

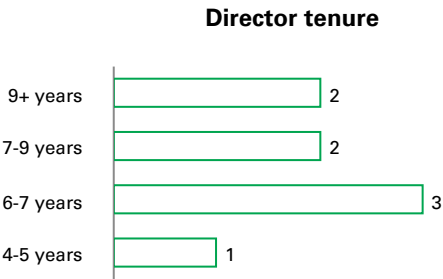
Corporate governance continued

Expertise

The board draws on a set of desirable skills and industry experience from its members to guide Omnia. A criteria matrix tracks the experience, balance of skills and level of knowledge of our directors. The board is satisfied that it has sufficient experience in all areas considered.

Diversity

The RNC assesses the board’s progress in aligning with the JSE Listings Requirements on the promotion of diversity in areas such as gender, race, culture, age, field of knowledge, skills and experience. Our voluntary diversity targets for gender and ethnicity are 30% and 50% respectively.



Independence

8 board members



6 Independent non-executive directors 2 Executive directors

Board and committee evaluation

In early 2026, as required by the relevant terms of reference, the board and committees were subject to performance evaluations. The board and committee evaluations took the form of an independent external evaluation performed by KPMG.

All committees achieved ratings clearly above the level of satisfactory.

Areas of improvement have been added to the relevant work plans.

Succession planning

The RNC is responsible for ensuring that there is a suitable succession plan for directors and management, and that all committees are appropriately constituted and chaired.

The board is satisfied that the depth of skills of the current directors meets succession requirements. Such requirements include reviewing skills development, career path and succession planning, policies and procedures and recommendations regarding essential and desired criteria, experience and skills for potential new directors, taking into consideration the board’s short-term needs and long-term succession plans. A formal succession planning policy for the board and senior management (CEO and FD) was reviewed by the board in September 2026.

Board processes

New appointments

New directors undergo a formal induction programme that sets out their responsibilities and fiduciary duties and information pertaining to relevant regulatory and statutory frameworks. The CEO and company secretary manage the process, introducing the director to key management and enabling site visits to our local manufacturing facilities.

Board development

A training programme ensures our board members are informed on topics which are pertinent to or are priority for our strategic journey.

All directors are registered with the Institute of Directors South Africa, at Omnia’s cost, and have access to the large number of core and specialist programmes offered. The board is kept abreast of regulatory matters such as updates to the JSE Listings Requirements, directors’ and officers’ duties and liabilities, market abuse and insider trading as well as amendments to the Companies Act.

Conflicts of interest

Conflict of interest is a standing agenda item at all board meetings. No conflicts of interest were declared or tabled during the year under review. Annual declarations form part of independence evaluations.

Share dealings

Board members and management formally acknowledge the requirements of the Omnia trading in securities policy. A clear and well-defined process for obtaining clearance to deal in the Company’s securities is required in terms of the policy. This process ensures compliance with applicable regulatory requirements, promotes transparency, and assists in preventing insider trading and the misuse of price sensitive information. Closed periods (as defined by the JSE Listings Requirements) are carefully observed and the company secretary cautions board members and the executive team when trading is prohibited. Additional closed or prohibited periods are enforced when the Group participates in any corporate activity.

Board committees

The board is supported by three board committees. These committees have delegated responsibility to assist in specific matters and report to the board. The delegation of authority to committees

does not detract from the board’s responsibility to discharge its fiduciary duties to the Group.

The committees promote independent judgement and ensure a balance of power. Each committee has its own terms of reference and an annual work plan.

Each committee meets in closed sessions without management and reports back to the board at the next meeting.

Subject matter specialists and senior management are invited to attend committee meetings either by standing invitation or on an ad hoc basis to provide pertinent information and insights into their areas of responsibility.

Executive committee (exco)

The exco is responsible for making recommendations to the board regarding the Group’s policies and strategies and for monitoring their implementation in accordance with the board’s directives. The exco meets several times a year and is responsible for the Group’s operational activities, developing strategy and policy proposals for consideration by the board, and implementing the board’s directives. The committee has a properly constituted mandate.

Responsibilities include:

- Providing leadership and direction to management and employees across the Group
- Developing the Group’s annual budget and business plans for consideration and approval by the board
- Developing, implementing, and monitoring policies, procedures, internal controls, governance frameworks, risk management processes, ethical standards, and delegated authority structures
- Promoting and monitoring adherence to good corporate governance practices and ensuring the effective application of the Group’s Code of Ethics as approved by the board
- Guiding and overseeing the overall management and performance of the Group, while serving as an effective channel of communication between the board, subsidiaries, and business units
- Ensuring appropriate coordination, alignment, and collaboration across the Group, its subsidiaries, and operating divisions
- Ensuring that the Group’s reporting structures and processes are sufficient to support effective decision making, accountability, transparency, and regulatory compliance
- Ensuring that material risks and opportunities are identified, assessed, and managed in support of the sustainable creation of value for stakeholders

The exco has specific key performance areas and targets which are set in line with the approved strategy and monitored by the board with the assistance of the RNC.

For information on those making up the exco, see [Executive Team](#) section.

Corporate governance continued

Group companies within governance framework

The managing directors from each business segment are members of the exco, ensuring operational discussions are cross-divisional. This also helps to leverage skills, expertise and Group resources.

The operational framework does not detract from the legal obligations of the divisional managing directors and office-bearers. Each subsidiary company within the Omnia Group is a juristic person and is required to conduct affairs in accordance with its own memorandum of incorporation (MOI) or relevant in-country founding document.

Efforts to simplify the organisational structure, close dormant entities and, where possible, merge businesses that are operating in the same geography continue.

Group company secretary

The company secretary serves as the custodian of good governance within the organisation, acting as a vital link between the board, management and shareholders. Uniquely positioned at the intersection of these key stakeholder groups, the company secretary facilitates effective communication, promotes sound governance practices, and helps ensure that diverse perspectives are appropriately considered in the organisation's decision-making processes. Donna Dickson was appointed as Group company secretary effective 1 March 2026.

The Group company secretary is responsible for governance in all geographies in which Omnia operates. In-country legal and secretarial services ensure that the Group's standards apply to the locality in which that entity operates.

Annual audits and communications ensure that entities, both international and local, maintain statutory compliance and adhere to Group governance processes.

All directors have access to the services and advice of the company secretary. The company secretary is independent, has unrestricted access to the board and maintains an arm's length relationship with the board at all times.

The board is satisfied that the company secretary demonstrates the requisite level of knowledge and experience to carry out all her duties.

Reporting

Governance and compliance reports assist the Group in assessing the effectiveness of its compliance initiatives and identifying areas where additional focus is required to meet regulatory requirements. This is of particular importance to Omnia when operating in/or expanding into new territories and jurisdictions where the business is bound by new laws and mandates.

The board, with particular input from the ARC, is responsible for reviewing and approving the Integrated Annual Report and other statutory reports to ensure all material matters are fairly represented. The board also reports against King IV and recommends approval of the Annual Financial Statements to the shareholders.

The ARC confirms that Omnia has established appropriate financial reporting procedures and that those procedures are operating in line in accordance with the JSE Listings Requirements.

The board maintains records of its decisions, with the company secretary holding the historical minutes of board meetings.

Tracking governance throughout Omnia

Performance against the business plan

The authority of the board is conferred on management and the CEO leads management for the Group as a whole. The executive team is responsible for rolling out the strategy as embedded in the business plan.

The CEO channels communication on implementation of the business plan – from the board to the individual business segments – and provides updates from the segments back to the board. The CEO attends exco meetings and in-depth quarterly business reviews with the Group and divisional executives. The CEO attends all board committee meetings and is a member of the SEC. Executives attend board strategy sessions and are regularly invited to report at board meetings and interact with the governing body.

The board annually evaluates management's performance against agreed indicators. Incentives are set against financial and non-financial targets and Group budgets.



For more on these indicators, see the [Remuneration report](#) in this document.

To ensure role clarity and an effective exercise of authority, a delegation of authority framework sets out those matters that are reserved for the board and those that are delegated to the CEO, FD, COO, executive management or divisional management.

Strategy implementation

The board reviews and approves the strategic direction and objectives presented by management annually. The CEO and exco develop and lead the execution of the strategy. Plans are cascaded through the segments and into the operating procedures and budgets of business functions. The current execution strategy was reviewed and approved by the board in March 2026.

Risk governance

ERM is an independent function within Omnia and a key enabler in delivering Omnia's strategy. The Group enterprise risk manager, in conjunction with the managing directors and heads of departments, is responsible for the implementation of risk management across the

organisation, with progress reported to the exco and oversight provided by the ARC. In line with King IV, a risk-based combined assurance, which forms part of the ERM framework, has been established and implemented in the business. The model which adopts the three lines of defence, through the evaluation of assurance activities, identifies duplication and areas where gaps exist thus optimising costs and improving the overall control environment.

The Group's risk appetite and tolerance framework continues to be embedded across the business, supporting informed decision making and effective risk management. The framework provides clear guidance on the level of risk that the Group is willing to accept in pursuit of its strategic objectives and assists management in identifying, assessing, monitoring and mitigating risks within approved parameters. Regular review and monitoring of the framework help ensure that risk-taking remains aligned with the Group's strategy, objectives and stakeholder expectations.

Group risks were reviewed taking into consideration the internal and external operating landscape and the top risks themes are reported on in this Integrated Annual Report.



See [Managing risks and opportunities](#).

Taxation

Omnia is committed to the timely and accurate payment of taxes in the jurisdictions in which it operates. Effective tax risk management is a key component of the Group's governance framework, underpinned by a board-approved tax strategy and policy. Together, these provide the foundation for tax management and oversight across the Group, defining key roles, responsibilities and governance processes while promoting accountability, transparency and a consistent approach to managing tax matters.

Tax risks are identified, assessed and managed in accordance with Omnia's ERM framework and combined assurance model, supported by the Group's tax risk framework. This seeks to facilitate the proactive management and reporting of tax risks within established risk tolerance levels.



Further detail on taxation is set out in our [Tax Transparency Report](#).

The board is supported by three board committees. These committees have delegated responsibility to assist in specific matters and report to the board.

Corporate governance continued

People and remuneration

In line with our strategic objectives, we have renewed our culture journey to drive values-aligned behaviour and high performance. Our refined purpose statement is fully entrenched across the Group, including all international operations. Living this purpose and culture is vital to achieving our strategic objectives.

The governance of remuneration is delegated to the RNC, which annually reviews the remuneration policy and its implementation.

Corporate citizenship

Our aim is to make a sustainable contribution to the global communities in which we operate. In South Africa, with good progress on supplier development and preferential procurement, we have maintained a level 2 B-BBEE rating.

The SEC monitors our corporate citizenship responsibilities against a work plan and compliance checklist and reviews progress against transformation targets and an employment equity plan.

Stakeholder engagement

Our board has mandated the SEC to monitor stakeholder engagement plans, guidelines and practices, and approve and review policies relating to stakeholder relationships. The RNC is responsible for stakeholder engagement regarding remuneration. Executive management engages openly with key stakeholders on matters of material interest.

Stakeholder engagement takes place at all levels, in all geographies, across subsidiaries and the Group. Engagement with shareholders and investors takes place through roadshows, meetings and ongoing interactions facilitated by the investor relations team.



Further detail on our stakeholders is set out in the sections [Understanding our stakeholders](#) and [Value created and shared with stakeholders](#).

IT and information governance

The multi-year Microsoft Dynamics 365 (D365) programme continues to strengthen the governance and control pillars across all segments. Since the re-baselining of delivery timelines and budget, following changes in the Manufacturing and Agriculture businesses, the rollout has remained on course, with additional assurance provided by KPMG. Design changes drawn from prior deployment learnings have been incorporated into the final phase (Agriculture South Africa), including enhancements to Segregation of Duties and Change Management. Group and divisional D365 steering committees remain active, providing ongoing guardrails to the programme delivery team, and these remain standing agenda items for the ARC.

Technology modernisation initiatives continued with the implementation of three enterprise platforms: a central data hub to unify and govern data across operations; an integration bus enabling secure, real-time system connectivity; and a centralised artificial

intelligence capability — establishing the foundation for AI-enabled solutions.

Group IT appointed a dedicated Head of Information and Cybersecurity, who is extending the existing cybersecurity strategy across the key control areas. The cybersecurity programme applies multiple layers of security controls to minimise risk, with the Key Risk Indicator improving to 87% against a benchmarked target range of 65% – 75%, supported by the following:

- Independent assessments by external experts, with annual external and internal penetration testing completed and all findings remediated within accepted timeframes
- Internal phishing simulations and continuous security monitoring, supported by a defined incident response capability
- Security training for all Omnia digital citizens, with assessments and targeted awareness interventions
- Security technology deployed across the network, including endpoint detection and response, multi-factor authentication, and backup and recovery

The effectiveness of these controls was demonstrated during a security incident, confirmed as a phishing attack, which was detected and contained within minutes on the same day. No data loss occurred, affected stakeholders and the Information Regulator were notified in line with regulatory requirements, and learnings have been incorporated into a control improvement plan.

IT governance and standardisation remained a priority, with a suite of IT and information security policies approved and published, and a Group-wide International IT Standardisation programme initiated to extend governance and control consistency across all Omnia territories. Group IT's general controls audit reflected improvement on the prior year, with all IT-owned findings remediated. An independent review of disaster recovery capability, conducted against international business continuity standards, confirmed the resilience of the Group's infrastructure and informed a multi-year IT service continuity programme to further mature the Group's resilience posture.

Regulatory compliance

The board is ultimately responsible for ensuring compliance with legislation and regulations. Board members are informed about new legislation that is likely to impact the Group. All potential instances of non-compliance are addressed through the risk management process and tabled for attention by the relevant board committees.

The Group ascribes to the CAIA Responsible Care® standards, which are addressed by our Integrated Management System and ISO 9001, 14001 and 45001 certifications. All segments are certified.

No material fines or non-monetary sanctions were imposed on the Group for non-compliance with any laws or regulations during the year under review, nor was the Group party to any legal actions for anti-competitive or anti-trust behaviour.

Omnia has complied with the provisions of the South African Companies Act, particularly those in relation to incorporation and has operated in conformity with Omnia's Memorandum of Incorporation.

Climate change

The SEC and exco are responsible for setting the tone at the top by integrating climate change impacts into all decision making.

Additionally, the Group executive: SHEQ and sustainability, together with the line managers and the divisional managing directors, are responsible for:

- Defining, identifying and managing GHG emissions,
- Implementing climate-related controls and compliance obligation to reduce the GHG emissions as far as is economically feasible,
- Integrating climate-related risks and opportunities into business planning and operational decision making.

The SEC monitors the execution of Omnia's ESG strategy and climate-related performance, ensuring a structured approach to climate change management and the integration of climate-related risks and opportunities into business strategy.



Corporate governance continued

Board focus areas FY26

	Responsible committee	Related strategic drivers	Related principal risk
1 Monitor focus on safety as a key principle and value - Visible commitment to ensure management successfully embeds and reinforces safety into the organisation's purpose, values and strategy - Provides ongoing oversight and feedback on the reporting of key safety indicators, encompassing both leading and lagging metrics - Include safety as a standing agenda item at board meetings, seeking qualitative insights, not just metrics	SEC	Our purpose and values High-performance culture Sustainability principles	Safety performance ESG strategy and stakeholder expectations
2 Build board capacity and manage succession planning - Development of a documented succession plan, including phased onboarding of new non-executive directors - Ensure succession planning is forward-looking, anticipating future industry, regulatory, and strategic shifts - Strengthen committee capability and evaluation processes, with clearer terms of reference and improved board effectiveness reviews	RNC	High-performance culture	Talent management
3 Monitor implementation of culture journey to support strategic objectives - Clearly define and endorse the organisational culture aligned to strategy and values - Require clear ownership, milestones and measurable outcomes for the culture journey - Incorporate culture-related objectives into executive performance and remuneration - Challenge Management constructively on progress, gaps, and barriers	RNC SEC	Our purpose and values High-performance culture Sustainability principles	ESG strategy and stakeholder expectations
4 Provide oversight and support to management in the monitoring and implementation of the organisation's risk management framework and combined assurance model - Ensure Management has implemented a robust and effective risk management framework - Oversee alignment between risk management, strategy and performance objectives - Enhance oversight of major tax, compliance, cyber, and governance risks, especially in international operations	ARC	High-performance culture	All principal risks
5 Monitor the identifying and review of international growth opportunities and approve related funding - Ensure identified opportunities align with the organisation's long-term strategy, risk appetite, and value-creation objectives. - Provide constructive challenge to test underlying assumptions, risks, and expected returns. - Ensure funding decisions are aligned with financial sustainability, liquidity, and return expectations.	Board committee	High-performance culture Disciplined capital allocation	Country risk and regional instability; Customer concentration Supply chain and third-party risk Macroeconomic challenges
6 Increase oversight of performance of international operations - Strengthen governance, reporting and control frameworks for Omnia's expanding international footprint - Improve oversight of joint ventures, partnerships, and country risk, with clearer accountability and escalation mechanisms	ARC	High-performance culture Innovation and technology Disciplined capital allocation	Country risk and regional instability Customer concentration Supply chain and third-party risk Macroeconomic challenges Operational continuity and efficiency management
7 Oversee and monitor implementation of ESG strategy Management reports on: - Progress made in the delivery of the refreshed ESG agenda and in water, energy, emissions, waste and safety metrics - Delivery of expanded renewable energy and carbon management initiatives and on data quality, assurance, and reporting - Use of ESG factors as strategic differentiators in customer partnerships, capital allocation and long-term business resilience	SEC	Our purpose and values High-performance culture Sustainability principles Disciplined capital allocation	ESG strategy and stakeholder expectations Climate change and variability

Board focus areas FY27

- Oversee alignment of governance structures, processes and outcomes with the principles of King V
- Strengthen board diversity by appointing suitably qualified and experienced individuals to replace resigning members, ensuring alignment with the required skills, experience and strategic priorities of the organisation
- Ensure management maintains disciplined capital allocation, balancing growth investments, partnerships and shareholder returns
- Oversee conversion of international growth investments into scalable earnings, especially in Australia, Canada, Indonesia, and Agriculture International channels
- Monitor reduction in structural dependence on suppliers and secure long-term supply, manufacturing resilience and strategic sourcing partnerships
- Oversee the embedding of a high-performance culture with stronger leadership depth, succession discipline, and internationally mobile talent

Remuneration report

The higher remuneration outcomes achieved for FY26 reflect Omnia's strong financial performance.

Performance against short-term incentive targets exceeded prior-year levels while the long-term incentive outcomes for the three-year performance period indicate sustained business success.



Thoko Mkgosi-Mwantembe
Chair of the RNC

The Omnia remuneration report is structured in line with the requirements of the Companies Act, which came into effect on 22 May 2026, and comprises:

Section 1: Background statement that sets out the context for remuneration decisions and an outline of material issues considered during the year.

Section 2: Remuneration policy, to be presented as an ordinary resolution at the Annual General Meeting (AGM) for approval by shareholders.

Section 3: The implementation of the remuneration policy, as part of the report to be presented as an ordinary resolution at the AGM for approval by shareholders.

Section 1: Background statement

Dear stakeholders,

The Group delivered its FY26 results against a challenging global operating environment. While global growth proved resilient and inflation continued its gradual descent, momentum remained uneven – tempered by escalating geopolitical tensions, heightened trade barriers and persistent policy uncertainty. The escalation of conflict in the Middle East introduced fresh volatility into energy and commodity markets, particularly for the nitrogen-based feedstocks central to our business, while shifting weather patterns and climate variability continued to test the resilience of the agriculture and mining value chains in which we operate. Closer to home, the South African economy remained under pressure from weak confidence and structural constraints, although meaningfully reduced loadshedding offered some relief, and our broader African footprint navigated a mix of foreign exchange shortages and renewed cost pressures – offset, encouragingly, by a notable turnaround in Zambia.

It is against this backdrop that the Group is particularly pleased to reflect on a year of strong delivery, growing revenue by 6.1%, increasing operating profit by 27.8% and expanding operating margins to 9.0%, with headline earnings per share increasing by 20.6% to 849 cents. Disciplined working capital management and consistent cash generation preserved a robust net cash position, enabling the Group to declare a total dividend of 750 cents per share, translating into R1.2 billion returned to shareholders. These outcomes are a direct reflection of the resilience of our diversified business model, the strength of our integrated manufacturing and supply chain capability, and, above all, the dedication of our people, who continued to execute with discipline and agility through the cycle.

The RNC is encouraged by the progress made on the issues that matter most to our people and the sustainability of our operations. Within the people and culture space, good progress was made in strengthening leadership capacity for international growth and in achieving greater gender equity at a senior leadership level. While Group safety performance, measured across occupational and process safety metrics, landed within the approved limits, the committee acknowledges that further work is required to reinforce and improve the Group's safety culture and behaviours, so that everyone returns home safely every day. Environmental performance reflects the impact of early and extended shutdowns, intermittent operational downtime and the implementation of a revised purchased steam methodology, and remains an area of continued management focus.

Remuneration outcomes for FY26

The Group's FY26 performance is meaningfully reflected in the remuneration outcomes for the year. On the short-term incentive (STI), achievement against target reached well into stretch levels on the financial measures on the back of the strong financial performance delivered in FY26, resulting in overall achievement scores exceeding prior-year levels. Similarly, the high levels of achievement attained on the long-term incentive (LTI) measures at the end of the three-year performance period are encouraging.

The committee is satisfied that these outcomes are a fair and balanced reflection of the Group's financial delivery, the quality of execution against our strategic priorities, and the value created for shareholders through the cycle.

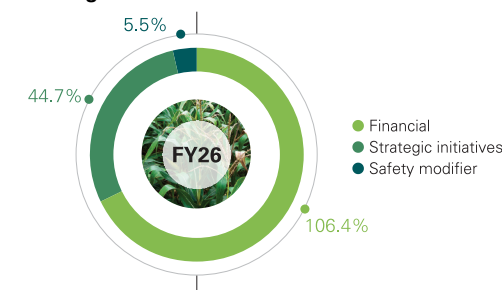
TGP

The committee approved the total guaranteed package (TGP) increases for the executives centred around the approved mandate of 4%.

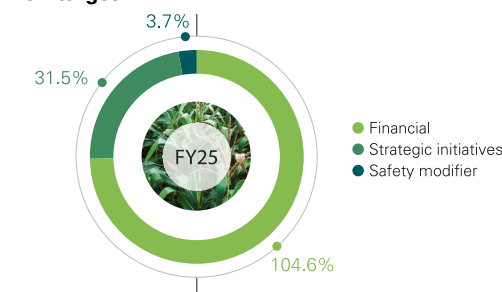
STI

The overall achievement level against the targets on the Group STI scorecard was achieved as summarised below, with further detail included in the implementation report.

FY26 STI outcomes – 156.6% achievement against on-target



FY25 STI outcomes – 139.8% achievement against on-target



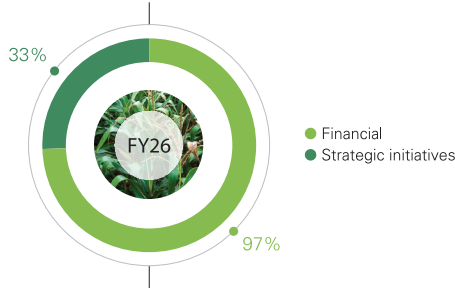
Remuneration report continued

LTI

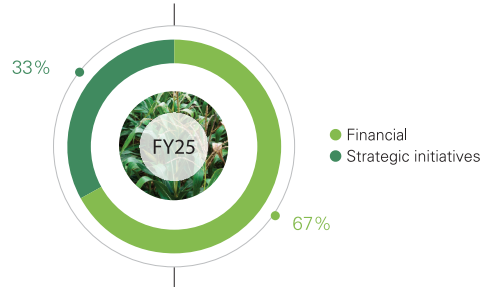
Achievement against the performance conditions attached to the 2023 LTI awards was assessed as 130%. The plan mechanics will cap vesting at 100% of initial allocation.

Achievement is summarised below, with further detail included in the implementation report.

FY26 LTI outcomes – 130% achievement against on-target (vesting is capped at 100%)



FY25 LTI outcomes – 100% achievement against on-target



Employee share plan

The second tranche of the broad-based employee share plan awards vested during the reporting period with the final tranche planned to vest later this year.

Policy changes during the year

The STI and LTI performance measures remained unchanged from the prior year, although the weightings and targets have been adjusted to ensure that the incentive structures remain appropriate and the performance measures and targets are aligned with the direction of the business.

The STI participation level was updated to 100% of TGP for all prescribed officers for consistency across job levels.

The Omnia 2020 Share Plan rules were amended to permit the ceding of awards and remove the time proration in the event of death and disability. The changes were made to enhance the plan by introducing flexibility to assist with estate planning and to provide greater certainty and support to employees and their families in the event of death or disability.

Shareholder engagement

At the AGM held in September 2025, shareholders supported the remuneration policy and implementation report with the votes in favour exceeding the required 75%.

Non-binding advisory votes in favour

	2025 AGM	2024 AGM
Remuneration policy	92.2%	85.0%
Implementation report	76.3%	77.1%

An engagement process with shareholders was undertaken to obtain their feedback on the report and view on remuneration practices.

The table alongside summarises the action taken by Omnia in response to the feedback received.

Shareholder feedback	Action taken by Omnia
Target calibration between threshold, target and stretch on the LTI HEPS growth measure	• The LTI plan makes no allowance for an additional award of shares for an outperformance scenario. Vesting is capped at 100% of the award granted for stretch achievement levels between 100% and 200%. • Targets for the 2027 award have been strengthened to drive enhanced growth.
An appropriate comparator group for remuneration benchmarking with the possible inclusion of global comparators	• A full review and revision of the remuneration benchmarking comparator group was undertaken to select an appropriate grouping that correlates closely with Omnia in terms of organisational size, complexity and governance requirements. • Distinction is made between the comparator group for remuneration benchmarking and the group selected for LTI relative performance condition assessments, which prioritises macroeconomic and industry exposure and similar market conditions. • International companies were not included at this stage as they were not sufficiently comparable to Omnia.
ESG and sustainability	• Shareholders welcomed ESG integration into both the STI and LTI. • Measurement, reporting and disclosure will be continuously improved.

Omnia will present this year’s remuneration report and remuneration policy for approval by shareholders by way of two separate ordinary resolutions in terms of the Companies Act requirements.

In accordance with the provisions of the Companies Act, the policy will remain in force for a period of three years, from approval date, and will be approved every three years thereafter.

Should the need arise for material changes during this period, they will be presented to shareholders for approval prior to implementation.

Furthermore, the implementation report, based on the policy that received a favourable non-binding vote at the 2025 AGM, will be presented to shareholders for approval at the AGM, and then annually. For maximum transparency, we also disclose further details for the forthcoming period in the implementation report.

The Group remains committed to meaningful engagement with shareholders on remuneration matters, and shareholders are encouraged to share any questions or concerns regarding the policy, its implementation or the related voting requirements with the committee. Shareholders wishing to engage directly with the committee chair are invited to do so through the company secretary.

Future focus areas

Looking ahead, the committee will continue to assess the mix of fixed to variable pay for executives to ensure that it remains competitive, sustainable and aligned to the market, and will review the incentive plans to ensure they remain effective, affordable and appropriate in supporting the Group’s current performance trajectory.

A key focus will be to strengthen the frameworks and processes that underpin meaningful analysis of our pay practices to ensure that remuneration remains fair and free from discrimination at all levels in the organisation, enhancing transparency and facilitating an approach to address the pay gap in a sustainable manner.

Remuneration report continued

Remuneration governance

In line with best practice, the RNC is appointed by the board and has delegated authority, in accordance with the committee charter, on all remuneration matters. The committee is responsible for ensuring that the remuneration policy and process support the delivery of the Group's strategy. In terms of King principles, the committee must ensure that the remuneration policy supports fair, transparent and responsible remuneration and legislative and regulatory requirements.

Committee composition

The committee comprises three independent non-executive directors. Details of meeting attendance and mandate have been included in the corporate governance section of this Integrated Annual Report. The board evaluates the performance of the committee annually.

In addition to the committee members, the CEO, FD, COO, the executives for Human Resources and Governance and the Head of Reward and Shared Services are invited to attend meetings when required. Invitees are not present when their own remuneration is discussed and do not vote on committee decisions.

Companies Act

This report provides details of our remuneration policy and its implementation as it pertains to the executive directors and prescribed officers, collectively referred to as "the executive" and, at a high level, as it applies to other employees.

The committee is satisfied that the remuneration report is prepared in accordance with the amended Companies Act (remuneration-related amendments effective 22 May 2026) and complies with its requirements. Furthermore, the committee believes that the remuneration policy is fair, transparent and responsible.

Key activities undertaken in FY26

The committee attended to all activities set out in its charter and the annual committee work plan during the year.

Non-executive director fees for FY27

Following a favourable vote at the 2025 AGM of 99.10% (2024: 99.91%) in support of the board chair's fee and 98.79% (2024: 99.57%) in support of non-executive directors' fees, the board recommended that the current fee structure

remain in place for the 2026 financial year and that a 4% fee increase be applied, aligned with the annual salary increase mandate. The fee recommendations for the board chair's fee and the non-executive directors' board and committee fees were reviewed by the committee before submission to the board for consideration and recommendation to shareholders for approval by way of a special resolution in terms of the Companies Act requirements.

Use of independent advisers

The Company made use of Old Mutual's Remchannel survey, and a comparator group review conducted by PwC for benchmarking executive remuneration.

Periodic specialist remuneration advice was sought on specific remuneration matters from a legal perspective from Bowmans and PwC.

The committee is satisfied that the advisers engaged during the past year provided independent advice and remained objective throughout.

Confirmation

The committee monitored the implementation of the remuneration policy voted on at the 2025 AGM and confirmed that there were no deviations from policy to report. Overall, the policy achieved its stated objectives during the year.

The committee is satisfied that it executed its duties over the reporting period, according to its terms of reference, relevant legislation and regulations and in accordance with governance standards.

In closing, the committee is confident that the remuneration framework continues to support the Group's strategy, reward sustainable performance and align the interests of executives with those of our shareholders. We remain committed to engaging openly with shareholders on remuneration matters and value the constructive feedback received through the year. I thank my fellow committee members, management and our shareholders for their continued support, and look forward to your engagement at the upcoming AGM.

Thoko Mokgosi-Mwantembe
Chair of the RNC



Remuneration report continued

Section 2: Remuneration policy

Introduction and application of the policy

The remuneration policy is approved by the board and forms part of the overall remuneration philosophy which defines how we seek to be fair, responsible, transparent and compliant with legislative requirements within the jurisdictions in which the Group operates. Furthermore, we seek to encourage and reward long-term sustainable performance aligned to the Group's strategy as well as to ensure the achievement of the desired performance-driven culture across the Group.

We have set out below a detailed forward-looking remuneration policy applicable to the executives and, at a high level, as it applies to other employees. This policy, once approved, will remain in force for a period of three years from approval (i.e. from FY27 to FY29). Any material changes to the policy during this period will be submitted to shareholders for approval prior to implementation.

Incentive and other contractual arrangements that were put in place before the effective date of the Companies Act (for example in-flight LTI awards) will continue to operate subject to the conditions of the policy under which the awards were made and the applicable plan rules.

Fair and responsible remuneration

The Company's policy on fair and responsible remuneration can be summarised as follows:

- Fair remuneration is impartial, rational and free from discrimination.
- All variable remuneration is linked to performance criteria and value creation metrics. In the short term, this is achieved through the annual STI scorecard which ensures that STI remuneration outcomes are directly related to the achievement of key targets that are important in the execution of our strategy. In the long term, performance forfeitable shares are awarded under the LTI plan where performance achievement against an LTI scorecard determines any consequent share delivery.
- Variable pay would be reduced or recouped through the malus and clawback provisions should appropriate circumstances prevail.

- Market benchmarking provides related remuneration data. We use peer group comparisons and market surveys from leading survey and consulting groups. Affordability is a key consideration in any pay adjustment.
- Horizontal fairness in remuneration is applied and employees performing the same or similar job requirements at the same or similar performance levels in the organisation receive the same or similar remuneration. It is embodied in the Employment Equity Act in South Africa, which requires employers to drive the principle of equal pay for work of equal value and to report to the Department of Labour on their analysis and outcomes.

Differences in remuneration are not considered unfair if the difference is based on seniority, length of service, experience, qualifications, performance or skill shortages.

- Vertical fairness is demonstrated by explaining the differences in total remuneration between job levels. This needs to be justified on a consistent basis, for example, according to factors such as risk and job complexity, level of responsibility of decision making, consequence and impact on the Company. Our detailed work on job descriptions and evaluation is important in establishing the transparency of vertical fairness.

In South Africa, the Employment Equity Act requires reporting on the vertical pay gap to the Department of Labour in the EEA4 report, which measures the gap between the top 10% and bottom 10% of earners.

- The amended Companies Act requires enhanced remuneration reporting through the wage gap disclosures to improve transparency and provide more fair pay disclosures.

Key design principles

Foster alignment with Omnia's vision, strategic objectives and shareholder interest

Ensure that the remuneration of executive management is fair and responsible in the context of overall employee remuneration

Drive long-term sustainable performance incorporating critical financial and non-financial drivers

Manage risk and liability and be fiscally responsible

Promote an ethical culture and responsible corporate citizenship

Promote responsible business practices incorporating health and safety, environment and governance principles

Fair remuneration that is externally competitive and internally equitable

Motivate and reward the right behaviour and performance of employees and executives

Provide competitive rewards to attract, motivate and retain highly skilled employees vital to the success of the organisation

Remuneration report continued

Remuneration framework for all employees

The key elements of our remuneration framework and structures are summarised below:

	 Strategic intent	 Remuneration element	 Eligibility	 Frequency
Total guaranteed package (TGP)	- Attract and retain the skills required to execute business objectives by ensuring pay structures are fair, competitive and market-related - Based on job, skills, experience, market pay and individual performance - Benefits promote saving for retirement and taking care of unforeseen life events	Salary Benefits and allowances, including medical aid, retirement benefits, death and disability insurance	All employees Benefits: all employees Allowances: job-related	Monthly Increases take effect 1 July each year
Short-term incentive (STI)	Support high-performing individuals and teams by aligning reward with Company and individual performance through an STI scorecard set annually for the forthcoming financial year	STI payment based on STI scorecard achievement, with reference to the target STI percentage for the relevant job and job level	All permanent employees	Annual Payable in cash at the end of July each year following the annual salary review based on business performance and affordability
Long-term incentive (LTI) Omnia 2020 Share Plan and mirrored cash settled plan in certain jurisdictions	- The primary purpose of the plan is to align reward outcomes with sustained Company performance through granting performance-based share awards based on an LTI scorecard set annually by the committee for the forthcoming three years - Direct alignment with shareholder interests - Attract and retain key employees - Long-term retention	Annual awards Performance forfeitable shares (or share-linked units in the cash settled plan) with performance and employment conditions	Executive directors, prescribed officers, senior management and scarce skills	Annual award with vesting of the shares (or share linked units) after three or five years and based on attainment of applicable performance and conditions.
		Replacement or retention awards Performance forfeitable shares (or share-linked units in the cash settled plan) with performance and employment conditions	Generally made in respect of prudent buyouts on hiring or retention of scarce skills. These awards are subject to strict performance and fulfilment conditions	On hiring and in cases of prudent retention

Remuneration report continued

Further details for executives

The policy applicable to executives is set out below. Section 3 contains further details on incentive measures and targets applicable for FY27.

Pay for performance and remuneration mix

Omnia's reward strategy is aligned with its business strategy and enables the execution thereof. Outperformance is distinguished from adequate performance and underperformance and rewarded differently. Performance is fundamentally based on each employee making a fair and proportionate contribution to the overall performance of the Group.

The variable pay portion is made up of an STI and LTI, designed to reward performance based on the achievement of specific performance criteria aligned to the Group's strategic objectives. The STI plan rewards employees annually for meeting or exceeding individual performance objectives and contributing to the achievement of relevant divisional and inter-divisional performance, Group priorities and goals.

LTI awards aim to retain critical skills and reward employees for sustainable long-term performance over a three-year performance period. Performance measures cover financial and non-financial aspects, with the majority weighting allocated to financial measures.

An appropriate balance exists between the short-term and long-term incentives. The plans are designed to align with Omnia's business strategy, strategic objectives and key focus areas. Variable pay is linked to performance conditions and forms the greater portion of the expected total remuneration of the executive.

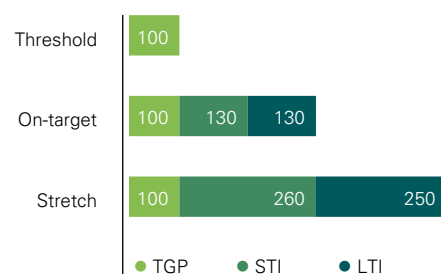
The board aims to align executive remuneration with Omnia's long-term interests by ensuring that variable pay is linked to performance conditions and that excessive or inappropriate risk-taking is not encouraged.

Executives have annual performance contracts with a set of key performance indicators (KPI) that are linked to the Group scorecard performance conditions, both financial and non-financial.

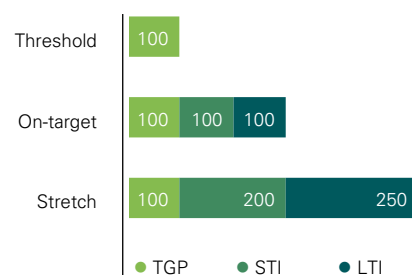
Performance ratings and the audited financial results are used in the calculation of the financial and non-financial performance conditions.

The typical pay mix for executives, showing the balance between fixed and variable remuneration, is illustrated below. At on-target performance, variable pay constitutes the greater portion of total remuneration, reflecting the alignment of executive reward with Company performance.

CEO (% of TGP)



FD and Prescribed Officers (% of TGP)



Target-setting principles

Targets are set for threshold, on-target and stretch levels for all measures. Threshold represents the minimum level of performance required for the payment of any incentive, on-target relates to good performance while stretch targets reflect exceptional stakeholder value creation.

The methodology applied in setting the targets is consistent with that applied in prior years, with the financial targets being set at a Group level, built from the bottom up. The reportable segments are rolled up into a divisional level, which in turn are consolidated into Group targets.

While the metrics used in the LTI and STI schemes may appear similar, they differ in how objectives and performance levels are set. STI target levels are more internally focused, guided by prior-year actuals, the upcoming year's budget and targeted growth. In contrast, LTI performance levels are set using external growth references such as CPI and GDP.

The targets are referenced to external sources, sense-checked back to prior-year achievement and budgets and assessed for adequate stretch to drive the strategic objectives of the Company and create stakeholder value, while being cognisant of not disincentivising investment in future growth.

The Group targets and weightings are determined annually by the committee and approved by the board. Divisional targets with reference to the Group scorecard are agreed with the executive and divisional management.

Total guaranteed package (TGP)

Executive remuneration is benchmarked against a reputable survey for a general market comparison and an appropriate comparator group, comprising companies on the JSE that correlate closely with Omnia in terms of size, organisational complexity, nature of operations and governance requirements. The policy is to target the 50th percentile (median) of the comparator group, with positioning on a bell-shaped curve around the median based on individual experience and sustained performance.

Approach to annual increases

Annual TGP increases are determined by the committee with reference to individual performance, market movement, internal equity and affordability.

The remuneration committee ensures that equal pay for work of equal value principles are applied and that any differences in remuneration within the same job level are justifiable based on seniority, length of service, experience, qualifications, performance or skill shortages.

Short-term incentives – Management STI plan

The STI plan is designed to incentivise Group, divisional, inter-divisional and individual performance over a 12-month performance period aligned with the financial year (1 April to 31 March).

Operation and overview

The STI is calculated in accordance with the formula:

$$\text{STI} = (\text{TGP} \times \text{STI participation level}) \times (\text{weighted percentage achievement against performance targets}) \times \text{safety modifier}$$

Adjusted for personal performance



Remuneration report continued

Weighted percentage achievement against performance targets (group scorecard outcome) is limited to 100% for all executives other than the CEO, where stretch performance levels are attained. Payouts in excess of this level are discretionary, awarded based on Company affordability, personal performance and are capped at the overall Group scorecard achievement level. STI for the CEO is calculated in line with the formula.

The CEO, FD, COO and Group executives are measured fully on the Group performance, whereas an element of divisional performance is incorporated for divisional executives, while still maintaining an overall Group focus.

The STI drives the safety imperative through the application of a safety modifier. A safety modifier can reduce the STI outcome where safety outcomes do not meet expectations or increase the STI outcome for exceptional safety results.

STI opportunity

The on-target STI opportunity for the CEO is 130% of TGP, and for the FD and prescribed officers, 100% of TGP.

STI performance measures and measurement

The CEO, FD, COO and Group executives are measured in full on Group performance, including key financial measures (carrying the most significant weighting), and non-financial measures covering strategic, operational and sustainability objectives.

Each measure has a threshold (75%), target (100%) and stretch (200%) achievement level, depending on the extent to which the targets are met. Performance below threshold level would result in no STI payment.

The specific targets are set annually by the committee and disclosed retrospectively in the implementation report to protect commercial sensitivity.

Discretion

The committee retains the discretion to adjust bonuses. Downward adjustments could be considered where the performance outcomes, specifically on the financial measures, are materially below the threshold, there are unacceptable safety outcomes (particularly relating to fatalities), or in the case of major environmental incidents or events causing significant harm to Omnia's reputation. Any use of discretion and the rationale will be disclosed in the implementation report.

Form and timing of payment

All STI bonuses are payable through the payrolls at the end of July each year. Payments are only made to participants that are in the employ of the Company and not serving a notice period on STI payment date, except in the case of normal retirement.

Termination of employment and other provisions

Prorated STI payments are not considered for participants where employment terminates by reason of resignation, dismissal, mutual separation or retrenchment, prior to STI payment date.

Prorated STI payments, based on employment period served during the incentive period, will be considered for participants where:

- Employment commences during the incentive period, but prior to 1 January.
- In the event of temporary, prolonged absence from work during the incentive period.
- Normal retirement during the incentive period and up to payment date.

Where proration is applied, Company performance is only assessed at the end of the performance period and STI payments are still made in July.

Prorated STI calculations will be applied to promotions during the incentive period, considering changes in salary, participation level and performance rating.

New appointments that take effect on or after 1 January each year are not eligible for participation in the STI of that financial year.

STI payments are subject to malus and clawback provisions.

Long-term incentive (LTI) plan – Omnia 2020 Share Plan

Operation and overview

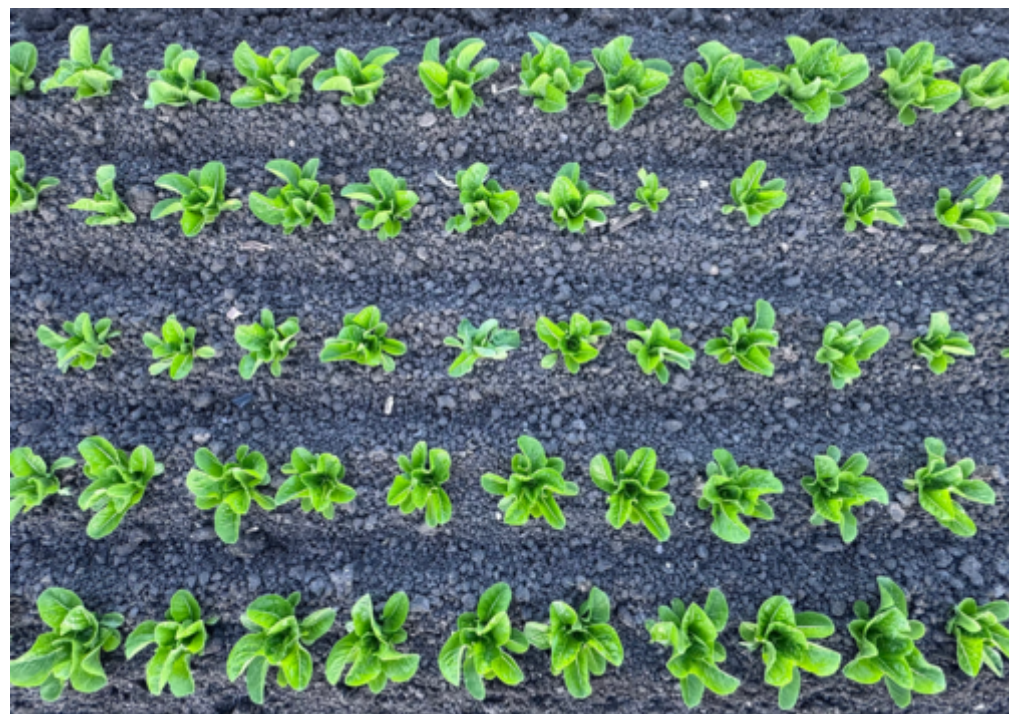
The Omnia 2020 Share Plan governs the allocation of share awards with the objective of rewarding long-term sustainable performance of participants, achieving alignment between participants' remuneration and stakeholder interests, providing an attraction and retention mechanism in a market where highly skilled people are in demand. LTI awards are settled in Omnia Holdings Limited shares (performance forfeitable shares). The shares are held in restricted activity accounts in the participants' name for the incentive period and are subject to performance and employment conditions which determine vesting timelines. Save for the forfeiture and disposal restrictions, participants will have all other shareholder rights including voting and dividends. Dividends are payable in line with ordinary shareholders in terms of dividend declarations and payment dates.

The Company is not permitted to issue new shares or use treasury shares for purposes of settling the awards. Shares are purchased in the market and awarded to the confirmed participants.

A cash-settled plan mirrors the equity plan for jurisdictions where administrative and regulatory challenges do not permit equity awards. Participants in the cash-settled plan are awarded performance forfeitable units linked to Omnia Holding Limited shares.

LTI opportunity

Award values are based on internal and external benchmarks to ensure alignment between employee levels, individual performance and maintaining an appropriate level of retention relative to the individual's strategic importance to the organisation into the future. Maximum LTI opportunity for executives, expressed as a percentage of TGP, is 250%.



Remuneration report continued

LTI vesting period

The employment period will commence on award date and ordinarily extend for a period of three years during which participants are required to remain employed within the Group. Staggered vesting may be applied to awards made to key individuals, extending the employment period and retention objective to five years overall. The awards will vest on expiry of the employment period, following the verification of the performance conditions by an independent party and confirmation by the committee of the achievement level. The timing of awards and vesting may be delayed by closed trading periods.

LTI performance measures and measurement

The LTI scorecard includes financial measures (carrying the most significant weighting), for example headline earnings per share growth, relative total shareholder return against a defined comparator group and strategic initiatives. An appropriate comparator group for purposes of performance condition assessment in respect of relative measures to a peer group, would be selected based on prioritising macroeconomic and industry exposure, incorporating companies that operate under similar market conditions. The committee would regularly review the comparator group for continued correlation and appropriateness.

Each measure has a threshold (75%), target (100%) and stretch (200%) vesting level, depending on the extent to which the targets are met. Performance below threshold level will result in no vesting outcome. However, notwithstanding stretch performance levels set up to 200%, the overall maximum vesting is capped at 100% of the award granted. The plan does not accommodate additional allocations for outperformance.

The specific targets are set annually by the committee and disclosed retrospectively in the implementation report in the period in which they vest.

Treatment of awards on termination of employment and other provisions

The rules of the plan define the treatment of awards in the event of termination of employment, distinguishing between good and bad leavers, as well as in the event of a change of control and variation in share capital.

For death or disability, vesting is accelerated and only performance-based proration applied. For all other good leavers, awards are prorated by time, based on the period served during the incentive period, and performance.

In the event of a change in control, the committee has the discretion to take appropriate action to ensure that, as far as possible, participants are no worse off as a result of the event.

In the case of a variation in share capital, participation in the plan continues and the committee may adjust the number of unvested awards to protect the interests of the participants. Participants would be entitled to participate in a rights issue in respect of their unvested shares. Rights issue shares would not be subject to any restrictions and would vest immediately. Unvested awards lapse in the event of liquidation.

Full forfeiture of unvested awards is applied in the case of bad leavers.

All LTI awards are subject to malus and clawback conditions.

Contractual and termination arrangements

Contracts and restraints of trade

The executives have indefinite permanent employment contracts with notice periods of up to six calendar months. The standard contractual terms include confidentiality obligations and restraint of trade provisions.

Restraints of trade restrict incumbents from competitive activities in the manufacture, marketing, distribution and sale of fertilizer, explosives and chemicals and any other products manufactured, marketed or sold by the Group. The restraint periods are between six and twelve calendar months for executives.

Termination payments

Termination payments are made in line with contractual obligations, prevailing law and share plan rules. No payments for loss of office are provided for in executive contracts, beyond notice period payments and accrued leave.

Retention and replacement awards

Retention awards may be made in exceptional circumstances to secure scarce skills. The awards are typically structured as performance forfeitable shares under the Omnia 2020 Share Plan and have strict performance and fulfilment conditions.

During the hiring process, it may be necessary to provide compensation for the loss of unvested awards granted by the previous employer. Replacement awards are limited to the value of awards forfeited and are typically made as similar awards under the Omnia 2020 Share Plan, subject to performance and employment conditions.

Guaranteed incentives

These incentives are seldom granted and are subject to strict fulfilment conditions. They only apply in the first year of employment, are subject to a two-year pay back provision and acceptable performance levels.

Minimum shareholding requirement (MSR)

The MSR is designed to align the interests of executives and shareholders by encouraging meaningful share ownership. The policy supports long-term value creation, the retention of key leadership talent and the development of a strong ownership culture within the executive.

The executives are required to build up their shareholding in the Company to target levels over an approximate five-year period and maintain these levels for their period in office.

The minimum shareholding requirement levels, expressed as a percentage of TGP, have been benchmarked against the market.

- CEO: 400% of TGP
- FD: 200% of TGP
- Prescribed officers: 200% of TGP

To meet the requirements, the executive may commit shares that vest in terms of the LTI plans by way of notice to, and approval by the committee, prior to vesting. The committed shares will be subject to a further holding period, ending on the earlier of termination of employment, the abolishment of the MSR, or by an exemption granted by the committee in special circumstances, following a full assessment process, the intention being that the shareholding levels are maintained for the period in office.

The commitment of shares to MSR, in excess of the minimum levels, is permitted to ensure continued alignment with the purpose of the policy.

Personal investment shares may, at the election of the executive, be counted when determining whether the target minimum shareholding levels have been satisfied. Personal investment shares are not subject to any restrictions and may be freely disposed of at any time provided it is outside a closed or prohibited period. These may include shares purchased by the individual, a family trust or family company and vested and settled shares resulting from participation in the Company LTI share plans, which have not specifically been committed in terms of the MSR policy.

The committee reviews MSR progress annually to ensure compliance by measurement date.

Malus and clawback policy

The malus and clawback policy aligns the interests of executives with the long-term interests of the Company, ensuring that excessive or inappropriate risk-taking is not rewarded. The committee may advise the board to apply its discretion to reduce or recoup any incentive award (in whole or in part) where a trigger event has occurred.

The policy applies to all variable remuneration including STI, retention payments, ex-gratia payments, if any, and LTI awards.

There is a process in place to understand the impact of any trigger event (if applicable), determine the proximity of participants and their accountability, and provide notice to participants, in writing, of any intended action, giving participants the right to respond. The committee may seek and use legal expertise.

Remuneration report continued

Malus is the reduction of unvested or unpaid awards (in whole or in part) before the end of the vesting period (LTI) or prior to payment (STI) and applies to all employees who receive an incentive and is triggered when:

- Any error that has an effect on the calculation of the award
- The Company's (or any subsidiary's) audited Annual Financial Statements contain an error that has impacted the calculation of the award
- The discovery that any information or the assessment of any performance condition(s) used to determine an award was based on a material error or inaccurate or misleading information
- The participant, in the reasonable opinion of the committee, had deliberately misled the Company or any subsidiary, the market and/or the Company's shareholders regarding the financial performance or position of the Company or any subsidiary at any time before the accrual of the award
- The participant's actions at any time whether before or during the vesting period having, in the reasonable opinion of the committee, caused harm to the reputation of the Company, the subsidiary and/or the participant's business

- The participant's actions at any time before the accrual of the award had, in the reasonable opinion of the committee, amounted to misconduct or a material error
- The Company, the subsidiary or the business unit in which the participant works having, in the reasonable opinion of the committee following consultation with the relevant committees, had suffered a material failure of risk management whether before or at the time of the accrual of the award
- The participant's actions had, in the reasonable opinion of the committee, amounted to negligence, incompetence or poor performance at any time whether before or at the time of the accrual of the award
- Any other matter which, in the reasonable opinion of the committee, is required to be taken into account, to comply with prevailing legal and/or regulatory requirements, which for the avoidance of doubt includes the applicable laws published by a regulator from time to time

Clawback is the recoupment, during the clawback period, of all, or a portion, of the clawback amount, from an employee after vesting or payment.

The clawback amount is the value of the variable remuneration on the vesting or payment date. For awards settled in shares, clawback will apply to the cash value of the shares at the vesting date, before the deduction of tax.

The clawback period is up to five years after the settlement of a variable pay award provided that, if an investigation is still ongoing, the clawback period may be extended until the conclusion of the investigation. The clawback policy applies to executive directors, exco members, prescribed officers and senior managers.

The committee will consider applying clawback in the following limited circumstances:

- Any error has an effect on the calculation of the award
- The Company's (or any subsidiary's) audited Annual Financial Statements contained an error that had impacted the calculation of the award in respect of a period for which the employment condition and employment period applicable to an award were assessed
- The discovery of action or conduct of a participant, which in the opinion of the committee amounts to gross misconduct, that occurred prior to award or vesting
- The discovery that any information or the assessment of any performance condition used to determine an award was based on erroneous, inaccurate or misleading information, and led to a material error in the calculation of any variable pay award and/or
- Where there is reasonable evidence that a trigger event occurred before the vesting date and this is discovered before the expiry of the clawback period, the committee may exercise discretion to require a participant to repay the clawback amount or a portion thereof.

Exercise of discretion

The committee may apply discretion to adjust remuneration outcomes where a strict, formula-based approach would be inconsistent with Group performance, shareholder interests, or fairness. This may involve curbing windfall gains arising from market conditions unconnected to management's efforts or correcting overly harsh outcomes resulting from exceptional events outside executives' control. In doing so, the committee weighs factors including business results, stakeholder impact, market conditions, individual contribution, and conduct. Where discretion is exercised, the rationale and effect would be explained in the implementation report.

Non-executive director fees

The proposed remuneration of the board chair and non-executive directors do not form part of our remuneration policy. Details of the manner in which fees are set and the proposed fees are included in the Notice of AGM, subject to shareholder approval by way of a special resolution at the AGM. Shareholders approve the basis for compensation of the board chair and non-executive directors and the annual fees payable.



Remuneration report continued

Section 3: Implementation report

The implementation report details the outcomes of implementing the remuneration policy for the executives in FY26. Remuneration disclosed reflects earnings received and receivable for the reporting period. The report also contains the wage gap disclosures as required by the Companies Act and details of the planned FY27 implementation.

Contractual terms and payments on termination of employment

There was no movement in the executive during FY26 and consequently no termination payments, sign on or buy-out payments were made. No retention awards were made in the period.

Group-wide guaranteed remuneration increases in the context of fair and responsible remuneration

The mandated annual increase percentages applied to guaranteed remuneration in South Africa, are set out below. The percentages do not include adjustments for promotions. Increases are effective 1 July each year.

Grouping	Mandated increase percentages	
	2026	2025
Non-bargaining unit employees	4.0	6.0
Bargaining unit employees	5.5	6.5

Increase percentages for the international entities were country-specific and aligned in most instances to local inflation rates, taking into account prevailing economic conditions and market trends.

Increases for bargaining unit employees are in terms of the Industrial Chemicals Sector Substantive Agreement. The 5.5% applies for a six-month period and a further 0.5% on 1 January 2027.

Annual increases for all non-bargaining unit employees, including the executive levels, are awarded to individuals with the intention of realising total levels of pay that are not excessive in comparison to the market benchmarks for the role and complexity, are competitive while still managed within the mandate range, recognising performance and contribution to the business.

Remuneration outcomes of the executive

Total Guaranteed Packages (TGP)

TGP increases awarded to the executives based on performance in FY26 are effective 1 July 2026 and included below.

	% increase	2026	2025
Executive directors			
Seelan Gobalsamy	5.0	10 975	10 452
Stephan Serfontein	5.0	5 168	4 921
Prescribed officers			
Tiaan Kotzé	2.0	5 020	4 921
Ralf Hennecke	4.0	5 033	4 839

Short-term incentives (STI)

FY26 outcomes

Annual bonuses are paid in July 2026 based on achievement levels against the defined performance conditions for FY26. The overall Group achievement levels were assessed as 156.6% and applied in terms of the STI calculation formula outlined in the policy, to arrive at the bonus amounts payable. Payments are capped at 200% of STI participation level.

Participation levels as percentages of TGP denote on-target performance.

STI on-target participation levels	% TGP
CEO	130
FD and prescribed officers	100

The Group STI outcomes, as assessed by the committee, are included below:

Measure	Weighting	Targets – Linear measurement between threshold and target and between target and stretch			Achievement		
		75%	100%	200%	Actual	Level	Weighted
Financial	60%						106.4
HEPS (Rand)	24%	5.91	7.37	8.83	8.49	176.7	42.4
Net working capital to revenue (%)	24%	18	16.5	15	15.5	166.7	40.0
Operating margin (%)	12%	7	8	9	9.0	200.0	24.0
Strategic	40%						44.7
People and culture	9%						12.3
Women in leadership (%)	2%	37	38	39	38.6	160.0	3.2
Capacitate key senior leadership positions (%)	4%	25	50	75	63	152.0	6.1
Execution of the initiatives around culture, values and purpose (%)	3%	80% of year 1 plan	100% of year 1 plan	100% of year 1 plan and 20% of year 2 plan	100.0	100.0	3.0
Transformative growth	21%						22.5
Financial growth measures	17%					85.5	14.5
Strategic growth measures	4%					200.0	8.0
Sustainability	10%						9.9
B-BBEE scorecard level	2.5%	2	2	1	2	100.0	2.5
Net energy efficiency per tonne manufactured	2.5%	0.273	0.250	0.248	0.247	200.0	5.0
Water efficiency per tonne manufactured	2.5%	0.439	0.399	0.379	0.403	97.5	2.4
Emissions intensity per tonne manufactured	2.5%	0.037	0.034	0.032	0.047	0.0	0.0
Before safety modifier	100%						151.1
		Tolerance levels					
	Weighting	90%	100%	105%			103.6
Safety modifier	RCR 75%	0.290	0.220	0.125	0.16	103.1	77.3
	FER 25%	1.000	0.750	0.500	0.08	105.0	26.3
After safety modifier							156.6

Remuneration report continued

FY26 calculations

TGP x On-target STI% x Achieved = Calculated, subject to capping

STI awarded

R'000	TGP	On-target STI as % of TGP	Achievement level ¹	Calculated STI	Discretionary adjustments ²	2026	% of TGP	2025	% of TGP
Executive directors									
Seelan Gobalsamy	10 452	130%	156.6%	21 281	–	21 281	204%	18 265	182%
Stephan Serfontein	4 921	100%	100.0% ¹	4 921	2 079	7 000	142%	6 000	127%
Prescribed officers									
Tiaan Kotzé	4 921	100%	100.0% ¹	4 921	(921)	4 000	81%	5 600	118%
Ralf Hennecke ³	4 839	100%	100.0% ¹	4 839	961	5 800	120%	5 700	124%

¹ Achievement level is the weighted achievement attained in the Group STI scorecard outcomes (after application of the safety modifier), which is limited to 100% for all executives other than the CEO, where the STI is calculated in line with the formula. Performance is weighted 60% to Group outcomes and 40% to divisional for Ralf Hennecke.

² Discretionary adjustments are made in respect of individual performance, with total STI awards capped at 200% of participation level and limited to the overall Group STI scorecard outcome. Discretionary awards are not scaled to the full extent of Company outperformance.

³ STI participation level was updated to 100% of TGP, from 75% of TGP in the prior year, for all prescribed officers for consistency across job levels.

FY27 STI scorecard

The STI performance measures and weightings for the period 1 April 2026 to 31 March 2027 are tabled below and remain largely unchanged from the prior year. The performance measures are designed to drive the Company's growth strategy while maintaining a focus on profitability and cash generation to support the growth initiatives.

Absolute targets for the STI are not disclosed due to commercial sensitivity. Retrospective disclosure of the outcomes against these targets will be included in the next implementation report.

Performance measures	FY27 Weighting		FY26 Weighting	
Financial	60%		60%	
Headline earnings per share	24%		24%	
Net working capital to revenue	24%		24%	
Operating margin	12%		12%	
Strategic	40%		40%	
People and culture	9%		10%	
Transformative growth	21%		9%	
Financial growth measures	17%		21%	
Strategic growth measures	4%		17%	
Sustainability	10%		4%	
Potential STI before safety modifier	100%		100%	
Safety modifier 90% – 105%	RCR	75%	RCR	75%
	FER	25%	FER	25%

All strategic measures are quantifiable and measurable.



Remuneration report continued

Long-term incentives (LTI)

LTI outcomes – 2023 performance forfeitable share awards (performance period: FY24 to FY26)

The 2023 performance forfeitable share awards granted in July 2023, in terms of the Omnia 2020 Share Plan rules, had a three-year performance period that ended 31 March 2026. Achievement against the performance conditions was assessed as 130%. Vesting levels will be capped at 100% in line with the plan mechanics.

Achievement against the performance conditions is detailed below.

LTI targets: 2023 awards								
Performance period 1 April 2023 to 31 March 2026								
Linear measurement between threshold and target and between target and stretch								
		Vesting levels:	75%	100%	200%	Achievement		
Measure	Unit of measure	Weighting	Threshold	Target	Stretch	Actual	Level	Weighted
Financial		60%						96.7
HEPS growth ¹	%	20%	CPI	CPI+GDP	CPI+GDP+1%	CPI+GDP+7%	200	40.0
Return on average equity ¹	%	20%	11	12	13	11.6	90	18.0
Relative TSR	Position in peer group	20%	Top 15 from 20	Top 8 from 20	Top 5 from 20	Ranked 5 form 19	193	38.7
Strategic		40%						33.4
Sustainability		10%						15.0
B-BBEE scorecard	B-BBEE level	2.50%	2	2	1	2	100	2.5
Net energy efficiency	GJ per tonne manufactured	2.50%	0.280	0.270	0.260	0.247	200	5.0
Water efficiency	KL per tonne manufactured	2.50%	0.435	0.425	0.410	0.403	200	5.0
Decarbonisation	Specific milestone-based goals	2.50%	Approved science-based pathway	Commitment to decarbonisation pathway	Commence and measure the implementation of the decarbonisation pathway	Commitment to decarbonisation pathway	100	2.5
People and culture		10%						8.3
Women in leadership	% of women in top and senior management	10%	38	40	42	38.6	83	8.3
International growth		20%						10.1
Financial growth measures		16%				174	46	7.4
Non-financial growth measures		4%				838	68	2.7
		100%						130.1
Total						Capping		100.0

¹ Calculated annually and averaged over the three-year performance period.

Remuneration report continued

LTI awards – 2026 (performance period: FY27 to FY29)

The annual award values are reflected in the table below. The granting of awards is based on performance during FY26.

R'000	Value R'000	% of TGP
Executive directors		0
Seelan Gobalsamy	26 100	250
Stephan Serfontein	7 500	152
Prescribed officers		
Tiaan Kotzé	3 000	61
Ralf Hennecke	5 500	114

The awards will vest in July 2029 to the extent that the performance conditions are satisfied and the vesting level approved by the committee, subject to the employment conditions.

The LTI plan does not provide for additional share awards when outperformance levels are achieved. The maximum vesting level is 100% of the initial award.

The performance conditions attached to the 2026 awards remain largely unchanged from the prior year and are set out below. Targets are deemed commercially sensitive and will be disclosed retrospectively, in line with established practice.

Measure	Unit of measurement	2026 Weighting	2025 Weighting
Financial		60%	60 %
HEPS growth	%	20%	20 %
Return on average equity	%	20%	20 %
Relative TSR	Position in peer group	20%	20 %
Strategic		40%	40 %
Sustainability		10%	10 %
B-BBEE scorecard	B-BBEE level	2.5%	2.5 %
Net energy efficiency	GJ per tonne manufactured	2.5%	2.5 %
Water efficiency	KL per tonne manufactured	2.5%	2.5 %
Decarbonisation	Specific milestone-based goals	2.5%	2.5 %
People and culture		10%	10 %
Women in leadership	% of women in top and senior management	10%	10 %
International growth		20%	20 %
Financial growth measures		16%	16 %
Non-financial growth measures		4%	4 %
Total		100%	100 %



Remuneration report continued



Executive remuneration

Remuneration 2026

The following table sets out the total remuneration for the executives for FY26. Total remuneration above differs to directors and prescribed officers' remuneration reported in the Annual Financial Statements as it includes the finalised STI as it relates to performance in FY26.

R'000	2026									
	Basic salary	Retirement funding	Medical aid	Car allowance	TGP ¹	Other ²	Qualifying dividends ³	STI ⁴	LTI ⁵	Total
Executive directors										
Seelan Gobalsamy	9 786	—	345	220	10 351	8	8 530	21 281	21 462	61 632
Stephan Serfontein	3 985	350	187	352	4 874	8	1 646	7 000	3 765	17 293
	13 771	350	532	572	15 225	16	10 176	28 281	25 227	78 925
Prescribed officers										
Tiaan Kotzé	4 312	350	212	—	4 874	8	2 311	4 000	1 569	12 762
Ralf Hennecke	3 544	631	246	360	4 781	14	1 481	5 800	1 569	13 645
	7 856	981	458	360	9 655	22	3 792	9 800	3 138	26 407

¹ TGP is remuneration earned during FY26 and differs from the values shown under TGP increases awarded because the increases are effective 1 July each year.

² Other includes subscription fees, and a long service award paid to Ralf Hennecke.

³ Qualifying dividends represent dividends received on unvested shares in terms of the share plan rules.

⁴ STI paid in respect of the FY26 performance period.

⁵ LTI refers to the value of shares that vested in terms of the share plan rules and were committed to MSR during FY26. The shares were released from the forfeiture provisions but remain subject to disposal restrictions until the end of the holding period. The committed shares are valued at market value, defined as the 20-day V-WAP in the plan rules, on plan vesting date. No cash settlement values were realised in FY26 as a result of the commitment to MSR. Details are included in the table of unvested share awards and MSR progress section. Share awards that vest during FY27 will be reported on in that year, consistent with reporting in prior years and aligned to the emolument disclosures in the Annual Financial Statements.

Remuneration 2025

The following table sets out the total remuneration for the executives for FY25.

	2025									
R'000	Basic salary	Retirement funding	Medical aid	Car allowance	TGP ¹	Other ²	Qualifying dividends ³	STI ⁴	LTI ⁵	Total
Executive directors										
Seelan Gobalsamy	9 091	–	319	220	9 630	8	8 892	18 265	–	36 795
Stephan Serfontein	3 701	350	174	352	4 577	8	1 455	6 000	3 227	15 267
	12 792	350	493	572	14 207	16	10 347	24 265	3 227	52 062
Prescribed officers										
Tiaan Kotzé	4 035	350	193	–	4 578	8	2 543	5 600	4 713	17 442
Ralf Hennecke	3 246	583	228	360	4 417	–	1 419	5 700	3 831	15 367
Michelle Nana ⁶	161	29	16	–	206	164	–	–	–	370
	7 442	962	437	360	9 201	172	3 962	11 300	8 544	33 179

¹ TGP is remuneration earned during FY25 and will differ to the values shown under TGP increases awarded. The increases are effective 1 July each year.

² Other includes subscription fees, and leave pay for Michelle Nana paid out on termination.

³ Qualifying dividends represent dividends received on unvested shares in terms of the share plan rules.

⁴ STI paid in respect of the FY25 performance period.

⁵ Awards that vested during FY25 are reflected at the 20-day V-WAP on vesting date per the rules of the scheme. Shares that were committed to MSR were valued using the 20-day V-WAP at year end. Details of the shares committed to MSR are included in the table of unvested share awards. Awards that vested in June 2025 are included in FY26, consistent with reporting in prior years.

⁶ Resigned with effect 22 April 2024. Leave pay of R160 806 was paid out on termination.

Remuneration report continued

Unvested share awards

All movements in LTI awards during FY26 are included in the table below, together with qualifying dividends earned in the same period.

			Number of restricted shares				R'000 value			
	Award date	Award price R	Opening balance	Awarded ¹	Vested ²	Closing balance	End of performance period	Expected vesting date	Qualifying dividends ³	Fair value at 31 March 2026 ⁴
Executive directors										
Seelan Gobalsamy										
Performance forfeitable shares	Mar 22	66.00	179 546	–	(179 546)	–	Mar 25	Jun 25	–	–
	Mar 22	66.00	119 697	–	(119 697)	–	Mar 25	Jun 25	–	–
	Mar 22	66.00	119 697	–	–	119 697	Mar 25	Jul 26	808	10 872
	Mar 22	66.00	119 698	–	–	119 698	Mar 25	Jun 27	808	10 872
	Jul 23	56.90	348 525	–	–	348 525	Mar 26	Jul 26	2 353	31 657
	Jul 24	54.60	383 171	–	–	383 171	Mar 27	Jul 27	2 586	34 803
	Jul 25	71.54	–	292 655	–	292 655	Mar 28	Jul 28	1 975	26 582
Total			1 270 334	292 655	(299 243)	1 263 746			8 530	114 786
Stephan Serfontein										
Performance forfeitable shares	Jul 22	75.30	47 822	–	(47 822)	–	Mar 25	Jun 25	–	–
	Jul 23	56.90	68 493	–	–	68 493	Mar 26	Jul 26	462	6 221
	Jul 24	54.60	30 503	–	–	30 503	Mar 27	Jul 27	206	2 771
	Jul 24	54.60	30 503	–	–	30 503	Mar 27	Jul 28	206	2 771
	Jul 24	54.60	30 503	–	–	30 503	Mar 27	Jul 29	206	2 771
	Jul 25	71.54	–	83 870	–	83 870	Mar 28	Jul 28	566	7 618
Total			207 824	83 870	(47 822)	243 872			1 646	22 152

Refer to the notes below prescribed officers' table.



Remuneration report continued

Unvested share awards continued

Prescribed officers	Award date	Award price R	Number of restricted shares			Closing balance	End of performance period	Expected vesting date	R'000 value	
			Opening balance	Awarded ¹	Vested ²				Qualifying dividends ³	Fair value at 31 March 2026 ⁴
Tiaan Kotzé										
Performance forfeitable shares	Feb 22	60.00	29 167	–	–	29 167	Mar 24	Jul 26	197	2 649
	Feb 22	60.00	41 667	–	–	41 667	Mar 25	Jul 26	281	3 785
	Feb 22	60.00	41 667	–	–	41 667	Mar 26	Jan 27	281	3 785
	Jul 22	75.30	19 926	–	(19 926)	–	Mar 25	Jun 25	–	–
	Jul 23	56.90	68 493	–	–	68 493	Mar 26	Jul 26	462	6 221
	Jul 24	54.64	30 503	–	–	30 503	Mar 27	Jul 27	206	2 771
	Jul 24	54.64	30 503	–	–	30 503	Mar 27	Jul 28	206	2 771
	Jul 24	54.64	30 503	–	–	30 503	Mar 27	Jul 29	206	2 771
	Jul 25	71.54	–	69 891	–	69 891	Mar 28	Jul 28	472	6 348
Total			292 429	69 891	(19 926)	342 394			2 311	31 101
Ralf Hennecke										
Performance forfeitable shares	Jul 22	75.30	19 926	–	(19 926)	–	Mar 25	Jun 25	–	–
	Jul 23	56.90	57 956	–	–	57 956	Mar 26	Jul 26	391	5 264
	Jul 24	54.64	30 503	–	–	30 503	Mar 27	Jul 27	206	2 771
	Jul 24	54.64	30 503	–	–	30 503	Mar 27	Jul 28	206	2 771
	Jul 24	54.64	30 503	–	–	30 503	Mar 27	Jul 29	206	2 771
	Jul 25	71.54	–	69 891	–	69 891	Mar 28	Jul 28	472	6 348
Total			169 391	69 891	(19 926)	219 356			1 481	19 925

¹ Shares awarded during FY26, determined with reference to Company and individual performance during FY25.

² Shares that vested during FY26 based on performance during the three-year period to 31 March 2025.

All shares vested were committed to MSR in terms of which the forfeiture provisions no longer apply, however, the shares remain subject to disposal restrictions.

Due to the commitment to MSR no cash settlement values were realised in FY26, other than the qualifying dividends.

³ Qualifying dividends represent dividends received on unvested shares.

⁴ Fair value at closing is calculated using the year end 20-day V-WAP of R90.83.



Remuneration report continued

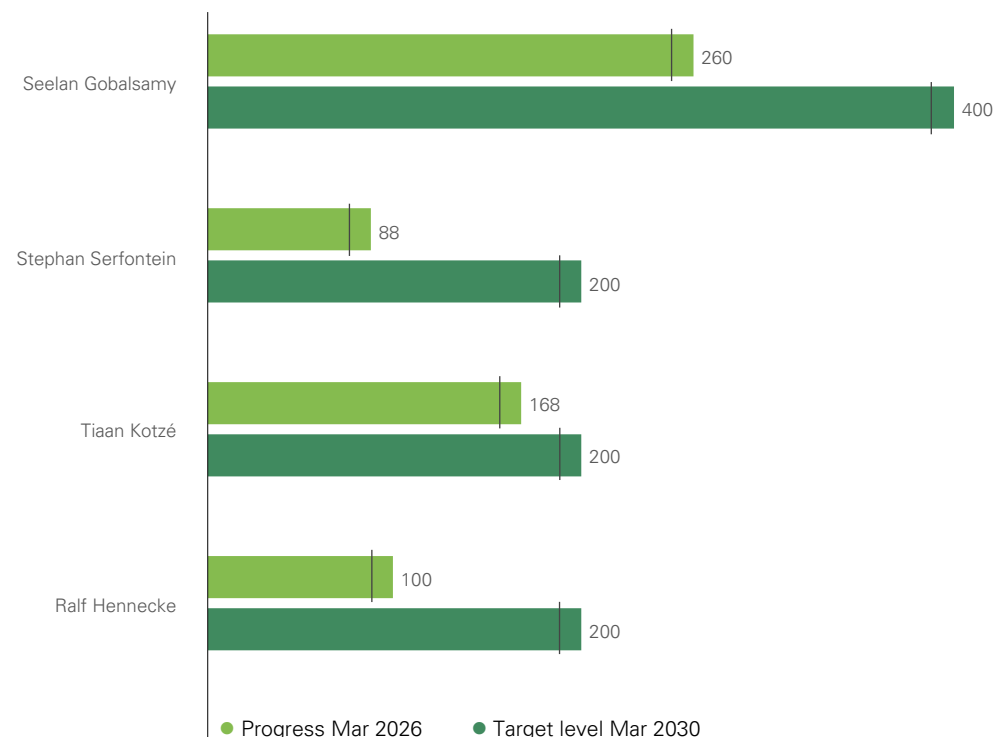
Minimum shareholding requirement (MSR) progress

Progress on shareholding levels attained to date, as reflected below, have been calculated in terms of the policy, based on the market value of committed shares, being the 20-day V-WAP, as a percentage of TGP, on 31 March 2026. Minimum levels need to be attained by 31 March 2030.

Number of shares committed to MSR	Committed FY25	Committed FY26	Closing
Seelan Gobalsamy	–	299 243	299 243
Stephan Serfontein	–	47 822	47 822
Tiaan Kotzé	70 833	19 926	90 759
Ralf Hennecke	33 334	19 926	53 260
Total	104 167	386 917	491 084

Committed shares are released from the forfeiture provisions but remain subject to disposal restrictions until the end of the holding period.

MSR progress (%)



Non-executive directors' fees

The non-executive directors' fees paid during the year under review, as approved previously by shareholders, and the total comparative fees are disclosed below. All fees are shown excluding VAT.

R'000	2026	2025
Tina Eboka (chair)	1 517	1 438
Nick Binedell	523	477
Ronald Bowen ¹	362	686
Sizwe Mncwango ¹	292	477
Wim Plaizier	969	899
Thoko Mokgosi-Mwantembe	794	720
George Cavaleros	1 082	1 089
Ronel van Dijk	744	686
	6 283	6 472

¹ Ronald Bowen and Sizwe Mncwango, whose tenures were over nine years, retired by rotation at the AGM on 11 September 2025.

Wage gap disclosures

Who is included in the disclosures

All South African employees, both permanent and temporary, totalling 2 544, were included in the review, except our 19 apprentices and six learners.

Apprentices were excluded from the calculations due to their non-standard, developmental employment terms which would distort the ratios, detracting from the purpose of the disclosures. On completion of their three-year training programmes, this group is absorbed into the business and their pay and employment terms normalised for the roles they fill. Similarly, learners, who receive a stipend from the Company while they complete their studies, are excluded from the calculations.

Individuals employed by foreign subsidiaries would only be included in the disclosures if they were executive directors or prescribed officers as foreign pay practices and exchange rate conversions impair comparability and including employees of foreign entities would exceed the purpose of the amendments to the Companies Act, which is principally aimed at addressing income inequality within South Africa.

Currently, all executives are employed in South Africa and were included in the disclosures.

How do we calculate total remuneration

For purposes of the review and calculations, earnings were disclosed on a payroll basis for consistency across the employee base and included all amounts paid to the employees during FY26, including salaries, benefits, variable pay, long service awards and severance payments. The amounts differ from the FY26 tables of executive directors' and prescribed officers' remuneration due to the STI and LTI values. The executive remuneration tables include the STI receivable for FY26 performance, payable through payroll in July 2026, whereas the wage gap disclosures include the STI paid through payroll during FY26, based on FY25 performance. When LTI shares are committed to MSR, there is no cash settlement value processed through payroll, although the illustrative vesting value is included in the executive remuneration disclosures.

Earnings included dividends received by employees on unvested shares.

The earnings of employees that joined during the reporting period were annualised for a more meaningful assessment of internal pay equity across the workforce.

Being the first year of implementation, the current year disclosures create a base against which to track year-on-year movements. Disclosures will be extended in future reporting periods.

Remuneration report continued

	R'000
Total remuneration of the highest-paid employee ¹	37 147
Total remuneration of the lowest-paid employee	130
Average total remuneration ²	693
Median total remuneration	400
Ratio – Top 5% to bottom 5%	21 : 1

¹ The highest paid employee is the CEO. Refer to the table of executive remuneration for details.

² Average total remuneration relates to the population specifically defined for wage gap disclosures and will differ from other average employment costs per employee disclosures in the Integrated Report.

Total remuneration of the CEO is reconciled to the executive remuneration table as follows:

	R'm
Total remuneration per wage gap disclosures above	37.1
Less: FY25 STI (paid July 2025)	(18.3)
Add: FY26 STI (payable July 2026)	21.3
Add: LTI non-cash-settled value (MSR committed shares)	21.5
Total remuneration per executive remuneration table	61.6

The ratio between highest and lowest earners reflects the difference in the scope and responsibilities assigned to the roles. Between 60% and 70% of remuneration at the executive levels is variable pay (STI and LTI) linked directly to the performance of the Company, as compared to the lowest earner, on a temporary employment contract. Temporary employees are not eligible to participate in the STI and LTI plans.

The committee and business remain committed to ensuring pay parity across the organisation.



Shareholder analysis

for the year ended 31 March 2026

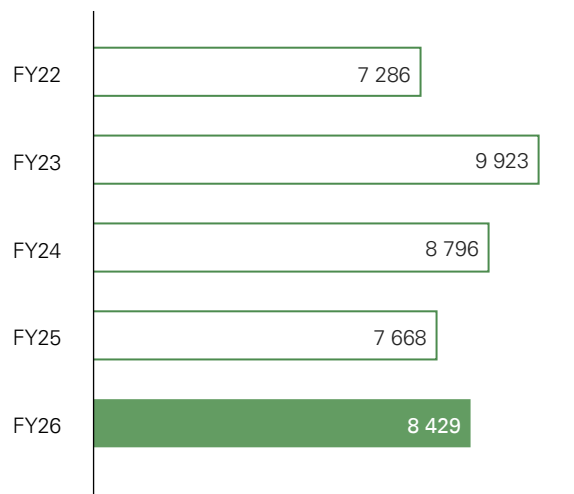
Shareholder type	Number of shareholders	% of total shareholders	Number of shares	% of total shares
Assurance companies	38	0.45	3 017 510	1.86
Close corporations	31	0.37	119 796	0.07
Collective investment schemes	349	4.14	62 179 570	38.31
Custodians	30	0.36	4 951 050	3.05
Foundations and charitable funds	28	0.33	1 071 172	0.66
Hedge funds	16	0.19	7 246 693	4.47
Insurance companies	5	0.06	37 129	0.02
Investment partnerships	11	0.13	38 466	0.02
Managed funds	44	0.52	1 198 210	0.74
Medical aid funds	13	0.15	465 477	0.29
Organs of state	12	0.14	32 625 280	20.10
Private companies	161	1.91	1 184 127	0.73
Public companies	20	0.24	315 374	0.19
Public entities	3	0.04	243 941	0.15
Retail shareholders	6 999	83.03	13 066 424	8.05
Retirement benefit funds	458	5.43	17 860 081	11.00
Scrip lending	8	0.09	1 881 075	1.16
Share schemes	1	0.01	247 510	0.15
Sovereign funds	4	0.05	3 570 009	2.20
Stockbrokers and nominees	18	0.21	7 259 373	4.47
Trusts	178	2.11	3 718 926	2.29
Unclaimed scrip	2	0.02	7	—
Total	8 429	100.0	162 297 200	100.0

¹ In terms of section 56(3)(a) and (b) and section 56(5)(a)(b) and (c) of the South African Companies Act, 2008 (Act No. 71 of 2008), foreign disclosures have been incorporated into this analysis.

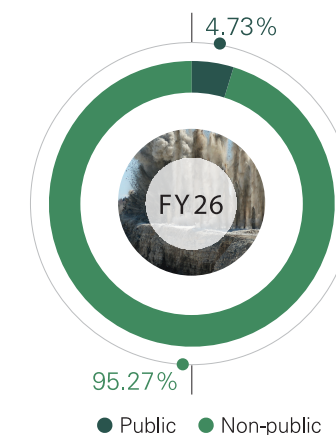
	Number of shareholders	% of total shareholders	Number of shares	% of total shares
Number of shares				
1 – 1 000	6 584	78.11	799 968	0.49
1 001 – 10 000	1 061	12.59	3 540 240	2.18
10 001 – 100 000	568	6.74	19 474 629	12.00
100 001 – 1 000 000	183	2.17	52 583 306	32.40
1 000 001 and more	33	0.39	85 899 057	52.93
Total	8 429	100.0	162 297 200	100.0
Non-public/public				
Non-public	171	2.03	7 676 257	4.73
Directors and prescribed officers (including unvested share scheme shares and shares held in MSR)	12	0.14	3 912 237	2.41
Own holdings (Omnia Group)	2	0.02	161 960	0.10
Employee share schemes	157	1.86	3 602 060	2.22
Public	8 258	97.97	154 620 943	95.27
Total	8 429	100.00	162 297 200	100.00

Distribution of shareholders

Number of shareholders



FY26 public versus non-public (%)



Shareholder analysis continued

for the year ended 31 March 2026

	Number of shares	% of total shares
Fund managers with a holding greater than 3% of the issued shares		
Public Investment Corporation	25 316 898	15.60
Camissa Asset Management	20 096 565	12.38
M & G Investments	14 255 141	8.78
Allan Gray	12 972 615	7.99
Peregrine Capital	6 663 863	4.11
Vanguard Investment Management	6 572 078	4.05
Total	85 877 160	52.9
Beneficial shareholders with a holding greater than 3% of the issued shares		
Government Employees Pension Fund	31 296 228	19.28
Allan Gray	9 197 365	5.67
Camissa Asset Management	6 875 362	4.24
Peregrine Group	6 663 863	4.11
Vanguard Investment Management	6 572 078	4.05
Total	60 604 896	37.4



Terms and acronyms

AGM	Annual general meeting
AgTech	Agriculture technology
AI	Artificial intelligence
Ammonium nitrate	Ammonium nitrate is a salt of ammonia and nitric acid, used mostly in the production of fertilizers and explosives
ARC	Audit and risk committee
AXXIS™	Patented electronic delay detonators
Basic earnings per share	Profit attributable to ordinary shareholders divided by the weighted average number of ordinary shares in issue during the year, excluding shares held by the various share incentive schemes
B-BBEE	Broad-based black economic empowerment is a process by which the South African government is aiming to ensure economic equity among race groups, governed by the Broad-based Black Economic Empowerment Act 53 of 2003
Black	Defined by the Broad-based Black Economic Empowerment Act 53 of 2003 and the Employment Equity Act 55 of 1998 to include Africans, Coloureds and Indians
BLASTMAP™	BLASTMAP™, is a blast planning, design and analysis software application used in surface and underground mining. The digital tool has simulation and prediction features, for blast planning. Together with the Mining division's XPLOG™ and AXXIS™ systems, BLASTMAP™ provides planned data overlapped by actual data to make informed decisions and optimise blast outcomes
BME	BME is a division of Omnia that manufactures and supplies explosives, technical services, mining chemicals and value-add technology to the mining, quarrying and construction industries
CAIA	Chemical & Allied Industries' Association – South African industry body that promotes responsible behaviour, supports education initiatives and facilitates government engagement on behalf of chemicals companies
CEO	Chief Executive Officer
CO₂	Carbon dioxide
CO₂e	Carbon dioxide equivalent
CoE	Centre of excellence
Companies Act	Companies Act 71 of 2008, which applies to all companies in South Africa
Corporate governance	Framework of rules and practices by which a board of directors ensures accountability, fairness and transparency in a company's relationship with all its stakeholders
CDP	A global non-profit organisation that runs a standardised environmental disclosure and reporting system for climate change, water and forestry
CSI	Corporate social investment – an organisation's contribution to social development activities; component of an organisation's greater corporate social responsibility
CSRD	Corporate Sustainability Reporting Directive – a law that requires companies to report on the environmental, social and governance performance of their operations
Current ratio	Current assets divided by current liabilities
D365	Microsoft Dynamics 365 aims to strengthen the governance and control pillars across all segments
Dividend cover	Earnings per share divided by the ordinary dividend per share for the year
EBITDA	Operating profit before finance cost, depreciation and amortisation, net of impairments
Effective tax rate	Tax expense expressed as a percentage of profit before tax

Employment equity	Employment equity applies to all employers and employees and protects employees and job seekers from unfair discrimination and also provides a framework for implementing affirmative action; regulated by Employment Equity Act 55 of 1998
Emulsion	an expanded digital offering to better meet the needs of customers who demand data-rich, integrated solutions
Earnings per share	Earnings per share is the portion of a Group's profit allocated to each outstanding share of common stock; indicator of a group's profitability
ERM	Enterprise risk management
ESG	Environmental, social and governance
Exco	Executive committee
FER	Fire, explosion and release
FY	Financial year refers to the period from 1 April to 31 March
GDP	Gross Domestic Product
GHG	Greenhouse gas – gas in the atmosphere that absorbs and emits radiation within the thermal infrared range
GJ	Gigajoules – a measurement unit of energy. A trillion joules
GRI	Global Reporting Initiative – a reporting standard generally accepted to be the leading international standard for reporting social, environmental and economic performance
Headline earnings per share	The profit attributable to ordinary shareholders after adjusting for non-headline earnings items, divided by the weighted average number of ordinary shares in issue during the year, excluding shares held by the various share incentive schemes
HDPs	Historically disadvantaged persons
Hypex Bio	The Sweden-based company with which Omnia has a strategic partnership. Hypex Bio has pioneered nitrate-free emulsions that reduce NOx emissions by 90%.
IFRS	International Financial Reporting Standards
ISO	International Organization for Standardization
ISO 9001	Internationally recognised standard for a quality management system
ISO 14001	Internationally recognised standard for environmental management systems
ISO 45001	Internationally recognised standard for health and safety at work
JSE	Previously the JSE Securities Exchange and the Johannesburg Stock Exchange, the JSE is the largest stock exchange in Africa. It is owned by the JSE Limited and is situated in Sandton, Johannesburg, South Africa
King IV	King IV Report on Corporate Governance for South Africa 2016 – relates to corporate governance and a company's triple bottom line
King V	King V Report on Corporate Governance for South Africa, 2025
KPIs	Key performance indicators

Terms and acronyms continued

LTI	Long-term incentive
LTIFR	Lost-time injury frequency rate
M&A	Mergers and acquisitions
MD	Managing director
ML	Megalitre/s (one megalitre equals one million litres)
MMU	Mobile manufacturing unit
MOI	Memorandum of incorporation
MSCI	The Morgan Stanley Capital International (MSCI) ESG Ratings measure a company's resilience to financially relevant, industry-specific sustainability risks and opportunities
MWh	A megawatt (MW) is one million watts, kilowatt-hour (kWh), a thousand watts of power produced or used for one hour, equivalent to 3 600 million joules (MJ)
Net controlled assets	Net controlled assets are total assets (including trapped cash) less cash, financial assets held at fair value, non-current trade and other receivables, income and deferred taxation and non-interest-bearing liabilities (with the exclusion of trade payables – supply chain finance included as part of net working capital) and is a measure of the Group's capital invested
Net interest-bearing borrowings	Interest-bearing liabilities net of cash resources
N₂O	Nitrous oxide
NOx	Nitrogen oxide
NPK	NPK indicates the nutrient content of fertilizer in terms of nitrogen (N), phosphorus (P) and potassium (K)
Nutriology®	Omnia's Nutriology® model is a science-based approach to growing, which promotes resource efficiency, optimises yields and crop quality, and maximises returns, all while reducing farming risks and minimising environmental impact
NWC	Net working capital
Omnia/the Group	Omnia Holdings Limited and its subsidiaries
Preferential procurement	A government affirmative action policy that encourages government departments and agencies to buy goods and services from previously disadvantaged individuals or businesses
Protea Chemicals	Omnia's Chemicals division, Protea Chemicals, is a well-established manufacturer and distributor of specialty, functional and bulk chemicals and polymers
R&D	Research and development
RCR	Recordable case rate is a safety indicator – a recordable case in any incident resulting in occupational illness and/or injury which arises out of or during an employee's normal course of duty and the execution of work-related responsibilities and which, as a result, requires medical treatment excluding diagnostics. Medical treatment is defined as treatment above and beyond first aid, administered by a recognised professional medical practitioner such as a medical doctor, paramedic or nurse. RCR is therefore the number of recordable cases per year or 200 000 working/exposure hours
RDI	Research, development and innovation
Responsible Care®	Omnia is a voluntary signatory to the International Council of Chemical Associations (ICCA) that promotes the chemical industry's unique global initiative for continuous improvement in health, safety and environmental performance, together with open and transparent communication with stakeholders run under the auspices of CAIA
Return on net controlled assets	Operating profit divided by net controlled assets

RNC	Remuneration and nominations committee
RSA	Republic of South Africa
SADC	The Southern African Development Community – a regional economic community comprising 16 member states: Angola, Botswana, Comoros, Democratic Republic of the Congo, Eswatini, Lesotho, Madagascar, Malawi, Mauritius, Mozambique, Namibia, Seychelles, South Africa, Tanzania, Zambia and Zimbabwe
SDG	United Nations Sustainable Development Goal
SEC	Social and ethics committee
SENS	Stock Exchange News Service – company announcements such as mergers, take-overs, rights issue, capital issues and cautionary announcements that are published by the JSE
SHEQ	Safety, health, environment and quality
SETA	Sector Education and Training Authority, a vocational skills training organisation in South Africa
SIRO	Sustainability impact, risk and/or opportunity
S&OP	Sales and operations planning
STI	Short-term incentive
TCFD	Task Force on Climate-related Financial Disclosures
The board	Omnia Holdings Limited board of directors
Umongo Petroleum	Umongo Petroleum formed part of the Chemicals segment until its disposal on 31 January 2022
UN	United Nations
USD	United States dollar
XPLOCHARGE™	Enables business and customers to use the latest digital technology available to optimise and automate the charging process. The XPLOCHARGE™ control panel provides safety and operational advantages for customers and employees. The integration between our software suite of products also decreases charging time per hole and provides an instant view of the volume of explosives that have been discharged, allowing for data accumulation for effective reporting and improved decision making
XPLOLOG™	A BME-developed tool for measuring planned values against actual values. The data helps track accountability for quality, customer billing and inventory forecasting for operational efficiency management
XPLOSMART™	An expanded digital offering to better meet needs of customers who require data-rich, integrated solutions

Corporate information

Omnia Holdings Limited

(a company registered and domiciled in the Republic of South Africa)

Registration number: 1967/003680/06

JSE code: OMN

ISIN: ZAE000005153

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