



NUMERAL LTD

(formerly Go Life International Ltd)

(Incorporated in the Republic of Mauritius)

(Registration number: 098177 C1/GBL)

Primary Listing SEM share code: GOLI.N0000

Secondary Listing JSE share code: XII

ISIN: MU0330N00004

("the Company" or "the Group" or "Numeral")

UNAUDITED FINANCIAL RESULTS FOR THE NINE MONTHS ENDED 30 NOVEMBER 2023

DIRECTORS' COMMENTARY

NAME CHANGE TO NUMERAL

Shareholders are advised that the Company went through a number of positive changes during 2023, which included substantial regularisation and recapitalisation of the business, a change and strengthening of the Board of Directors, appointment of new Mauritian advisors, catching up of the outstanding Annual Meetings and culminating in a name change of the Company following shareholder approval on 22 November 2023.

The Company will now focus in a new direction and shareholders are referred to the Prospects section below.

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 completed a secondary listing on the Alternative Exchange ("AltX") of the JSE Limited ("the JSE") on 23 November 2016 and was renamed Numeral Ltd on the JSE with effect from 8 January 2024. The JSE share code has been changed from GLI to XII.

COMPANY OUTLOOK AND PROSPECTS

The Company as "Go Life" has been through some tough times over the last few years. The previous Board has dealt with many challenges and the asset base was completely eroded, which required a full write off of all the underlying investments of \$34 851 774 in 2020. In relation to a previous frail care transaction 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 was then 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.

A new era began and the start of the first 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 from the "Bon Health" transaction. 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. The final regularisation of the Company was concluded in November 2023 following the reconvened Annual Meeting. The business will now be rebuilt under a new Board of directors and under a new brand "**Numeral Ltd**".

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 borrowings, which were capitalised as part of the subscription for shares mentioned above.

The appointment of LTS Management Services Limited ("LTS") as the new Management Company, Company Secretary and Transfer Registrar was successfully concluded in December 2023. LTS will assist with the re-opening of the Company's bank account, which had been rendered dormant due to inactivity.

The Board was completely restructured during the period under review. This will be a positive step for all current stakeholders, shareholders and investors. Numeral is now set to begin establishing and acquiring new businesses and product lines. The Company will no longer be focussed on healthcare. A new management team has been established. The group now has a strong internal team of professionals that will allow them to offer shared services such as corporate finance, human Resources, Technology/IT/ AI, legal, marketing, and financial/accounting services to. The final restructuring will be concluded before the end of the current financial year.

ACQUISITIONS AND DISPOSALS

There were no acquisitions or disposals during the period under review. The Group will start with acquisitions and developing new business lines from February 2024. Numeral will effectively get momentum after the financial year end.

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 previous business of Go Life would have been a going concern, however now with new funding, new equity and management, the future looks very different. The new 2024 Numeral Board, which is completing its restructuring and regularisation exercise, has a new business plan which will establish the pathway for future growth and development.

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 and Messrs Patrick Wysoczanski and Dr Peter Koll who were responsible for the regularisation and restructure stepped down. Messrs Dave van Niekerk and Neville Graham were appointed as Executive Directors. The Board restructure was finalised with the recent appointment of Dr Aansa Devi Bedacee.

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 30 November 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 a General Meeting was held on 22 November 2023, where shareholders approved the change in name to **Numeral Ltd**. The Company will now start the process of building the Company and group under the new brand.

OTHER MATTERS

The reconciliation of the Mauritian share register for certificated shareholders is ongoing. The Company request the new Company Secretary to resolve any remaining queries on a case by case basis.

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") for the nine months ended 30 November 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.

Shareholders 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 30 November 2022, rendering them non-comparable. Accordingly, the quarterly results at 30 November 2023 should be compared to 28 February 2023 for the Statement of Financial Position.

STATEMENT OF FINANCIAL POSITION – UNAUDITED QUARTERLY INFORMATION

USD	Unaudited November 2023	Audited February 2023	Unaudited November 2022
ASSETS			
Current Assets	303	303	303
Cash and Cash Equivalents	303	303	303
TOTAL ASSETS	303	303	303
EQUITY			
Capital and Reserves	-249 423	-420 477	-407 447
Share Capital	28 460 357	28 208 459	34 965 300
Accumulated Loss	-28 709 780	-28 628 936	-35 372 747
LIABILITIES			
Current Liabilities	249 726	420 780	407 750
Trade and other Payables	89 431	420 780	407 750
Loans from shareholders	82 892	-	-
Loans from other related parties	77 403	-	-
TOTAL EQUITY AND LIABILITIES	303	303	303

STATEMENT OF PROFIT AND OTHER COMPREHENSIVE INCOME – UNAUDITED QUARTERLY INFORMATION

USD	Unaudited 9 months to 30 November 2023	Unaudited 9 months to 30 November 2022	Unaudited 3 months to 30 November 2023	Unaudited 3 months to 30 November 2022
Revenue	-	-	-	-
Expenses	-80 844	-78 191	-18 402	-42 619
Loss from operations	-80 844	-78 191	-18 402	-42 619
Finance Income	-	-	-	-
Finance costs	-	-	-	-
Loss before taxation	-80 844	-78 191	-18 402	-42 619
Taxation	-	-	-	-
Net profit after taxation	-80 844	-78 191	-18 402	-42 619
Other Comprehensive income	-	-	-	-
Total comprehensive loss for the period	-80 844	-78 191	-18 402	-42 619

STATEMENT OF CASH FLOWS – UNAUDITED QUARTERLY INFORMATION

USD	Unaudited November 2023	Unaudited November 2022	Audited February 2023
Net cash used in operating activities	-	-	-
Cash from investing activities	-	-	-
Movement in net cash resources	-	-	-
Balance at the start of the year	303	303	303
Balance at the end of the period	303	303	303

STATEMENT OF CHANGES IN EQUITY

USD	Equity	Retained Income	Total
Balance as at 28 February 2022	28 208 459	-28 537 715	-329 254
Total comprehensive loss for the period	-	-91 223	-91 223
Balance as at 28 February 2023	28 208 459	-28 628 936	-420 477
Issue of shares	251 898	-	251 898
Total comprehensive loss for Q3	-	-80 844	-80 844
Balance as at 30 November 2023	28 460 357	-28 709 980	-249 423

RECONCILIATION OF BASIC EARNINGS TO HEADLINE EARNINGS

USD	Unaudited 9 months 30 November 2023	Unaudited 9 months 30 November 2022
Basic loss	-80 844	-78 191
Headline loss	-80 844	-78 191
Weighted average number of shares (net of treasury shares)	1 159 600 296	767 500 000
Basic and diluted loss per share (USD cents)	-0.007	-0.009
Headline loss per share (USD cents)	-0.007	-0.009

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 30 November 2023 that require any additional disclosure or adjustment to the Financial Statements.

Numeral 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 Numerale accepts full responsibility for the accuracy of the information contained in this announcement.

For and on behalf of the Board

Mauritius

22 January 2024

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