



**GO LIFE INTERNATIONAL LTD**

(To be renamed Numeral Limited)

(Incorporated in the Republic of Mauritius)

(Registration number: 098177 C1/GBL)

Primary Listing SEM share code: GOLI.N0000

Secondary Listing JSE share code: GLI ISIN: MU0330N00004

("the Company" or "the Group" or "Go Life")

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## UNAUDITED FINANCIAL RESULTS FOR THE SIX MONTHS ENDED 31 AUGUST 2023

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### DIRECTORS' COMMENTARY

#### BACKGROUND

The Company was incorporated on 1 October 2010 as a public company limited by shares under the Mauritian Companies Act and holds a Global Business Licence (Licence No - C110009034) issued by the Mauritius Financial Services Commission.

Go Life is registered in the Republic of Mauritius and was listed on the Stock Exchange of Mauritius ("SEM") on 7 July 2011. The Company successfully completed a secondary listing on the Alternative Exchange ("AltX") of the JSE Limited ("the JSE") on 23 November 2016.

Shareholders are advised that the name of the Company will be changing to Numeral Limited following the approval of a special resolution at the General Meeting on 22 November 2023. It is expected that the Special Resolution will be lodged with the Registrar of Companies in Mauritius on 23 November 2023.

#### COMPANY OUTLOOK AND PROSPECTS

The Company has been through some tough times over the last few years. The Board has dealt with many challenges and the asset base had been completely eroded, which required a full write off of all the underlying investments of \$34 851 774 in 2020. In relation to the Bon Health acquisition, the Company managed to recover 132 500 000 shares of the 134 000 000 previously issued at a cost of R102 500 000, which at the exchange rate of 15:1 at the time, amounted to \$6 833 333. This had previously been impaired. As the transaction had been cancelled, most of the previous impairment was reversed against share capital and share premium by an amount of \$6 756 841, with accumulated loss being reduced by the same amount in the year ended 28 February 2022.

The recapitalisation process was completed in the first quarter of 2023. The Board approved subscription agreements for the issue of 465 000 000 new shares, of which 132 500 000 were the treasury shares recovered above. Per consultation with SEM, the issue of new shares required the issue of listing particulars. This additional equity funding has been applied to substantially reduce the creditors of the Company and to take the last steps towards the regularisation of the Company. The company signed three subscription agreements whereby a substantial portion of the liabilities were settled. The subscription agreements also provided for loan funding of R3 million to finalise the regularisation of the Company, settle remaining liabilities and provide some working capital to the Company.

It is anticipated that the final regularisation of the Company will be concluded by the end of November 2023, when the reconvened Annual Meeting will be held. Thereafter, the business will be rebuilt under the new branding of Numeral Limited.

Cash balances did not change during the periods presented as the Company was inactive during this period. Payments to creditors were funded by way of loans, which were capitalised as part of the subscription for shares mentioned above. The appointment of a new Management Company is imminent and they will assist with the re-opening of the Company's bank account, which had been rendered dormant due to inactivity.

In addition, the board has been restructured during the period under review. This will be a positive step for all current investors and the springboard to future profitability with the rebuilding of the business.

## **ACQUISITIONS AND DISPOSALS**

There were no acquisitions or disposals during the period under review.

## **RELATED PARTIES**

There were no transactions with related parties during the period under review that are material to an understanding of these results.

## **BASIS OF PREPARATION**

These results are prepared in accordance with International Financial Reporting Standards (IFRS"), IAS 34: Interim Reports, the SEM Listings Rules and the JSE Listings Requirements.

The accounting policies adopted in the preparation of the quarterly results are in terms of IFRS and are consistent with those applied in the preparation of the audited financial statements for the year ended 28 February 2023.

These results have been prepared for the Board by Ms Louise Malan.

## **GOING CONCERN**

The Board is completing its restructuring and regularisation exercise and is working on a new business plan which will establish the pathway for future sustainable operations.

Based on this plan, the negative equity will be reversed to restore the solvency of the Group, and the business will grow. Management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on a going concern basis and management is providing their support in order for the Company to carry on its operations for the next twelve months from the date of approval of this announcement.

## **DIVIDENDS**

No dividends were authorised or paid during the period under review.

## **DIRECTORS**

During the period under review, the Company appointed Mr Jean van Rooyen as the Financial Director who assisted with the finalisation of the audit for the year ended 28 February 2023. Subsequent to the period end, Mr Jean van Rooyen resigned and shortly thereafter, the board was restructured with Messrs Patrick Wysoczanski and Dr Peter Koll also stepping down and Messrs Dave van Niekerk and Neville Graham being appointed as executive directors. The board restructure was finalised with the recent appointment of Dr Aansa Devi Bedacee, which rendered the Company compliant with Mauritian requirements.

## **AUDITORS**

The Company appointed a new firm of auditors for the year ended 28 February 2023, namely Barnes and Associates, with Mr Rushdee Toorbuth as the designated audit partner.

## **SUBSEQUENT EVENTS**

There were no material subsequent events after 31 May 2023. The Company has finalised the appointment of a new management company, company secretary and transfer secretary in Mauritius as announced recently on SEM and SENS.

The process of regularisation is nearly completed and the board has proposed that the name of the Company be changed to Numeral Limited. The General Meeting to approve the name change was held on 22 November 2023, where shareholders approved the change in name to Numeral Limited. Thereafter, the Company will then start the process of building the company and group.

## **ANNUAL GENERAL MEETINGS**

A decision was taken to move forward with holding the Annual Meetings for the years ended 2018 to 2023, which were convened on 22 November 2023. Following a request from a Mauritian shareholder and as announced on SEM and SENS, the Annual Meetings were adjourned to 30 November 2023 and will be held under one Annual Meeting.

The investigation and reconciliation of the Mauritian share register for certificated shareholders is ongoing. The Company will consider the appointment of forensic experts in the regard if the share register cannot be resolved by management.

## QUARTERLY INFORMATION

The Company is required to publish quarterly financial results in terms of the Listing Rule 12.19 of the SEM. The abridged unaudited quarterly financial statements ("QFS") and interim financial statements for the period ended 31 August 2023 have been prepared in accordance with the measurement and recognition requirements of International Financial Reporting Standards ("IFRS"), the requirements of IAS 34: Interim Financial Reporting and the SEM Listing Rules and the JSE Listings Requirements.

Shareholder are reminded that the audited results for the prior year ended 28 February 2021 were restated, which would have an impact on the previously published unaudited results for 31 August 2022, rendering them non-comparable. Accordingly, the quarterly results at 31 August 2023 should be compared to 28 February 2023 for the Statement of Financial Position.

## STATEMENT OF FINANCIAL POSITION – UNAUDITED QUARTERLY INFORMATION

USD	Unaudited August 2023	Unaudited May 2023	Audited February 2023	Unaudited August 2022
<b>ASSETS</b>				
<b>Current Assets</b>	<b>303</b>	<b>303</b>	<b>303</b>	<b>303</b>
Cash and Cash Equivalents	303	303	303	303
<b>TOTAL ASSETS</b>	<b>303</b>	<b>303</b>	<b>303</b>	<b>303</b>
	-	-	-	-
<b>EQUITY</b>				
<b>Capital and Reserves</b>	<b>-231 021</b>	<b>-211 574</b>	<b>-420 477</b>	<b>-362 961</b>
Share Capital	28 460 357	28 460 357	28 208 459	34 965 300
Accumulated Loss	-28 691 378	-28 671 931	-28 628 936	-35 328 261
<b>LIABILITIES</b>				
<b>Current Liabilities</b>	<b>231 324</b>	<b>211 877</b>	<b>420 780</b>	<b>363 264</b>
Trade and other Payables	231 324	211 877	420 780	363 264
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>303</b>	<b>303</b>	<b>303</b>	<b>303</b>

## STATEMENT OF PROFIT AND OTHER COMPREHENSIVE INCOME – UNAUDITED QUARTERLY INFORMATION

USD	Unaudited 6 months to 31 August 2023	Unaudited 6 months to 31 August 2022	Unaudited 3 months to 31 August 2023	Unaudited 3 months to 31 August 2022
Revenue	-	-	-	-
Expenses	-62 442	-33 706	-19 447	-11 126
<b>Loss from operations</b>	<b>-62 442</b>	<b>-33 706</b>	<b>-19 447</b>	<b>-11 126</b>
Finance Income	-	-	-	-
Finance costs	-	-	-	-
<b>Loss before taxation</b>	<b>-62 442</b>	<b>-33 706</b>	<b>-19 447</b>	<b>-11 126</b>
Taxation	-	-	-	-
<b>Net profit after taxation</b>	<b>-62 442</b>	<b>-33 706</b>	<b>-19 447</b>	<b>-11 126</b>
Other Comprehensive income	-	-	-	-
<b>Total comprehensive loss for the period</b>	<b>-62 442</b>	<b>-33 706</b>	<b>-19 447</b>	<b>-11 126</b>

## STATEMENT OF CASH FLOWS – UNAUDITED QUARTERLY INFORMATION

USD	Unaudited August 2023	Unaudited August 2022	Audited May 2023
<b>Net cash used in operating activities</b>	-	-	-
<b>Cash from investing activities</b>	-	-	-
Movement in net cash resources	-	-	-
Balance at the start of the year	303	303	303
<b>Balance at the end of the period</b>	<b>303</b>	<b>303</b>	<b>303</b>

## STATEMENT OF CHANGES IN EQUITY

USD	Equity	Retained Income	Total
<b>Balance as at 28 February 2022</b>	<b>28 208 459</b>	<b>-28 537 715</b>	<b>-329 254</b>
Total comprehensive loss for the period		-91 223	-91 223
<b>Balance as at 28 February 2023</b>	<b>28 208 459</b>	<b>-28 628 936</b>	<b>-420 477</b>
Issue of shares	251 898	-	251 898
Total comprehensive loss for Q2		-62 442	-62 442
<b>Balance as at 31 August 2023</b>	<b>28 460 357</b>	<b>-28 691 378</b>	<b>-231 021</b>

## RECONCILIATION OF BASIC EARNINGS TO HEADLINE EARNINGS

USD	Unaudited 6 months 31 August 2023	Unaudited 6 months 31 August 2022
Basic loss	-62 442	-33 706
Headline loss	-62 442	-33 706
Weighted average number of shares (net of treasury shares)	1 227 445 652	767 500 000
Basic and diluted loss per share (USD cents)	-0.0051	-0.0044
Headline loss per share (USD cents)	-0.0051	-0.0044

## AVAILABLE INFORMATION

Copies of the audited Annual Financial Statements for the year ended 28 February 2023 and the abridged unaudited interim and quarterly QFS and the statement of direct and indirect interests of each officer of the Company, pursuant to Rule 8(2)(m) of the Securities (Disclosure Obligations of Reporting Issuers) Rules 2007, are available free of charge, upon request to the at the registered office of the Company at 142 Mosque Road, Midlands, Mauritius.

This communiqué is issued pursuant to SEM Listing Rules 11.3, 12.14 and 12.20 and section 88 of the Securities Act of Mauritius 2005 as well as the JSE Listings Requirements. The Board accepts full responsibility for the accuracy of the information contained in these Financial Statements. The Directors are not aware of any matters or circumstances arising subsequent to the period ended 31 August 2023 that require any additional disclosure or adjustment to the Financial Statements.

Go Life has its primary listing on the Stock Exchange Mauritius and a secondary listing on the Alternative Exchange of the JSE Limited.

*This notice is issued pursuant to SEM Listing Rule 11.3 and the Mauritian Securities Act 2005. The Board of Directors of Go Life accepts full responsibility for the accuracy of the information contained in this announcement.*

## For and on behalf of the board

### Mauritius

29 November 2023

<b>Executive Directors:</b> Dave van Niekerk Neville Graham	<b>Non-Executive Directors:</b> Mohamed Yusuf Sooklall Dr Aansa Devi Bedacee
<b>JSE Sponsor:</b> AcaciaCap Advisors Proprietary Limited	<b>Management Company and Company Secretary:</b> LTS Management Services Limited