

Stichting Social Investor Foundation for Africa
Amsterdam, The Netherlands

Annual report 2023

July 10th, 2024

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Management Board report

Introduction

"Stichting Social Investor Foundation for Africa", hereinafter "SIFA" or "the Foundation" was incorporated on 6 December 2006 in accordance with Dutch law. The registered office of the Foundation is Paasheuvelweg 25, Amsterdam.

The objective of the Foundation is to support the development of healthcare systems in Africa, and to do all that is connected therewith or may be conducive thereto, all to be interpreted in the broadest sense.

SIFA shall strive to achieve its objective, by - amongst other things - the acquisition of, the (re) investment in, granting options with respect to and the alienation of items of property in general and the raising and managing of funds.

SIFA is a non-profit organization. The Foundation has the ANBI (*Algemeen Nut Beogende Instelling*) status and is exempt from taxation on gifts and legacies it receives.

The equity of the Foundation is constituted by subsidies, gifts, legacies and any other income of whatever nature. The Foundation received a total of € 3 million in gifts from various Dutch multi-nationals.

Beneficiaries

The Foundation has been an important starting point for the establishment of the fund manager, African Health Systems Management Company B.V. ("AHSM"), with a dedicated team and focus on the development of healthcare systems in Africa. The initial closing of the first fund of AHSM, the Investment Fund for Health in Africa ("IFHA BV"), was closed in April 2008 through the initial capital commitment by the Foundation.

The Foundation committed € 2,5 million in equity to IFHA BV and the aggregate commitments to IFHA BV in subsequent closings was increased to € 50,0 million, of which 50% was committed by public funding and 50% by private capital.

The Foundation subscribed for ordinary units A and preference units in IFHA-II Coöperatief U.A. and committed \$ 2.0 million to IFHA-II. which closed in 2015 with \$149.5m commitments from public and private funding.

The Foundation received an aggregate amount of € 3,422 in dividend distributions from IFHA-II in 2023.

The Foundation in 2022 participated €1.625m as part of a €12m loan to CarePay International BV, an investee of IFHA-II.

Financial

At the end of 2015, the Foundation received in aggregate €3,0 million in gifts from Dutch multi-nationals. An amount of € 630.978 (2022: € 667.683) has been reserved in special purpose funds, for the Foundation's commitments to IFHA and IFHA-II.

Special purpose fund - IFHA BV

The Special purpose fund - IFHA BV represents the total financial commitment of € 2.500.000 to the fund to subscribe to ordinary shares A, preference shares A and share premium on preference shares A. The Foundation has in total invested € 2.389.721 (2022: € 2.389.721). An amount of € 330.810 (2022: € 330.810) is callable by IFHA BV as needed for investments or to meet management fees and fund expenses.

Special purpose fund - IFHA-II Coöperatief U.A.

The Special purpose fund - IFHA-II represents the total financial commitment of \$ 2.000.000 to the fund to subscribe to ordinary units A, preference units and share premium on preference units. The Foundation has in total invested \$ 1.668.671 (2022: \$ 1.639.596). An amount of \$ 331.329 (2022: \$ 360.404) is callable by IFHA-II at no less than 15 business days notice as needed for investments or to meet management fees and fund expenses.

Financial risk management

The Foundation's activities expose it to a variety of financial risks: the most significant risks to the Foundation are the market risk and currency risk of its participating interest in Investment Funds for Health in Africa ("IFHA").

IFHA's investment objective is to provide investors with consistent capital appreciation by investing predominantly in healthcare companies in Africa.

An investment of IFHA is subject to all risks incident to the ownership of foreign currencies and other assets in which IFHA may invest. These factors include, without limitation, changes in government rules and fiscal and monetary policies, changes in laws and political and economic conditions in the currencies in which IFHA invests throughout Africa and general market conditions. There can be no guarantee that any profits will be realized to a shareholder in IFHA. The value of the participating interests may decrease to zero.

The Board has partly protected its commitment to IFHA-II by purchasing the equivalent amount in US dollars.

Outlook 2024

The investment period of IFHA BV has ended. The term of IFHA BV has been extended by its investors multiple times as IFHA BV still holds the majority shares of AAR Holdings, which includes AAR Insurance Holdings in Kenya and Uganda. SIFA agreed to a further extension of the fund until April 2025.

IFHA-II closed its investment period in 2020 and is expected to draw funds for limited follow-on investments and management fee and expenses. The IFHA-II investors agreed to an amendment of the Investment Management Agreement in January 2023, including change of control of the Manager, calculation method of the management-fee and extension of the Follow-On investment period. During 2023 no investments were exited by IFHA-II.

Due to the poor economic climate in sub-Saharan Africa, exit opportunities for the portfolio companies of IFHA B.V. and IFHA-II are limited. This affects exit planning in 2024.

SIFA has limited other liabilities and operating costs, mainly comprising audit expenses, that can be paid out of existing bank balance.

The cost of the participating interest in IFHA BV has been fully repaid in FY2020. The participating interest IFHA-II is recorded at cost or lower market value as at 31 December 2023. A decrease in the Net Asset Value (NAV) of IFHA-II has no impact on the going concern of SIFA.

CarePay managed to close a further pre Series B bridge round end 2023 lead by global reinsurer RGA and the Dutch government. It is looking for a further € 2,5-5m in 2024 which will bring it to break even. The Foundation does not envision to increase its loan to CarePay in 2024.

AHSM has in 2023 drawn €500k from the € 1m committed loan, with the balance expected to be drawn in 2024 or 2025.

In 2023 the board of the foundation comprised of three directors and was represented by Kees Storm (former CEO Aegon), Marten Pieters (former CEO of Vodafone India and former CEO of Celtel Africa) and Tijo Collot d'Escury (Managing Partner RolandBerger).

Financial statements

Balance sheet as at 31 December 2023

(after appropriation of the result)

ASSETS

		31 December 2023		31 December 2022	
	notes	€	€	€	€
Non-current assets					
<i>Financial assets</i>					
1					
Participating interest IFHA BV		690.129		1.159.704	
Participating interest IFHA-II		591.347		879.167	
Outstanding loans		<u>2.348.184</u>		<u>1.027.733</u>	
			3.629.660		3.066.604
Current assets					
2					
Cash and cash equivalents		<u>1.691.862</u>		<u>2.229.200</u>	
			<u>1.691.862</u>		<u>2.229.200</u>
TOTAL ASSETS			<u>5.321.522</u>		<u>5.295.804</u>

EQUITY AND LIABILITIES

Equity	3				
Statutory reserves		36.356		85.560	
Special purpose fund reserve - IFHA BV		330.810		330.810	
Special purpose fund reserve - IFHA-II		300.168		336.873	
Other reserves		<u>4.644.189</u>		<u>4.529.388</u>	
			5.311.522		5.282.631
Current liabilities					
4					
Other payables and accruals		<u>10.000</u>		<u>13.173</u>	
			<u>10.000</u>		<u>13.173</u>
TOTAL EQUITY AND LIABILITIES			<u>5.321.522</u>		<u>5.295.804</u>

See accompanying notes to the financial statements

Statement of income and expenditure for the year ended 31 December 2022

		<u>2023</u>		<u>2022</u>	
	notes	€	€	€	€
Expenses	5				
Operating expenses		<u>-6.460</u>		<u>-11.456</u>	
			-6.460		-11.456
Financial income and expenses	6				
Proceeds from financial fixed assets		3.422		25.233	
Interest income and similar income		164.232		68.921	
Changes in value of financial fixed assets		-118.141		-781.974	
Interest expenses and similar expenses		<u>-14.162</u>		<u>16.851</u>	
			35.351		-670.969
Net result			<u>28.891</u>		<u>-682.425</u>
Appropriation of the result					
Charged to:					
Translation reserve			-		-
General reserve			<u>28.891</u>		<u>-682.425</u>

See accompanying notes to the financial statements

Cash flow statement for the year ended 31 December 2022

The cash flow statement has been prepared using the indirect method.

	2023		2022	
	€	€	€	€
Cash flow from operating activities:				
Result		28.891		-682.425
Adjustment for:				
Changes in participating interests and value of loan receivables.	118.141		781.974	
Capitalized interest proceeds	-154.264		-68.921	
Unrealized currency results	-		-	
		<u>-36.123</u>		<u>713.053</u>
Change in current assets	-		-	
Change in current liabilities	-3.173		2.849	
		<u>-3.173</u>		<u>2.849</u>
Cash flow from operating activities		-10.404		33.478
Investments in financial fixed assets	-526.934		-1.754.149	
Cash flow from investing activities		-526.934		-1.754.149
Effect of exchange rate differences		-		-
Net change in cash flow		<u>-537.338</u>		<u>-1.720.671</u>
Cash at bank				
Opening balance		2.229.200		3.949.871
Closing balance		<u>1.691.862</u>		<u>2.229.200</u>
Net change in cash flow		<u>-537.338</u>		<u>-1.720.671</u>

See accompanying notes to the financial statements

Notes to the financial statements

1. General

1.1 Foundation

"Stichting Social Investor Foundation for Africa", hereinafter "SIFA" or "the Foundation" was incorporated on 6 December 2006 in accordance with Dutch law. The registered office of the Foundation is Paasheuvelweg 25, Amsterdam. The Chamber of Commerce (KvK) number is 34261336.

1.2 Objective

The objective of SIFA is to support the development of healthcare systems in Africa, and to do all that is connected therewith or may be conducive thereto, all to be interpreted in the broadest sense.

SIFA shall strive to achieve its objective, by - amongst other things - the acquisition of, the (re) investment in, granting options with respect to and the alienation of items of property in general and the raising and managing of funds.

SIFA is a non-profit organization

1.3 Basis of presentation and preparation

The financial statements are drawn up in accordance with the provisions of Title 9, Book 2, of the Dutch Civil Code and the Guidelines for the annual reporting C1 "Small non-profit organizations" of the Dutch Accounting Standards Board.

1.4 Changes in accounting policies

The accounting policies have not changed during the year 2023.

1.5 Related-party transactions

All legal entities that can be controlled, jointly controlled or significantly influenced are considered to be a related party. Also, entities which can control the Foundation are considered a related party. In addition, statutory directors, other key management of the Foundation and close relatives are regarded as related parties.

Significant transactions with related parties are disclosed in the notes to the financial statements insofar as they are not transacted under normal market conditions. The nature, extent and other information is disclosed if this is required to enhance the true and fair view.

1.6 Notes to the cash flow statement

The cash flow statement has been prepared using the indirect method. The cash items disclosed in the cash flow statement are comprised of cash and cash equivalents. Cash flows denominated in foreign currencies have been converted at average estimated exchange rates. Investments in and loans to participating interests, interest paid and received and dividends received are included in cash flow from operating activities.

1.7 Determination of results

The result is the difference between the realisable value of the goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised. In the determination of the result the unrealised movements in value are also taken into account for the investment properties and securities included in current assets recognised at fair value.

2. Summary of significant accounting principles to the measurement of assets and liabilities

2.1 Valuation

Assets and liabilities are stated at cost unless indicated otherwise.

2.2 Foreign currency translation

Items included in the Foundation's financial statements are measured using the currency of the primary economic environment in which it operates ("the functional currency"). This is the Euro which is used to evaluate its performance and to manage its liquidity. Monetary assets and liabilities denominated in non-Euro currencies are translated into Euro equivalents using year-end spot rates. Income and expense transactions denominated in non-Euro currencies are translated at the exchange rates applicable at the transaction date.

Both realised and unrealised profits or losses on foreign exchange translation are recognised in the profit and loss account for that period. The changes in translation of assets that form an effective cash flow hedge for future liabilities are recognized in the Translation reserve and realised upon fulfillment of the future obligation.

Non-monetary assets valued at historical cost in a foreign currency are converted at the exchange rate on the transaction date.

2.3 Financial fixed assets

2.3.1 Participating interests

The Foundation manages its financial fixed assets with a view to support the development of healthcare systems in Africa. No significant influence is exercised in the associated companies, they are valued at cost and if applicable less impairments in value. With the valuation of associated companies any impairment in value is taken into account.

Acquisition costs attributable to participating interests and other financial fixed assets are recognised immediately in the profit and loss account.

2.3.2 Loans receivables

Loans receivables disclosed under financial fixed assets are stated at the fair value of the amount owed, which normally consists of its face value, net of any provisions considered necessary.

On each balance sheet date, the company assesses whether there are any indications that a fixed asset may be subject to impairment. If there are such indications, the recoverable amount of the asset is determined. If it is not possible to determine the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined. An impairment occurs when the carrying amount of an asset is higher than the recoverable amount; the recoverable amount the higher of the realisable value and the value in use. An impairment loss is directly recognised in the profit and loss account while the carrying amount of the asset concerned is concurrently reduced.

2.4 Cash

Cash comprises cash on hand and cash at banks. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash which are subject to insignificant changes in value, and are held for the purpose of meeting short-term cash commitments rather than for investment purposes.

Cash at banks and in hand is valued at nominal value.

2.5 Deposits

Deposits comprise longer term deposits with an original maturity of greater than three months.

2.6 Other receivables

Other receivables for trade and other amounts receivable are stated based on the amounts which are considered to be receivable in respect of goods and services to be received after the balance sheet date. All receivables fall due within one year.

2.7 Accrued expenses

Accrued expenses for trade and other amounts payable are stated based on the amounts which are considered to be payable in respect of goods and services received up to the balance sheet date.

2.8 Statement of income and expenditure

Income and expenditure are recognized as they are earned or incurred and are recorded in the financial statements of the period to which they originate.

2.9 Financial income**2.9.1 Dividends**

Dividends receivable from participating interests not carried at net asset value are recognised as soon as the Foundation acquires the right to them.

2.9.2 Interest paid and received

Interest paid and received is recognised on a time-weighted basis, taking account of the effective interest rate of the assets and liabilities concerned. When recognising interest paid, allowance is made for transaction costs on loans received as part of the calculation of effective interest.

2.9.3 Exchange differences

Exchange differences that arise from the settlement or translation of monetary items are recorded in the profit and loss account in the period in which they occur, unless hedge-accounting is applied.

1. Financial fixed assets

Participating interest IFHA BV

	2023	2022
	€	€
Balance as at 1 January	1.159.704	888.443
Called and paid-up share premium	-	-
Purchase shares ELQ Investors	-	-
Impairment reversal / (losses) on financial fixed assets	-469.575	271.261
Balance as at 31 December	690.129	1.159.704

The Foundation's participating interest in IFHA BV comprises 500.000 ordinary shares A (2021: 500.000), 1.000.000 ordinary shares D (2021: 1.000.000) and 1.500 preference shares A.

IFHA BV maintains a profit reserve for each class of shares, for the exclusive benefit of the holders of shares of the applicable class and a share premium reserve for the exclusive benefit of holders of preference shares A.

	31/12/2023	31/12/2022
	€	€
Profit reserve preference shares A	690.129	1.159.704
Profit reserve ordinary class A shares	-	-
Profit reserve ordinary class D shares	-	-
Balance as at 31 December	690.129	1.159.704
Dividends received from participating interest IFHA BV	-	-
Fair value of participating interest in IFHA BV	690.129	1.159.704

The fair value of participating interest held by IFHA BV is determined according to the Invest Europe Guidelines and is based on (i) the discounted cashflow methodology, (ii) industry valuation benchmarks or (iii) cost of the recent investment and the exchange rate prevailing at the reporting date.

The fair value of participations held by IFHA BV is based on management information, unaudited annual accounts and estimations and assumptions made by the fund manager. The fair value may therefore be subject to change when IFHA BV's fund manager estimations and/or assumptions change.

	31/12/2023	31/12/2022
	€	€
Unfunded commitment on preference shares IFHA BV	330.810	330.810

Payment of the share premium is callable by IFHA BV at no less than 15 business days notice as needed for investments or to meet management fees and fund expenses.

On 23 April 2019, the Foundation repaid the loan facility provided by ELQ Investors.

The remaining commitment by ELQ Investors under the loan facilities has been cancelled and the share pledge has been released.

Participating interest IFHA-II

	2023	2022
	€	€
Balance as at 1 January	879.167	1.120.321
Called and paid-up share premium	26.934	129.149
Translation difference	36.356	16.744
Impairment reversal / (losses) on financial fixed assets	-351.109	-387.046
Balance as at 31 December	591.347	879.167

The Foundation's participating interest in IFHA-II comprises 400 ordinary units A (2021: 400) and 40 preference units (2021: 40). IFHA maintains a profit reserve for each class of units, for the exclusive benefit of the holders of units of the applicable class and a premium reserve for the exclusive benefit of holders of preference units.

	<u>31/12/2023</u>	<u>31/12/2022</u>
	€	€
Profit reserve preference units	777.228	638.087
Profit reserve ordinary units A	-1.505.103	-1.154.467
Balance as at 31 December	<u>-727.875</u>	<u>-516.380</u>
Dividends received from participating interest IFHA-II	<u>3.422</u>	<u>25.233</u>
Fair value of participating interest in IFHA-II	<u>591.347</u>	<u>879.167</u>

The fair value of participating interest held by IFHA-II is determined according the Invest Europe Guidelines and is based on (i) the discounted cashflow methodology, (ii) industry valuation benchmarks or (iii) cost of the recent investment and the exchange rate prevailing at the reporting date.

The fair value of participations held by IFHA-II is based on management information, unaudited annual accounts and estimations and assumptions made by the fund manager. The fair value may therefore be subject to change when IFHA-II's fund manager estimations and/or assumptions change.

	<u>31/12/2023</u>	<u>31/12/2022</u>
	€	€
Unfunded commitment on preference units IFHA-II	<u>300.168</u>	<u>336.873</u>

Payment of the unfunded commitment is callable by IFHA-II at no less than 15 business days notice as needed for investments or to meet management fees and fund expenses.

The Foundation has partly hedged its future unfunded commitment in US dollars by a spot purchase of US dollars held in the non-interest bearing US dollar bank account at ABN-Amro Bank ('cash flow hedge').

Outstanding bridge loan CarePay International BV

	<u>2023</u>	<u>2022</u>
	€	€
Balance as at 1 January	1.027.733	-
Issued loans		1.625.000
Repayments received	-	-
Interest on issued loans	135.514	68.921
Impairment reversal / (losses) on financial fixed assets	666.188	-666.188
Balance as at 31 December	<u>1.829.435</u>	<u>1.027.733</u>

The bridge loan to CarePay International BV has been issued on the 13th of May 2022 and has been amended on the 4th September 2023. Repayment of the loan will take place at the earliest of: (I) the occurrence of a Qualified Equity Financing for CarePay International or (II) the 15th December 2026. The parties agreed to an interest percentage of 10% per annum based on a 365-day year. Interest on the loan accrues every last day of the year and is compounded.

CarePay International has entered in a joint venture agreement with RGA and is negotiating terms and conditions for a pre-series B convertible loan to be partially funded by RGA. In the draft-agreement RGA has indicated that the pre-money valuation cap including conversion of the bridge loan amounts to not more than EUR 52 million, which was applied pro-rate parte in the impairment of the loan in the financial statements of 2022. In 2023 the conversion terms of the bridge loan in combination with the RGA terms became clear, whereas the conversion of the Bridge Loan is possible at nominal value including PIK interest. This resulted in the reversal of the 2022 impairment and the inclusion of the PIK interest in the valuation of the loan.

Profit Participating Loan African Health System Management Company B.V.

	<u>2023</u>	<u>2022</u>
	€	€
Balance as at 1 January	-	-
Issued loans	500.000	-
Repayments received	-	-
Interest on issued loans	18.750	-
Impairment reversal / (losses) on financial fixed assets		-
Balance as at 31 December	<u>518.750</u>	<u>-</u>

The loan to African Health System Management BV ("AHSM") has been issued on the 2nd of March 2023 with a principal amount of € 1,000,000.

Repayment of the loan including interest will take place on the maturity date 1 March 2028. The remaining commitment for SIFA regarding the drawn Amount of the Loan amounts € 500,000 as per 31 December 2023.

The Loan shall bear interest as of the drawdown date equal to the aggregate of: (a) 5% per annum of the Average Amount Outstanding (non-compounding) (the "Fixed Interest"); and (b) an amount equal to 51% percent of any distributions paid to the E-sharholders of AHSM proportionally to the drawn versus principal amount.

2. Current assets

Cash

	31/12/2023	31/12/2022
	€	€
ABN Amro Bank Bestuurrekening	513.926	1.023.534
ABN Amro Bank Bestuur Spaarrekening	732.711	732.561
ABN Amro Bank Vreemde Valuta Zaken rekening	445.225	473.105
Balance as at 31 December	<u>1.691.862</u>	<u>2.229.200</u>

3. Equity

The equity of the Foundation is constituted by subsidies, gifts, legacies and any other income of whatever nature.

The Foundation received a total of € 3 million in gifts from Dutch multi-nationals (Unilver, SNS Reaal, Eureko Achmea, Aegon, Heineken and Shell).

	Special purpose funds		Statutory reserves	Other reserves	Total 31/12/2023	Total 31/12/2022
	IFHA BV	IFHA-II				
	€	€	€	€	€	€
Balance as at 1 January	330.810	336.873	85.560	4.529.388	5.282.631	5.948.311
Increase/(decrease) in special purpose fund reserves		-26.934		26.934	-	-
Transfer to/from General reserve	-		-	-	-	-
Revaluation	-	-9.772	-	9.772	-	-
Transfer to/from Translation reserve	-	-	-49.204	49.204	-	16.744
Result for the year	-	-	-	28.891	28.891	-682.424
Balance as at 31 December	<u>330.810</u>	<u>300.168</u>	<u>36.356</u>	<u>4.644.188</u>	<u>5.311.522</u>	<u>5.282.631</u>

Result appropriation for the year

No provisions of the Articles of Association deal with the result appropriation. The board of directors proposes regarding the result for the year 2023:

to charge € 28.891 to the Other reserves.

Special purpose fund - IFHA

The special purpose fund - IFHA represents the total financial commitments approved by the Board for the Investment Fund for Health in Africa B.V. and IFHA-II Coöperatief U.A.

Investment Fund for Health in Africa B.V. ("IFHA BV")

The total financial commitment to IFHA BV to subscribe to ordinary shares A, preference shares A and share premium on preference shares A amounts to € 2.500.000 (2022: € 2.500.000). The Foundation has in total invested € 2.389.729 (2022: € 2.389.729). An amount of € 330.810 (2022: € 330.810) is callable by IFHA BV at no less than 15 business days notice as needed for investments or to meet management fees and fund expenses.

IFHA-II Coöperatief U.A. ("IFHA-II")

The financial commitment to IFHA-II to subscribe to ordinary units A, preference units and share premium on preference units amounts to \$ 2.000.000 (2022: \$ 2.000.000) or € 1.811.900 (2022: € 1.869.421). The Foundation has in total invested \$ 1.668.671 (2022: \$ 1.639.596). An amount of \$ 331.329 (2022: \$ 360.404) is callable by IFHA-II at no less than 15 business days notice as needed for investments or to meet management fees and fund expenses.

4. Current liabilities**Other liabilities and accrued expenses**

Interest ABN-Amro payable
Audit expenses

31/12/2023	31/12/2022
€	€
-	4.098
10.000	9.075
<u>10.000</u>	<u>13.173</u>

All current liabilities fall due in less than one year.

5. Expenses

Administration expenses
Audit fees
Bank charges
Other general expenses

2023	2022
€	€
-	-99
-5.902	-10.894
-441	-462
-117	-
<u>-6.460</u>	<u>-11.456</u>

6. Financial income and expenses

Dividends received from participating interests
Impairment reversal / (losses) on financial fixed assets
Translation result on US dollar participation IFHA-II
Interest on issued loans
Foreign exchange results
Interest on bank balances

2023	2022
€	€
3.422	25.233
-118.141	-781.974
-	-
164.232	68.921
-14.162	29.734
-	-12.883
<u>35.351</u>	<u>-670.969</u>

Number of employees

No employees were employed by the Foundation during the financial year (2022: 0).

Remuneration Directors

No remuneration was paid to Directors and former Directors during the financial year 2023 (2022: 0).

AHSM has in 2023 drawn €500k from the € 1m committed loan, with the balance expected to be drawn in 2024 or 2025.

In 2023 the board of the foundation comprised of three directors and was represented by Kees Storm (former CEO Aegon), Marten Pieters (former CEO of Vodafone India and former CEO of Celtel Africa) and Tijo Collot d'Escury (Managing Partner RolandBerger).

Amsterdam, July 10th, 2024

Board of Directors:

M. Pieters

K.J. Storm

T.J.G. Collot d'Escury

Other information

Independent auditor's report

The independent auditor's report is recorded on the next page.

INDEPENDENT AUDITOR'S REPORT

To: the board of directors of Stichting Social Investor Foundation for Africa

Report on the audit of the financial statements 2023 included in the annual report

Our opinion

We have audited the financial statements 2023 of Stichting Social Investor Foundation for Africa ('the Company'), based in Amsterdam.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Stichting Social Investor Foundation for Africa as at 31 December 2023 and of its result for 2023 in accordance with Guideline for annual reporting 'C1 small non-profit organisations' ('DAS C1') of the Dutch Accounting Standards Board.

The financial statements comprise:

- The balance sheet as at 31 December 2023;
- The statement of income and expenditure for the year then ended; and
- The notes, comprising a summary of the accounting policies and other explanatory information.

Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards of Auditing. Our responsibilities under those standards are further described in the 'Our responsibilities for the audit of the financial statements' section of our report.

We are independent of Stichting Social Investor Foundation for Africa in accordance with the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics).

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis and restriction on use and distribution

The financial statements are intended for the board of directors of the Stichting Social Investor Foundation for Africa. This report is not to be relied upon by third parties as such parties are not aware of purpose of the services and they could interpret the results incorrectly. As a result, the financial statements may not be suitable for another purpose. Therefore, our auditor's report is intended solely for the board of directors of the Stichting Social Investor Foundation for Africa and should not be distributed to or used by other parties. Our opinion is not modified in respect of this matter.

Report on the other information included in the management report

The annual report contains other information, in addition to the financial statements and our auditor's report thereon.

The other information consists of:

- Management board report.

Based on the following procedures performed, we conclude that the other information:

- Is consistent with the financial statements and does not contain material misstatements.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

The board of directors is responsible for the preparation of the other information, including the management board report pursuant to the Guideline for annual reporting 'C1 small non-profit organisations' ('DAS C1') of the Dutch Accounting Standards Board.

Description of responsibilities regarding the financial statements

Responsibilities of the board of directors for the financial statements

The board of directors is responsible for the preparation and fair presentation of the financial statements in accordance with the Guideline for annual reporting 'C1 small non-profit organisations' ('DAS C1') of the Dutch Accounting Standards Board. Furthermore, the board of directors is responsible for such internal control as the board of directors determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, the board of directors is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, the board of directors should prepare the financial statements using the going concern basis of accounting, unless the board of directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The board of directors should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

Our responsibilities for the audit of the financial statements

Our objective is to plan and perform the audit engagement in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material errors and fraud during our audit.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgement and have maintained professional scepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included among others:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control;
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Concluding on the appropriateness of the board of directors use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause a company to cease to continue as a going concern;
- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures; and
- Evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Because we are ultimately responsible for the opinion, we are also responsible for directing, supervising and performing the group audit. In this respect we have determined the nature and extent of the audit procedures to be carried out for group entities. Decisive were the size and/or the risk profile of the group entities or operations. On this basis, we selected group entities for which an audit or review had to be carried out on the complete set of financial information or specific items.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identify during our audit.

Amsterdam, July 11, 2024

Crowe Peak Audit & Assurance B.V.

drs. R. Postma RA