OMNIA

Tax Transparency Report
2026

Innovating to enhance life, together creating a greener future

Contents

www.omnia.co.za
omniaIR@omnia.co.za

Getting around

Refers you to information available online at www.omnia.co.za

Refers you to a page where more information can be found in this report

Our stakeholders

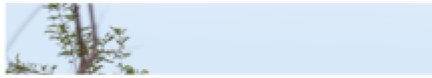
- Investors and shareholders
- Employees and labour unions
- Customers
- Business partners and suppliers
- Governments and regulators
- Host communities and NGOs

Our SDGs

Omnia prioritises its contribution to these SDGs:

Reporting suite

- Integrated Annual Report
- Annual Financial Statements
- Environmental, Social and Governance Report
- Tax Transparency Report
- Notice of Annual General Meeting



Preparation of report

With oversight from the Group Finance director, this report has been prepared by the Group tax function and reviewed by the audit and risk committee prior to its endorsement and submission to the board for formal approval.

Board statement of responsibility

Omnia's board acknowledges its responsibility for the integrity of this Tax Transparency Report, and its compliance with the mentioned frameworks.

Our board has reviewed this report and considers that it accurately and comprehensively details:

- Our tax principles
- Our approach to tax and how this relates to sustainable business growth
- Our approach to tax governance and risk management
- How we engage with stakeholders in respect of tax
- Financial disclosure in the regions in which we operate
- This report was approved by the board on 21 July 2026

Reporting frameworks

This report supports and augments the disclosure in our consolidated Annual Financial Statements (AFS), our Integrated Annual Report (IAR) and our Environmental, Social and Governance (ESG) Report. It has been prepared in line with:

- The Companies Act, No. 71 of 2008, as amended (Companies Act)
- The JSE Limited (JSE) Listings Requirements
- The King IV Report on Corporate Governance
- IFRS®[1] Accounting Standards (IFRS)
- The Global Reporting Initiative (GRI) Standard on Tax (GRI 207)

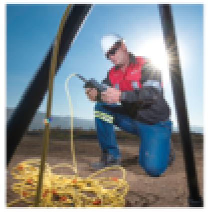
[1] Copyright and trademarks are owned by the IFRS Foundation and all of its rights are reserved

Forward-looking statements

This report may contain forward-looking statements based on current expectations. Actual results may differ materially due to risks and uncertainties, and undue reliance should not be placed on these statements, which speak only as of the report date.

Feedback

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



About this report

Omnia's Tax Transparency Report underscores our ongoing commitment to responsible, ethical and transparent tax practices. Guided by Omnia's purpose and values, our approach to tax is aligned with our sustainability ambitions and contributes to responsible governance, economic resilience and long-term value creation for stakeholders, while supporting the development of the countries and communities in which we operate.

Report scope and boundary

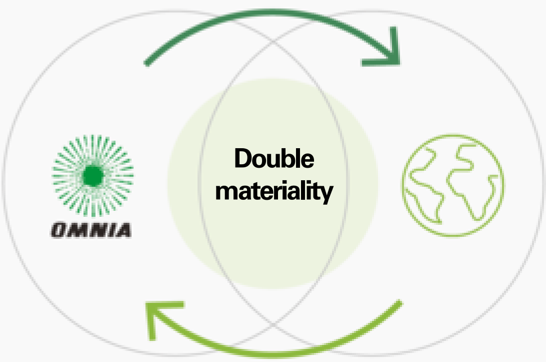
This report represents both financial and non-financial information relating to the Omnia Group and its three core business segments: Agriculture, Mining and Chemicals. It provides an overview of the tax contributions generated across Omnia's integrated value chain and the regions in which we operate for the financial year ended 31 March 2026 (FY26), key tax developments affecting the Group, our approach to tax and tax governance, including the identification, assessment and management of tax-related risks. The report also includes the Group's Country-by-Country financial disclosures for the year ended 31 March 2025 (FY25), which is consistent with the reporting requirements under GRI 207-4.

Material issues related to tax

In FY26, Omnia conducted a double materiality assessment, considering both impact and financial materiality. A number of material issues relate directly to our approach to tax, including:

- Skills attraction and retention
- Regulatory compliance
- Innovation and technology
- Geopolitical market impacts
- Data privacy and cybersecurity
- Operational efficiency
- Transparent disclosure and reporting
- Governance and ethics
- Business growth and diversification

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



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

For more on our double materiality assessment see pages 32 - 39 in our IAR

GRI content index

Omnia has adopted GRI 207: Tax 2019, issued by the Global Standards Sustainability Board (GSSB).

This content index should be read in conjunction with our full GRI content index in our ESG Report, pages 70 - 74.

Disclosure	Description	Location
207-1	Approach to tax	Page 9 - 10
207-2	Tax governance, control and risk management	Page 11 - 13
207-3	Stakeholder engagement and management of concerns related to tax	Page 10
207-4	Country-by-Country Reporting	Page 15

About Omnia

We are a global, diversified chemicals company supplying chemicals and specialised services and solutions to the agriculture, mining and chemicals application industries.

Omnia combines technical innovation and intellectual capital to add value for customers at every stage of the supply and service chain.

Our purpose, values and strategy

In pursuing a brighter future for our stakeholders, we are guided by our purpose: Innovating to enhance life, together creating a greener future. Our purpose defines why we exist and underpins how we operate. Guided by our core values and a strategy centred on operational excellence, performance, safety and ESG, we create sustainable value for our stakeholders. Together, these elements shape our four strategic priorities.

Sustainable Development Goals

Omnia recognises the role it plays in helping to address the wider global sustainability issues of energy consumption, climate change, water scarcity and food security. We do this by supporting and contributing to the United Nations Sustainable Development Goals (SDGs) as well as local development agendas where we operate.

Tax as a sustainability enabler

The SDGs seek to address some of the world's most pressing social, economic and environmental challenges, and progress towards these goals depends, in part, on governments having the resources needed to invest in infrastructure, education, healthcare and other development priorities that underpin sustainable growth. We recognise the critical role that taxation plays in providing this funding and seek to adopt tax practices that support domestic resource mobilisation in a fair, transparent and responsible manner. Through responsible tax governance, transparency and paying tax where value is created, we seek to support the long-term development of the countries and communities in which we operate, foster a skilled and engaged workforce, and promote sustainable business growth across the Group.

Our strategic priorities

Build a safety-first culture and invest in our people	Protect and grow our core	Create a global mining solutions business of scale	Deliver sustainable solutions to global biostimulant markets
Strengthening our safety culture while developing and supporting our people	Driving operational discipline and performance to sustain long-term value	Growing our geographic footprint and diversify our markets	Embedding sustainability and resource efficiency across our operations

SDGs impacted

Driving sustainable growth through our tax strategy

- Develop a high-performing, engaged tax function through continuous learning, collaboration and talent development
- Empower agile, informed decision making through accessible, commercially focused tax support across the Group
- Leverage flexible resourcing models to strengthen capability and deliver on strategic priorities

- Manage tax risk within a defined risk appetite through robust governance, oversight and accountability
- Align tax policies and controls with the Group's risk management and assurance frameworks
- Proactively identify and respond to legislative change, emerging tax risks and evolving stakeholder expectations
- Paying the appropriate amount of tax in jurisdictions where economic value is generated
- Maintain sustainable tax positions, strong compliance and responsible utilisation of available incentives
- Deliver practical, commercially focused tax advice that supports strategic business objectives
- Harness technology and data to improve efficiency, insight and compliance effectiveness

- Embed tax awareness and accountability throughout the organisation
- Integrate tax considerations into key business decisions to support responsible growth
- Optimise capital efficiency and operating models while maintaining compliance and long-term sustainability
- Foster transparent, collaborative and constructive relationships with all stakeholders

Message from our Finance director

At Omnia, we recognise that value creation is defined not only by outcomes, but also by how those outcomes are achieved. While financial performance and shareholder returns are critical to our success, equal importance is placed on the principles and conduct that drive those results. Guided by our values and commitment to integrity, we strive to create a positive and lasting impact through responsible business practices, supported by a culture of excellence and zero harm. This philosophy also informs our approach to tax, ensuring that tax positions are supported by the Group's underlying business activities and the economic value they create.

Stephan Serfontein

Finance director

We recognise both the privilege and responsibility that comes with operating across multiple jurisdictions and the role our tax contributions play in supporting public services, infrastructure and economic development.

As we present this year's Tax Transparency Report, we reflect on the Group's global tax contribution in excess of R1.5 billion during the financial year, and value the opportunity to make a positive impact in the countries in which we operate.

We are also encouraged by the recognition received for Omnia's inaugural Tax Transparency Report (FY24) in PwC's 2025 review of tax transparency reporting across the Top 100 JSE-listed companies. We believe this recognition reflects the deliberate steps taken in recent years to enhance the transparency, depth and integration of our tax disclosures, reinforcing our commitment to continuous improvement.

The global tax environment continues to evolve rapidly as governments strengthen domestic revenue mobilisation through legislative reforms, global minimum tax rules, increased digitalisation of tax administration and enhanced enforcement activity. For Omnia, this reinforces the importance of robust tax governance, accurate and timely data, and tax positions that are grounded in commercial substance. It also requires continued investment in skilled resources, systems, capabilities and processes to manage risk and meet the demands of an increasingly transparent and complex tax environment.

In South Africa, the progressive escalation of carbon tax is becoming increasingly relevant, particularly given the scale of our manufacturing footprint. Omnia is actively addressing this through its decarbonisation pathway, which focuses on reducing energy demand and increasing the use of alternative energy solutions. These initiatives not only support our sustainability objectives, but also help mitigate the associated carbon tax impact.

The South African Revenue Service (SARS) is also progressing its modernisation programme, including proposals for the future digital transmission of VAT data between taxpayers and SARS. Although these developments remain at an early stage, we are actively monitoring progress, assessing the implications for the Group and evaluating our system readiness to respond to evolving requirements.

The OECD/G20 Inclusive Framework's Pillar Two rules, which introduce a global minimum effective tax rate of 15%, remain a significant and evolving feature of the global tax landscape, with implementation across our operating jurisdictions progressing unevenly.

Although the associated compliance burden is considerable, the financial impact of the Pillar Two rules has not been material to the Group (FY26: R1 million; FY25: R8 million). This largely reflects Omnia's geographic footprint, which is concentrated in higher-tax jurisdictions and is consistent with the Group's effective tax rate of 33% in FY26 (FY25: 31.6%).

Despite the evolving global tax landscape, our approach to tax remains consistent and principled. We view tax as an important part of our broader responsibility to the societies and economies across our operating jurisdictions and are committed to meeting our obligations accurately, transparently and on time. This includes remaining attentive to emerging tax developments and responding appropriately as requirements evolve.

Tax outcomes should reflect the Group's economic activity and commercial substance, while remaining aligned with both the letter and intended purpose of applicable legislation.

Equally, we believe this responsibility should be matched by fair and consistent treatment from revenue authorities, recognising the broader interests of the diverse stakeholders who place their trust in us.

In this context, we prioritise constructive and transparent engagement with revenue authorities, while ensuring that assessments are carefully evaluated, supported by robust technical analysis and, where appropriate, formally challenged. Supported by reputable external advisers, this disciplined approach enables us to pursue appropriate outcomes through established dispute resolution processes and defend positions grounded in fact, law and commercial substance.

Looking ahead, our focus remains on ensuring that our tax function, systems and capabilities continue to evolve in response to the increasing demands and complexity of the global tax environment. Building on the successful automation of key income tax processes in South Africa, we are focused on extending these capabilities and exploring the use of data analytics and artificial intelligence to further enhance the efficiency, quality and sustainability of our tax processes.

In an increasingly complex tax environment facing heightened scrutiny, we remain anchored in the principle that how outcomes are achieved is as important as the outcomes themselves. Recognising the impact that our actions can have on our stakeholders, this principle guides our decision making and reinforces our commitment to managing our tax affairs responsibly, transparently and in a manner that is consistent with our values.

I would like to extend my appreciation to my colleagues across the Group for their continued commitment to doing the right thing. It is this shared commitment that enables us to navigate an evolving landscape with discipline and integrity, while remaining true to our purpose and the values that define Omnia.

We are pleased that our inaugural FY24 Tax Transparency Report was recognised in PwC's 2025 review of tax transparency reporting across the Top 100 JSE-listed companies, with Omnia being commended for the most significant improvement in tax reporting. We are committed to building on this foundation through enhanced tax disclosures.

Our tax value chain

Omnia's integrated value chain creates shared value for stakeholders while generating tax contributions across our operations.

Our people embody Omnia's values and enable sustainable value creation

This is reinforced by the Group's continued investment in the safety, wellbeing, leadership and skills development of its workforce

Employment taxes are withheld and remitted on employee remuneration

1 Sourcing

Raw materials and finished products are sourced from local and international suppliers

VAT, GST and customs duties are paid on procurement and importation of raw materials and finished products

2 Manufacturing and processing

Products are manufactured, blended and processed at operating facilities

Production-related taxes are paid, including carbon tax, and VAT on applicable operating costs

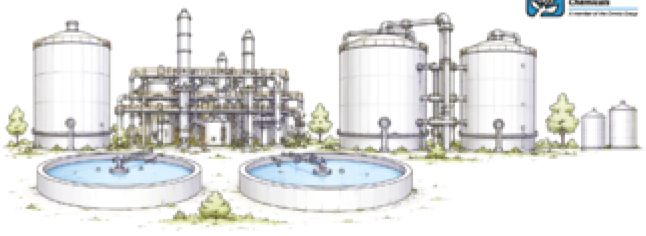
3 Warehousing and logistics

Products are stored, transported and distributed to customers

Fuel levies and VAT are paid on applicable logistics costs

4 Sales and distribution

Products, services and integrated solutions are supplied to customers across the agriculture, mining and chemicals sectors globally



VAT/GST is collected and remitted on the supply of products and services to customers

Group integration

Certain manufactured products and raw materials are supplied between Group entities as inputs into manufacturing processes or for onward distribution to customers

5 Group value creation

Profits are generated through the supply of products and value-added services across the Group's operations

Income tax is paid on taxable profits, including applicable top-up tax and tax on CFC income. Property and transfer tax, stamp duty and withholding tax are paid where applicable

6 Shareholder returns

Post-tax profits are distributed to shareholders and reinvested to support future growth and investment

Dividends tax is withheld and remitted on dividends paid

Global presence and regional tax contribution

Map legend
- Agriculture
- Mining
- Chemicals

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.

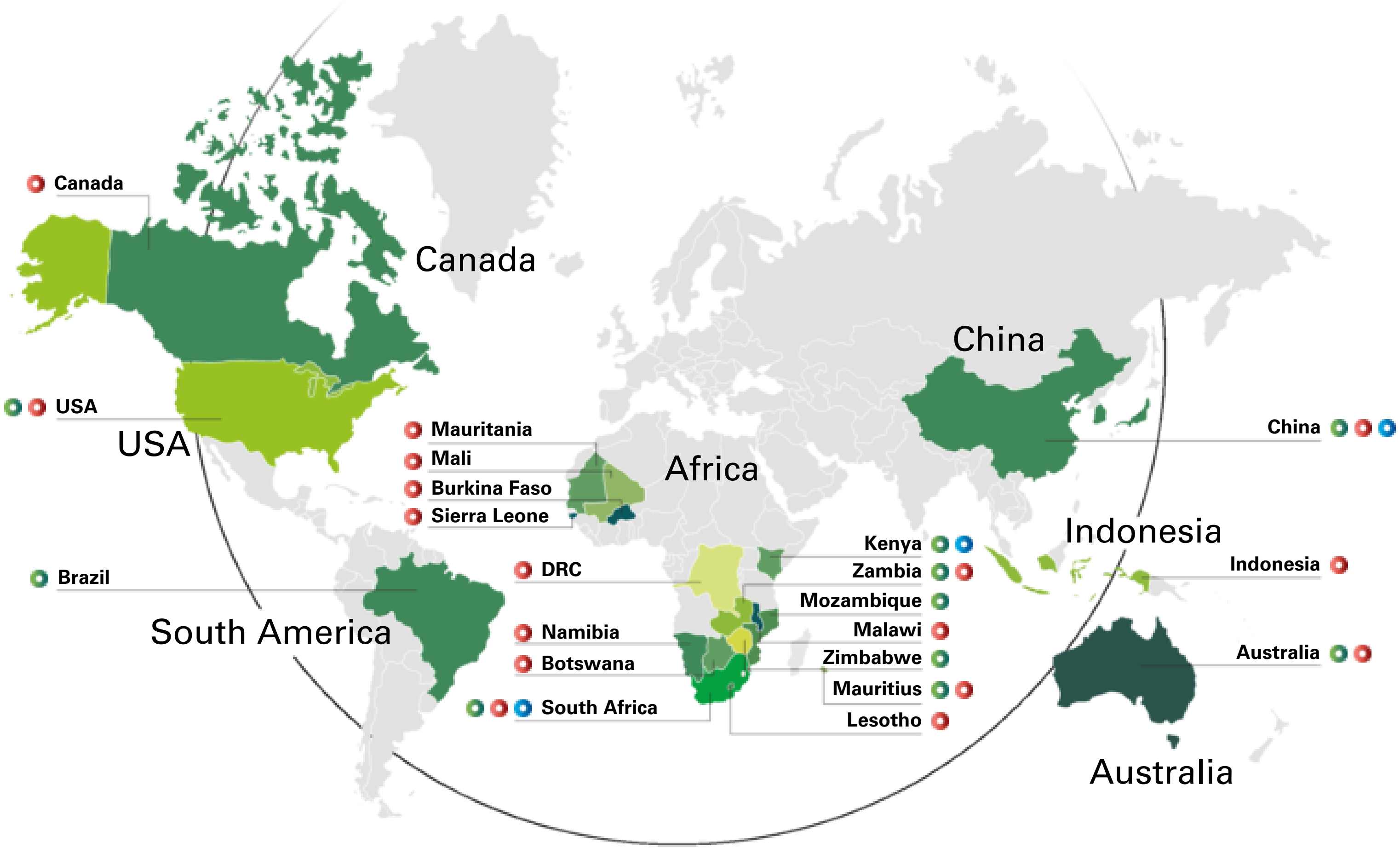
More than 3 500
people employed

77 distribution
centres globally

> 20 countries
physical presence

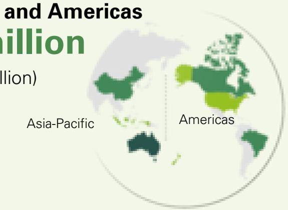
44 facilities
manufacturing, blending and packaging

Leading in-house
research development and innovation

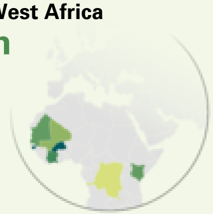


Total tax contribution by region

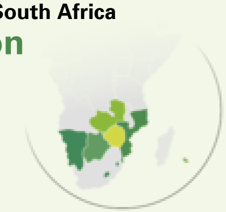
Asia-Pacific and Americas
R107 million
(FY25: R98 million)
(7%)



Central, East and West Africa
R154 million
(FY25: R159 million)
(10%)



SADC excluding South Africa
R469 million
(FY25: R544 million)
(31%)



South Africa
R806 million
(FY25: R793 million)
(52%)

Highlights in FY26

Total tax contribution[1] by tax type

Corporate income tax (38.5%)
R591 million
(FY25: R669 million)

Employment taxes (40.2%)
R617 million
(FY25: R574 million)

Customs duties (9.6%)
R147 million
(FY25: R227 million)

VAT and GST (8.7%)
R133 million
(FY25: R94 million)

WHT on dividends (0.5%)
R8 million
(FY25: R0.4 million)

Other taxes[2] (2.6%)
R40 million
(FY25: R30 million)

Total tax contribution
R1 536 million
(FY25: R1 594 million)

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

[2] *Other taxes include excise duties, carbon tax, other withholding taxes (excluding dividends), property taxes, production taxes and stamp duty.*

Financial indicators

Revenue
R24 200 million
(FY25: R22 818 million)

Profit before income tax
R2 052 million
(FY25: R1 605 million)

Income tax expense[3] (excluding Pillar Two top-up tax and CFC imputation)
R674 million
(FY25: R499 million)

Current income tax expense
R631 million
(FY25: R547 million)

Pillar Two top-up tax and CFC imputation
R3 million
(FY25: R9 million)

Profit for the year
R1 375 million
(FY25: R1 097 million)

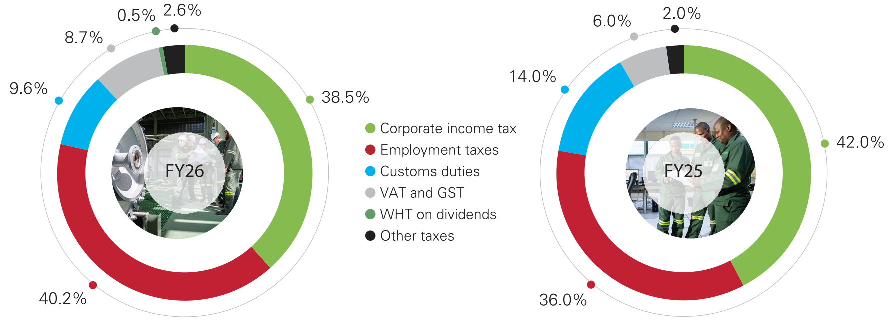
Total shareholders distribution
R1 229 million
(FY25: R1 267 million)

[3] *Income tax expense comprises current, deferred and withholding tax on dividends per statement of comprehensive income.*

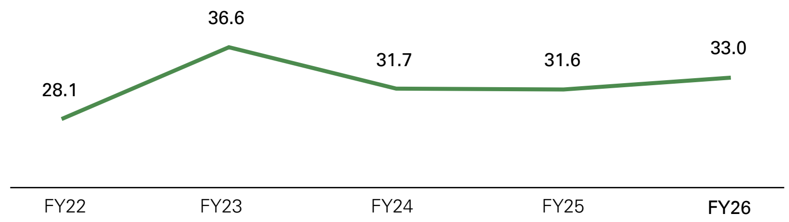
Reconciliation of current income tax expense to corporate income tax paid

Corporate income tax paid may differ from the current income tax expense recognised during a reporting period due to timing differences between the recognition of current tax liabilities, the payment of provisional taxes, the filing of tax returns and the assessment of those returns by revenue authorities. Provisional tax payments are typically made before the final tax liability is assessed by the relevant revenue authority, with the resulting tax payable or refundable balance often only being determined in a subsequent reporting period. As a result, income tax paid in a reporting period may relate to current and prior years and may also include provisional tax overpayments subsequently refunded or offset against future tax liabilities. Likewise, the current income tax expense may comprise tax relating to the reporting period as well as prior-period adjustments arising from the assessment of tax returns for earlier years.

Total tax contribution by tax type



Five-year analysis of the Group effective tax rate
(%)



Tax landscape

The evolving tax landscape

The tax environment continues to evolve as governments and revenue authorities respond to fiscal pressures through enhanced revenue mobilisation, greater tax transparency and strengthened compliance measures. Across many jurisdictions, including South Africa, this has accelerated digitalisation, data-driven enforcement and international tax reform initiatives.

Against this backdrop, Omnia remains committed to meeting its tax obligations accurately, transparently and on time. Through strong governance, ongoing monitoring of legislative developments and continued investment in technology and capabilities, we seek to maintain compliance, manage tax risks responsibly and support the sustainable creation of long-term value.

South Africa

Revenue collection and tax administration

The 2026 South African National Budget reinforced government's focus on strengthening revenue collection through enhanced tax administration, improved compliance and continued investment in SARS, rather than relying primarily on increases in headline tax rates.

SARS' achievement of record revenue collections exceeding R2 trillion underscores the effectiveness of its revenue mobilisation initiatives and demonstrates the increasingly important role that technology, specialist expertise and data-driven compliance programmes play in protecting the tax base.

Building on this momentum, National Treasury allocated an additional R7.5 billion to SARS over the medium term to expand specialist capacity, modernise its systems and strengthen revenue collection capabilities. This investment supports SARS' Modernisation 3.0 programme, which leverages data analytics, artificial intelligence and machine-learning to enhance risk identification, facilitate real-time data matching and strengthen compliance monitoring.

These developments reflect a broader global trend towards increasingly digital, data-driven tax administration, greater transparency and more sophisticated compliance oversight. South Africa's implementation of the Organisation for Economic Co-operation and Development (OECD) Pillar Two Framework, including the launch of the Global Minimum Tax registration system on eFiling, further aligns the domestic tax landscape with emerging international standards.

VAT modernisation

SARS is progressing its VAT modernisation programme, which is expected to introduce enhanced digital reporting and greater transactional visibility within the VAT system. Large corporate taxpayers are expected to be onboarded through 2027, ahead of a broader mandatory rollout by 2028, as South Africa moves towards a more integrated and automated VAT reporting environment.

In response, Omnia continues to assess opportunities to enhance its tax technology capabilities in support of reporting accuracy, operational efficiency and compliance readiness as digital tax administration continues to evolve.

Carbon tax and climate-related regulation

South Africa's carbon tax regime is evolving as the government advances its climate and decarbonisation objectives. While the Group's carbon tax liability remained broadly consistent with the prior year (c. R1 million in both years), Omnia continues to monitor developments closely, including proposed Phase 2 reforms relating to allowances and carbon offsets.

Through investments in renewable energy and operational efficiency initiatives, aligned with the Group's broader ESG strategy, Omnia has reduced carbon emissions and is pursuing further opportunities to improve environmental performance. Our renewable energy projects have already delivered meaningful emissions reductions and form part of our broader strategy to support a lower-carbon future.

Ongoing engagement with the Department of Forestry, Fisheries and the Environment (DFFE), together with developments in the carbon budget framework, continue to inform the Group's assessment of climate-related transition risks, future carbon costs and long-term decarbonisation planning.

Government support and tax incentives

Omnia actively participates in government incentive programmes that support innovation, skills development and operational efficiency. South Africa remains particularly important in this regard, as it houses the Group's largest manufacturing facilities and a significant portion of its research, development and production activities.

The principal incentives utilised during FY26 included:

Incentive	**FY26 Rm**	FY25 Rm
Section 12H Learnership allowance	**9**	8
Section 11D Research and Development allowance	**22**	17
Section 12L Energy Efficiency allowance	**11**	47

The decrease in the section 12L allowance claimed in FY26 reflects the completion of several significant energy-efficiency initiatives implemented in prior years. The Group nevertheless continues to assess opportunities to improve energy efficiency across its operations and support its broader sustainability objectives.

International tax developments

OECD Pillar Two Framework

The OECD's Pillar Two rules remain one of the most significant developments in the international tax landscape.

While Omnia supports international initiatives aimed at addressing base erosion and profit shifting and promoting greater tax transparency, compliance with the Pillar Two framework has introduced significant complexity and additional reporting obligations, despite having a limited financial impact on the Group (approximately R1 million in FY26 compared to R8 million in FY25).

Implementation across the Group's operating jurisdictions remains fragmented, with legislation in many cases being enacted ahead of detailed guidance or supporting administrative systems. Notably, Mauritius, Brazil and Zimbabwe have introduced domestic minimum tax legislation, while administrative guidance and practical compliance processes remain under development as these jurisdictions refine their rules, reporting obligations and enforcement frameworks.

The Pillar Two rules first became applicable to Omnia in FY25. As the Group's ultimate parent entity is located in South Africa, Omnia expects to submit its first Pillar Two return in respect of FY25 to SARS by 30 September 2026, in line with the requirement to file within 18 months of year-end. The Group continues to monitor Pillar Two developments across its operating jurisdictions and assess the data, governance and reporting requirements necessary to support ongoing compliance.

Tax landscape continued

Other global tax developments

Beyond Pillar Two, several broader tax developments continue to shape the operating environment in jurisdictions relevant to the Group, including those outlined below:

- Brazil's recent tax reforms reflect a broader focus on revenue mobilisation and administrative modernisation. Key developments include the reintroduction of a 10% withholding tax on dividends paid to non-residents, effective from 1 January 2026, increasing the cost of profit repatriation. In addition, the phased implementation of a dual VAT system will require substantial systems, process and compliance changes over the transition period. Collectively, these reforms reinforce the growing emphasis on protecting domestic revenue bases, strengthening tax administration and enhancing transparency
- Mauritius' introduction of formal transfer pricing documentation requirements reflects increasing alignment with OECD standards and reinforces the arm's length principle. The changes introduce greater compliance expectations for multinational groups, particularly in relation to intercompany financing, management fees and other cross-border transactions
- Zambia's introduction of a 1% minimum alternative tax on turnover reflects a broader trend towards protecting domestic tax bases and ensuring a minimum level of taxation regardless of profitability. The measure illustrates the increasing focus of governments on revenue mobilisation and reducing perceived tax leakage
- Australia's public Country-by-Country Reporting regime reinforces growing expectations for tax transparency and accountability, requiring multinational groups to publicly disclose jurisdictional tax and financial information. The regime reflects a broader global shift towards increased public scrutiny of corporate tax affairs and economic contribution

In the African mining sector, increasing localisation and local content requirements are driving greater local participation, procurement and in-country economic contribution. These developments are of particular relevance to Omnia in certain operating jurisdictions, including West Africa and Zambia. Similar trends are also emerging in countries such as Namibia, where localisation requirements are increasingly being embedded in commercial arrangements with state-owned entities, notwithstanding that formal localisation legislation has not yet been enacted. Omnia supports responsible localisation initiatives that promote sustainable economic development, local participation and long-term shared value creation. As localisation requirements develop, the resulting changes to operating models and commercial arrangements may, in certain circumstances, give rise to unavoidable tax implications for the Group. Omnia continues to assess these developments and their potential impact as part of its broader tax governance and risk management processes.

Transfer pricing and Country-by-Country Reporting

Omnia applies a global transfer pricing framework aligned with OECD principles, ensuring that intercompany transactions are conducted on arm's length terms and that profits are aligned with underlying value creation. Transfer pricing compliance and documentation are centrally coordinated, while Country-by-Country Reporting is managed at Group level, supporting transparent, accurate and consistent reporting of the Group's global economic activity and tax profile.

Digital transformation

Supported by a robust ERP environment and skilled IT resources, Omnia continues to enhance its tax function through the targeted use of technology to improve reporting accuracy, strengthen compliance processes and drive operational efficiency. In FY26, the Group realised benefits from the implementation of an income tax automation platform in South Africa, improving the efficiency of its tax reporting and compliance activities.

The Group continues to evaluate opportunities to optimise and automate selected tax processes in South Africa and key international markets, with a focus on enhancing data quality and visibility, improving operational efficiency and supporting effective compliance and reporting.

Managing complexity in a multi-jurisdictional environment

Beyond the global tax developments outlined above, a number of ongoing regulatory, administrative and compliance challenges remain relevant across the jurisdictions in which the Group operates:

- Regulatory uncertainty: The staggered and sometimes inconsistent implementation of tax reforms, including Pillar Two, can create uncertainty where legislation is enacted ahead of supporting guidance, administrative systems or established practice, increasing compliance complexity and risk.
- Liquidity and administrative delays: Delayed tax refunds, frequent audit activity and requirements to make upfront payments when disputing assessments can place pressure on cash flow and increase administrative burdens in certain jurisdictions.
- Dispute resolution limitations: Capacity constraints within certain revenue authorities and judicial systems, together with evolving or limited legal precedent, may contribute to prolonged disputes and inconsistent or uncertain application of tax legislation.
- Withholding tax burden: Withholding taxes remain a significant component of the Group's overall effective tax rate, particularly where treaty relief is unavailable. As withholding taxes are imposed on gross payments, their impact can be magnified where the related income is eliminated on consolidation for financial reporting purposes, resulting in a reduced income base against which such taxes are measured. Ongoing changes to withholding tax regimes and the renegotiation or termination of certain double taxation agreements may further increase the cost of doing business in some markets.

The role of the Group tax function

Led by the Head of tax, the Group tax function comprises a team of experienced tax professionals with expertise across a broad range of tax disciplines. The function provides specialist technical advice on key business transactions, oversees tax compliance processes across the Group, monitors legislative and regulatory developments, promotes the consistent application of tax policies and standards, proactively identifies and manages tax risks, and supports the resolution of tax audits and disputes. Through these activities, the function seeks to ensure that tax considerations are integrated into business decision making, while supporting effective tax governance and risk management across Omnia's operations.

Our approach to tax

At Omnia, we believe that responsible business creates enduring value and is fundamental to delivering on our purpose – **innovating to enhance life, together creating a greener future**. Guided by our values and strategic priorities, we consider the economic, social and environmental impacts of our activities in pursuing sustainable long-term value creation. This philosophy extends to our approach to tax, where we recognise the important role tax plays in society and are committed to managing our tax affairs responsibly, transparently and in compliance with applicable laws and regulations.

Our purpose

Innovating to enhance life, together creating a greener future, underpins how we create value for society and the environment.

Our values

- **Be safe**
- **Respect and grow**
- **Achieve excellence together**
- **Do the right thing**

Our strategic priorities

- **Build a safety-first culture and invest in our people** – Strengthening our safety culture while developing and supporting our people
- **Protect and grow our core** – Driving operational discipline and performance to sustain long-term value
- **Create a global mining solutions business of scale** – Growing our geographic footprint and diversifying our markets
- **Deliver sustainable solutions to global biostimulant markets** – Embedding sustainability and resource efficiency across our operations

Our ESG strategy

Omnia's ESG strategy supports our purpose and shapes how we create lasting value for our stakeholders through sustainable business practices.

Our tax philosophy

Omnia's tax philosophy is grounded in the principles of integrity, transparency and accountability and reflects our broader ESG commitment to responsible and sustainable conduct. It is informed by our tax strategy and operationalised through **five key tax principles**.

Our tax strategy

Our tax strategy articulates how we apply our tax philosophy in practice, aligning our approach with the Group's broader business priorities and ensuring that tax considerations are integrated into decision making in a responsible and sustainable manner, consistent with Omnia's values. It is structured around **three strategic tax objectives**:

- **Achieve operational excellence**
- **Leverage synergies**
- **Drive responsible tax behaviour**

Our tax principles

Sound tax governance
Tax risk management See page 12

Ethical tax stewardship and compliance
Tax compliance
Low-tax jurisdictions
Transfer pricing See page 10

Transparency and integrity
Stakeholder engagement
Tax reporting See page 10

Zero-tolerance approach
Fraud and corruption See page 10

Sustainable growth
Responsible tax planning
Tax certainty
Embedding tax in business decision making See page 10

Strategy execution and oversight

Oversight of Omnia's tax strategy rests with the board, with the Finance director and Head of tax responsible for its development, implementation and review.

Our tax strategy is reviewed periodically to reflect changes in the business, regulatory environment or organisational structure.

Execution of our tax strategy is delegated to senior management across the Group, supported by the Group tax function.

Our approach to tax continued

Ethical stewardship and compliance

Transparency and integrity

Zero-tolerance approach

Pursuing sustainable growth

Tax compliance

Omnia is committed to responsible tax compliance and to meeting its tax obligations accurately and on time. Taxes are paid based on the scale and substance of our activities, ensuring that tax outcomes are aligned with the economic value created in the jurisdictions where we operate.

Our approach is centred on accurate reporting, transparent disclosure and tax positions grounded in applicable tax laws and supported by the relevant facts and circumstances.

Low-tax jurisdictions

The Group references the OECD Pillar Two minimum tax rate of 15% as a practical benchmark for identifying low-tax jurisdictions. Omnia does not use such jurisdictions to artificially shift profits or reduce its overall tax burden, and any presence in these jurisdictions is driven by genuine commercial considerations. The Group's effective tax rate of 33.0% (FY25: 31.6%) reflects a geographic footprint concentrated in higher-tax jurisdictions, and a tax approach that prioritises commercial substance over tax-driven structuring.

Transfer pricing

Intercompany transactions are priced on an arm's length basis, in accordance with the OECD Transfer Pricing Guidelines and applicable local transfer pricing legislation. Pricing reflects the underlying commercial arrangements, ensuring that profits are recognised in the jurisdictions where economic value is created. The Group maintains transfer pricing documentation designed to promote consistency, support compliance and demonstrate alignment between profits, functions performed, assets employed and risks assumed.

Tax reporting

We are committed to high-quality, reliable tax reporting that provides a clear view of the Group's global tax footprint. Material tax risks, uncertainties and disputes are recognised and disclosed in accordance with IFRS, and are intended to support informed stakeholder decision making. This Tax Transparency Report complements our broader reporting suite by providing additional insight into the Group's tax affairs beyond the disclosures required in our Annual Financial Statements.

Stakeholder engagement

Investors

We engage with shareholders through our reporting suite, stakeholder engagements and ongoing market communications to promote a clear understanding of Omnia's tax profile, approach to tax and tax risk management practices.

Revenue authorities

We engage openly and transparently with revenue authorities, seeking to build long-term, trust-based relationships. Tax audits and disputes are managed proactively, with a focus on fair and sustainable outcomes for all stakeholders. We seek to resolve matters constructively, while defending positions supported by applicable tax laws and the relevant facts and circumstances. Engagement with revenue authorities is led locally, with oversight from the Group tax function.

Employees

We invest in attracting, developing and retaining skilled tax professionals, recognising that effective tax governance depends on the expertise, judgment and integrity of our people. This includes supporting continuous learning, career development and collaboration across the Group.

Avoiding fraud and corruption

Omnia applies a zero-tolerance approach to fraud and corruption in all aspects of its operations, including tax. All interactions with tax authorities are conducted within established legal frameworks. We categorically oppose bribery in any form. All interactions are conducted strictly within established legal frameworks, even where this may prolong the resolution of tax disputes. This stance is reinforced by our Group compliance and forensics function, as well as an independently managed whistle-blowing hotline that is overseen by Deloitte.

Responsible tax planning

Our tax approach supports long-term value creation while reflecting our commitment to contributing fairly to the fiscal systems and the communities in which we operate. Decisions are grounded in sound commercial principles and comply with applicable laws in each jurisdiction. We adopt well-supported positions, engaging reputable advisers on material matters, and do not enter into artificial arrangements or adopt positions that lack sufficient technical support or established practice.

In line with international best practice, the Group seeks relief from double taxation under applicable double taxation agreements. Such relief is claimed in accordance with the object and purpose of these agreements and is not a primary driver of the Group's commercial or structuring decisions.

Embedding tax in decision making

Tax considerations are integrated into business activities from the outset, ensuring alignment with our commercial objectives, governance standards and broader sustainability goals, while avoiding undue tax risk or uncertainty.

Tax certainty

In an evolving global tax environment, we focus on managing tax uncertainty in a measured and considered manner. While absolute tax certainty cannot always be achieved, we seek to enhance predictability through ongoing monitoring of legislative and policy developments across the jurisdictions in which we operate, assessing their impact on the Group and, where appropriate, consulting external advisers or engaging with revenue authorities. This aims to inform decision making and promote consistency in how we apply and interpret tax requirements.




Tax governance

Tax governance is fundamental to Omnia's operations, underpinning our commitment to transparency, accountability and ethical tax conduct. Our governance framework links strategic oversight with operational execution, enabling clear ownership, consistent decision making and a structured approach to managing tax matters and associated risks across the Group.

Foundation of our tax governance framework

Omnia's tax strategy and policy, which form the foundation of our tax governance framework, are reviewed every three years to ensure alignment with the Group's evolving business and regulatory requirements. The latest revision was approved by the board in FY25.

Tax strategy

Defines our overall approach to tax, aligned with our business objectives and tax principles

Tax policy

Sets out how our tax strategy is applied in practice, including roles, responsibilities and governance processes

Tax risk framework

Establishes the processes and controls to identify, manage and monitor tax risks across the Group

Tax governance framework

Strategy

Board

- Sets overall direction and approves tax strategy and policy
- Retains ultimate accountability for tax
- Provides ethical leadership and sets tone

Oversight

Audit and risk committee

- Supports board in fulfilling governance responsibilities
- Independent oversight of tax risk profile and management actions
- Reviews quarterly tax updates

Execution

Group Finance director

- Executes board mandate
- Assumes executive responsibility for tax
- Oversees tax governance and tax operating structure
- Escalates material tax matters to board

Head of tax

- Leads tax strategy, policy, controls
- Oversees tax risk management and compliance
- Identifies and reports on tax matters and risk
- Drives tax automation

Application

Group tax function

- Provides technical oversight and support
- Ensures consistent application of tax policy
- Manages tax compliance
- Identifies and manages tax risks
- Monitors developments

Divisional finance directors

- Implement Group policies at divisional level
- Manage day-to-day tax matters
- Assess significant transactions and documentation

External tax advisers

The Group engages reputable external advisers to provide independent expertise, corroborate tax positions, support sound decision making and assist in navigating the complexities arising from its global operations and the evolving tax landscape.

Specialist expertise

Specialist technical insight on complex tax matters

Independent tax advice

Independent and objective input on business transactions

Jurisdictional insight

Expert guidance in interpreting and navigating evolving global tax landscape

Tax governance continued

Tax risk management

In an environment of heightened tax uncertainty, increased audit activity and ongoing regulatory change, effective tax risk management is a critical component of Omnia's governance framework. We recognise the potential financial, legal, operational and reputational risks associated with failing to identify and manage tax risks effectively, and the impact this may have on the trust placed in us by our stakeholders.

Tax risk management is therefore embedded in our decision making and day-to-day operations, supporting compliance with applicable laws and obligations, while enabling the proactive identification, assessment and management of risks within defined tolerance levels approved by the board.

Managing tax risks across the Group

Tax risk management across the Group follows a structured lifecycle that forms part of the Group's broader enterprise risk management framework, and is aligned with the Group's risk assessment standard. In line with this framework, tax risks are assessed using the Group's adopted risk assessment methodology (aligned to ISO 31000) and residual risk heatmap, which evaluates both the likelihood and potential impact of tax-related events.

See the Integrated Annual Report 2026 on page 24

To support this, Omnia has established a tax risk framework, incorporating the Group's tax policy, designed to ensure that tax risks are appropriately identified, assessed and reported across the organisation.

Tax risks are managed in accordance with the Group's risk-based combined assurance model, structured around three lines of defence. By coordinating the activities of various assurance providers, this model enhances the effectiveness and integration of assurance processes, strengthening overall governance, risk management and internal controls.

Ongoing tax risk management

Tax risks are continuously monitored by finance teams and the Group tax function, with complex or uncertain matters escalated for further review and, where appropriate, supported by external advisers. Tax risks are also reviewed by the Group's external auditors as part of their audit procedures.

Regular and transparent tax risk reporting forms an integral part of Omnia's governance framework. In addition to quarterly reporting, the Head of tax, in consultation with the General manager: Finance and Finance director, assesses whether matters warrant escalation to the audit and risk committee or board outside of formal reporting cycles.

Identify tax risk	Analyse and evaluate tax risk	Manage tax risk	Monitor risk	Report on risk
• Identify and understand risks • Identify possible causes of risk	• Assess impact and likelihood of risk materialising • Assign risk rating • Assign risk mitigating measures and responsibilities • Capture risks in Group tax risk register	• Implement risk responses in accordance with risk ratings and the Group's defined risk tolerance levels	• Update risks in Group tax risk register • Monitor risk against risk responses and mitigating measure	• Tax risks and related tax provisions are reported to audit and risk committee on a quarterly basis • Finance director escalates significant tax risks to board for consideration

Managing tax risk through Omnia's combined assurance model

Board of directors

Board committee

Combined assurance forum

First line of defence	Second line of defence	Third line of defence

Own and manage tax risks through day-to-day operations, controls and compliance activities:
• Line management
• Department heads
• Divisional:
  • Managing director
  • Finance director
  • Chief operating officer
  • Divisional exco
	Provide oversight, guidance and monitoring to support effective tax governance and risk management:
	• Group exco
	• Company secretary
	• Enterprise risk management
	• Legal and compliance
	• SHEQ and sustainability
	• Finance and tax
	• Strategy, capital and M&A
	• Brand, marketing and communications
	• Investor relations
	• Procurement and supply chain
	• Human resources
	• Information Technology
	• Manufacturing
		Provide independent assurance over tax governance, controls and the integrity of tax reporting and related balances/ disclosures:
		• Internal audit
		• External audit
		• Forensic audit
		• Other independent assurance providers

Regulator

Tax governance continued

Tax risk management continued

Independent oversight and assurance

The audit and risk committee provides independent oversight of tax risks across the Group. This includes monitoring management's actions in responding to identified risks and considering their associated financial, legal, operational and reputational implications.

The audit and risk committee also oversees the adequacy and effectiveness of the Group's internal tax control environment, supported by periodic reviews conducted by internal audit, which evaluate the design and operating effectiveness of tax processes and controls.

Tax controls and assurance

Key tax controls

Omnia has implemented key tax controls across its operations to ensure that tax risks are identified, assessed and managed across all tax types. Responsibility for the day-to-day management of tax risk lies with divisional financial directors and in-country managers who are accountable for the effective implementation of relevant operational tax procedures and controls.

Assurance

The Group's compliance with income tax legislation and IFRS reporting requirements is subject to review by external auditors as part of the annual financial reporting process.

In addition, internal audit performs periodic reviews, including attestation, self-assessment and testing, to evaluate the adequacy and effectiveness of tax procedures and controls.

These processes provide ongoing assurance to the board that tax risks are appropriately identified, assessed, managed and, where possible, prevented, and that tax positions are accurately recognised and disclosed in the Group's Annual Financial Statements.

Additional mitigation measures

For material matters, or where there is uncertainty or complexity in interpretation or application, the Group engages reputable external advisers to provide independent specialist insight or to corroborate the Group tax function's internal technical analysis. This includes, among others, reviewing material tax positions and submissions, advising on significant business transactions (including mergers and acquisitions and restructurings), and supporting the Group in relation to tax audits and the resolution of tax disputes.

Separately, the Group may elect to outsource certain tax compliance activities, particularly in jurisdictions with limited technical capacity or for specialised requirements such as transfer pricing documentation and Pillar Two compliance. These engagements are subject to appropriate oversight by divisional finance teams and the Group tax function to ensure consistency with Group policy and governance standards.

Together, these measures enhance the robustness of the Group's technical analysis and support well-informed, compliant tax outcomes, aligned with Omnia's commitment to responsible tax practices.

Our approach to uncertain tax positions

Given the inherent complexity of the tax environment, certain transactions and calculations may give rise to uncertainty in tax outcomes, particularly where legislation is open to interpretation or remains untested. To address such uncertainties, the Group applies the principles set out in IFRIC 23: Uncertainty over Income Tax Treatments, which provides a framework for the recognition and measurement of uncertain tax positions under IAS 12: Income Taxes, as well as IAS 37: Provisions, Contingent Liabilities and Contingent Assets, in considering the recognition and disclosure of potential tax exposures not within the scope of IFRIC 23, including interest and penalties that may arise on uncertain tax positions.

Where it is concluded that a tax authority is unlikely to accept a particular treatment, the potential impact thereof is estimated and recognised as an income tax expense in accordance with IFRIC 23, with any associated interest and penalties recognised under IAS 37.

Independent specialist input is obtained, where appropriate, to support the Group's assessment of tax exposures and to ensure that underlying assumptions are reasonable and defensible.

Material uncertain tax positions are subject to oversight by the audit and risk committee, which reviews the key assumptions and judgements applied by management. The recognition and disclosure of these positions are also audited by the Group's external auditors.

As at 31 March 2026, the Group recognised uncertain tax liabilities amounting to R235 million (FY25: R232 million), primarily related to a legacy transfer pricing dispute with SARS, as detailed below.

SARS dispute

On 17 June 2021, the Group received a finalisation of audit letter from SARS, indicating a possible upward adjustment to taxable income following the conclusion of a transfer pricing audit relating to the company's 2014 to 2016 years of assessment.

Per the finalisation of audit letter, additional assessments resulting in a cumulative additional tax liability of approximately R415 million, interest of R365 million and understatement penalties of R165 million were levied.

Following a partial deferment of payment granted by SARS in November 2021, the Group made a payment of R207 million, with the balance of any potential liability deferred pending resolution of the matter. This payment will be offset against any final liability determined upon conclusion of the matter, with interest accruing on any surplus at SARS's prescribed rate.

The Group submitted an objection to the 2014 to 2016 assessments raised by SARS in November 2021, which SARS partially allowed on 30 September 2022. The partial allowance resulted in a marginal reduction in the additional tax liability and understatement penalties. The revised assessments continue to attract interest at a rate prescribed by SARS (calculated monthly) and amounted to approximately R573 million at 31 March 2026 (FY25: R514 million).

On 9 December 2022, the Group submitted a notice of appeal to SARS revised assessments, following which both parties agreed to partake in Alternative Dispute Resolution (ADR) proceedings, as an alternative mechanism for resolving the matter to formal litigation. ADR proceedings commenced during FY24, and remain ongoing, with the Group maintaining extensive engagement with SARS throughout FY26 in seeking to progress the matter.

Notwithstanding ongoing efforts directed towards achieving a mutually acceptable outcome, the ADR process has extended beyond initial expectations, with the Group continuing to focus on a considered and principled resolution, underpinned by management's commitment to achieving an outcome that is fair for the company and its stakeholders. In this context, while the Group continues to pursue the ADR process, it will advance its appeal through the Tax Court should a satisfactory resolution not be achieved.

The Group maintains its position that any resolution would likely be materially lower than the additional tax liability assessed by SARS. The IFRIC 23 provision recognised continues to reflect management's best estimate, informed by the evolving status of the matter and the range of potential outcomes available at each reporting date.

See the AFS: note 26 for details

Our performance

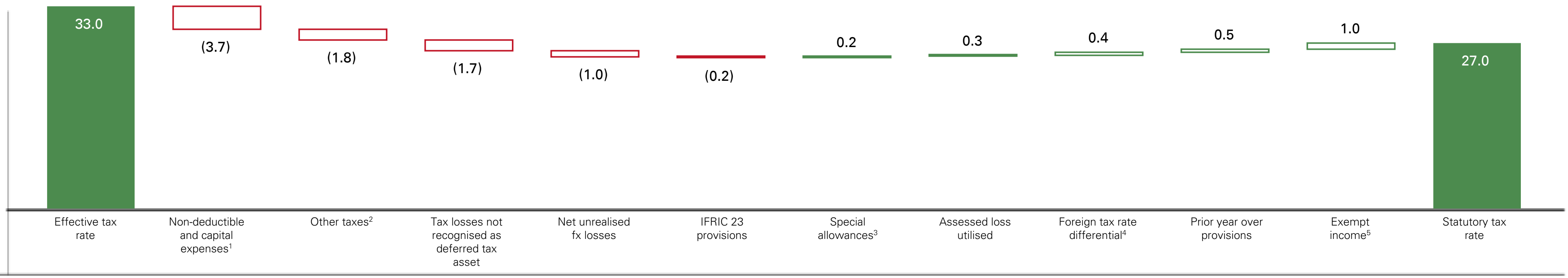
Reconciliation of effective tax rate to statutory tax rate

The Group operates across multiple jurisdictions, with statutory corporate income tax rates ranging from 3% to 32%.

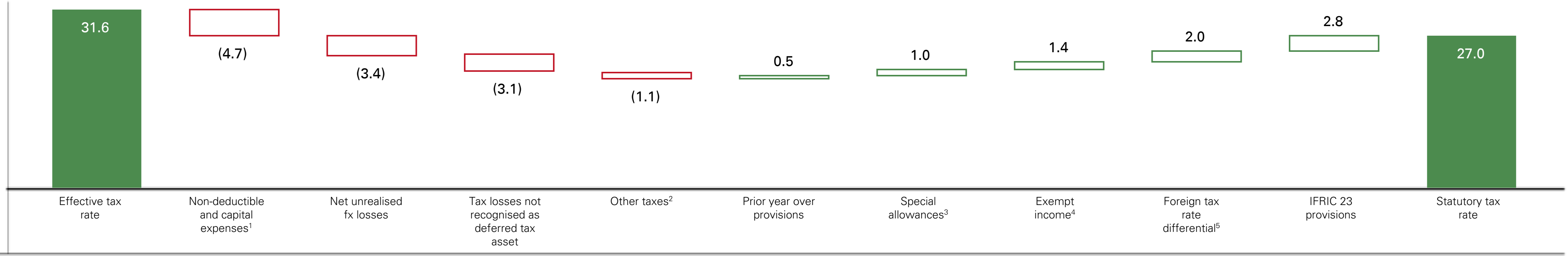
In FY26, Omnia Holdings Limited reported a consolidated Group effective tax rate of 33.0%, in line with its relatively consistent five-year historical effective tax rate range of 28.1% to 36.6%. The accompanying graphs reconcile the Group's effective tax rate with the South African statutory corporate tax rate of 27% (FY25: 27%), highlighting key contributing factors.

See the AFS: note 26 for details

FY 26



FY 25



1. *Non-deductible and capital expenses include depreciation, impairment of assets, consulting and legal fees, fines, non-deductible employee expenses, interest and overseas travel.*
2. *Other taxes comprise withholding tax, capital gains tax, controlled foreign company legislation imputation, Pillar Two top-up tax and the tax effect of hyperinflation.*
3. *Special allowances include learnership and research and development allowances.*
4. *Exempt income mainly comprises the Group's share of results from joint ventures and disposed assets subject to capital gains tax.*
5. *Foreign tax rate differential reflects the impact of applying tax rates in foreign jurisdictions that differ from South Africa's statutory tax rate.*

Our performance continued

Country-by-Country (CbC) Report - FY25

This disclosure is based on the most recent CbC Report submitted to SARS for the Group's financial year ended 31 March 2025.

The report was prepared in accordance with action plan 13 of the OECD/G20 Base Erosion and Profit Shifting (BEPS) Project, and aligns with GRI 207 – 4: Tax 2019.

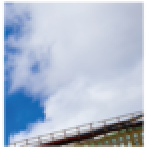
The Group's next CbC Report, covering the financial year ending 31 March 2026, is scheduled for submission to SARS by 31 March 2027.

Please note that the data presented in the report may differ from figures disclosed in Omnia's statutory Annual Financial Statements, which are prepared in accordance with IFRS (specifically IAS 12 – Income Taxes).

For further clarification, refer to the Glossary.

	Global financial performance overview (Rm)									
	Revenue			Profit/(loss) before income tax	Income tax paid (on cash basis)	Income tax accrued – current year	Stated capital	Accumulated earnings/(loss)	Tangible assets other than cash and cash equivalents	Number of employees
Tax jurisdiction (country)	**Unrelated party**	**Related party**	**Total**							
Australia	462	37	499	82	27	32	145	162	315	49
Botswana	7	–	7	(2)	–	–	–	39	1	1
Brazil	199	–	199	74	10	10	4	160	36	26
Burkina Faso	48	–	48	(13)	–	(1)	85	(77)	5	5
Canada	133	–	133	(82)	–	–	1	(126)	167	1
China	–	9	9	3	–	–	2	4	–	4
Democratic Republic of Congo	2	–	2	9	–	–	97	(5)	21	1
Indonesia	86	–	86	31	2	1	185	10	23	51
Kenya	75	3	78	(7)	–	–	88	(52)	24	13
Lesotho	63	–	63	11	7	2	–	31	4	6
Malawi	–	–	–	–	–	–	–	(36)	–	–
Mali	692	2	694	107	18	28	183	104	268	87
Mauritania	64	–	64	16	4	4	92	(6)	31	16
Mauritius	78	1 129	1 207	149	2	12	63	807	24	8
Mozambique	103	12	115	(38)	1	(5)	20	(64)	45	12
Namibia	952	12	964	83	20	10	–	177	231	95
Sierra Leone	101	–	101	11	2	5	26	171	51	12
South Africa	16 417	2 774	19 191	1 161	408	374	7 575	6 086	8 053	2 937
United States	29	–	29	(30)	–	–	–	(91)	10	7
Zambia	3 135	–	3 135	148	127	85	–	697	995	407
Zimbabwe	408	–	408	(34)	38	37	–	(750)	75	65
Total	**23 054**	**3 978**	**27 032**	**1 679**	**666**	**594**	**8 566**	**7 241**	**10 379**	**3 803**

Supplementary information


Glossary – Country-by-Country Report

Revenue	Revenue includes revenues from sales of inventory and services, finance income, and other operating income
Revenue from unrelated party	Revenues from transactions with independent parties
Revenue from related party	Revenues from transactions with associated enterprises
Profit/(loss) before income tax	Profit/(loss) before tax is based on the pre-consolidation profit/(loss) before tax
Income tax paid (cash tax)	Income tax paid comprises normal income taxes and withholding taxes paid during the year, which may include payments relating to the prior year
Income tax accrued	Accrued current tax expense recorded on taxable profits/(losses) for the year excluding deferred tax
Stated capital	Stated capital includes share capital and capital reserves
Accumulated earnings/(loss)	Sum of the entity's profits since inception
Tangible assets other than cash and cash equivalents	Tangible assets do not include cash and cash equivalents, intangibles and financial assets
Number of employees	The total number of employees employed on a full-time equivalent basis

Agriculture

Mining

Chemicals

Corporate information

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JSE code: OMN
ISIN: ZAE000005153

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