



Overview of Bell Equipment

Bell Equipment is a South African company that operates on a global scale while retaining the family ethos instilled by Irvine Bell when he founded the company in 1954 as a small engineering and agricultural repair service in northern KwaZulu Natal.

With the third generation of the Bell family at the helm, strong family values of integrity, honesty, accountability, and respect have seen Bell become an integral part of the communities in which it operates. As a responsible corporate citizen, Bell seeks to develop and support local suppliers wherever possible and invests in meaningful outreach initiatives with a focus on education, training, and development both internally and externally.

The vision is to be a globally recognised OEM and a leader in the capital equipment and industrial goods sector, developing and supplying leading quality products into the construction, mining, forestry, agriculture and industrial sectors in a number of chosen markets.



The early days: Bell founders, Irvine and Eunice Bell (seated), with their three sons (back left) Peter, Gary, and Paul, who have all played significant roles in developing different aspects of the business.



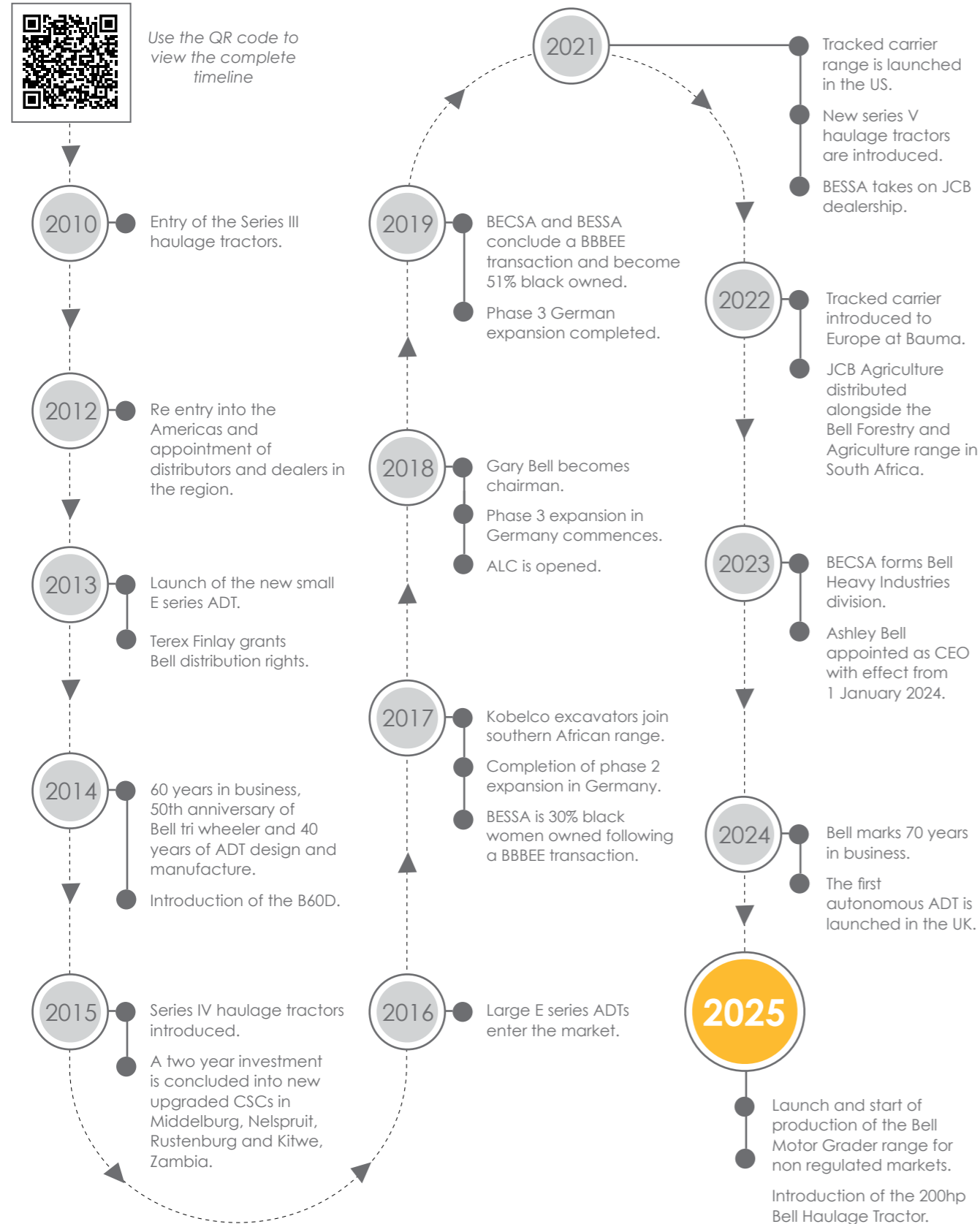
Irvine Bell in his later years, in the original workshop on the Bell farm where the company began.



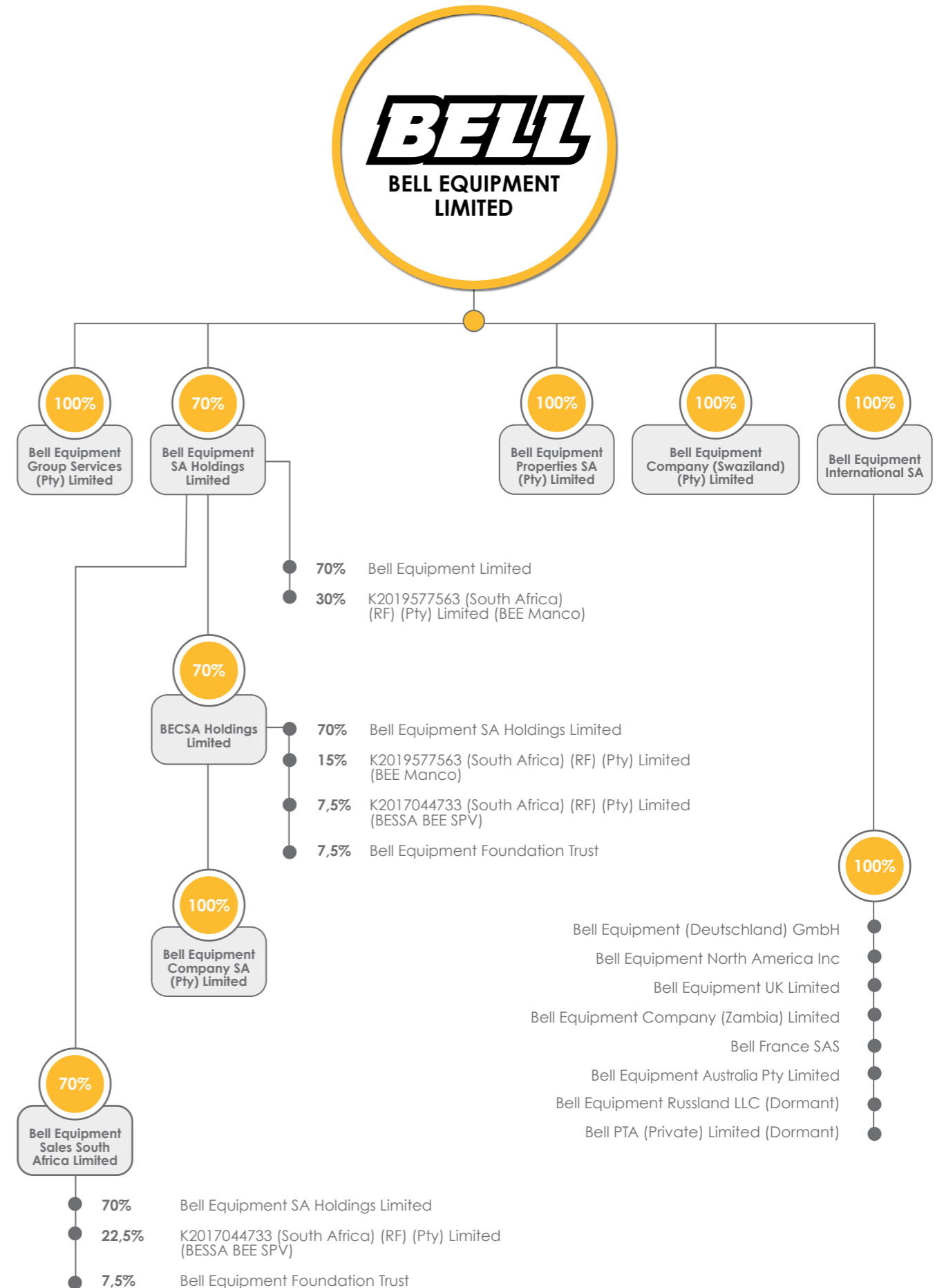
Second and third generation (from left): Ashley Bell (Peter Bell's son and chief executive) with chairman Gary Bell, Peter Bell (retired as engineering executive in 2016), Justin Bell (Peter Bell's son and group technical and quality assurance director) and Quentin Bell (Gary Bell's son and quality assurance manager).

Our growth path

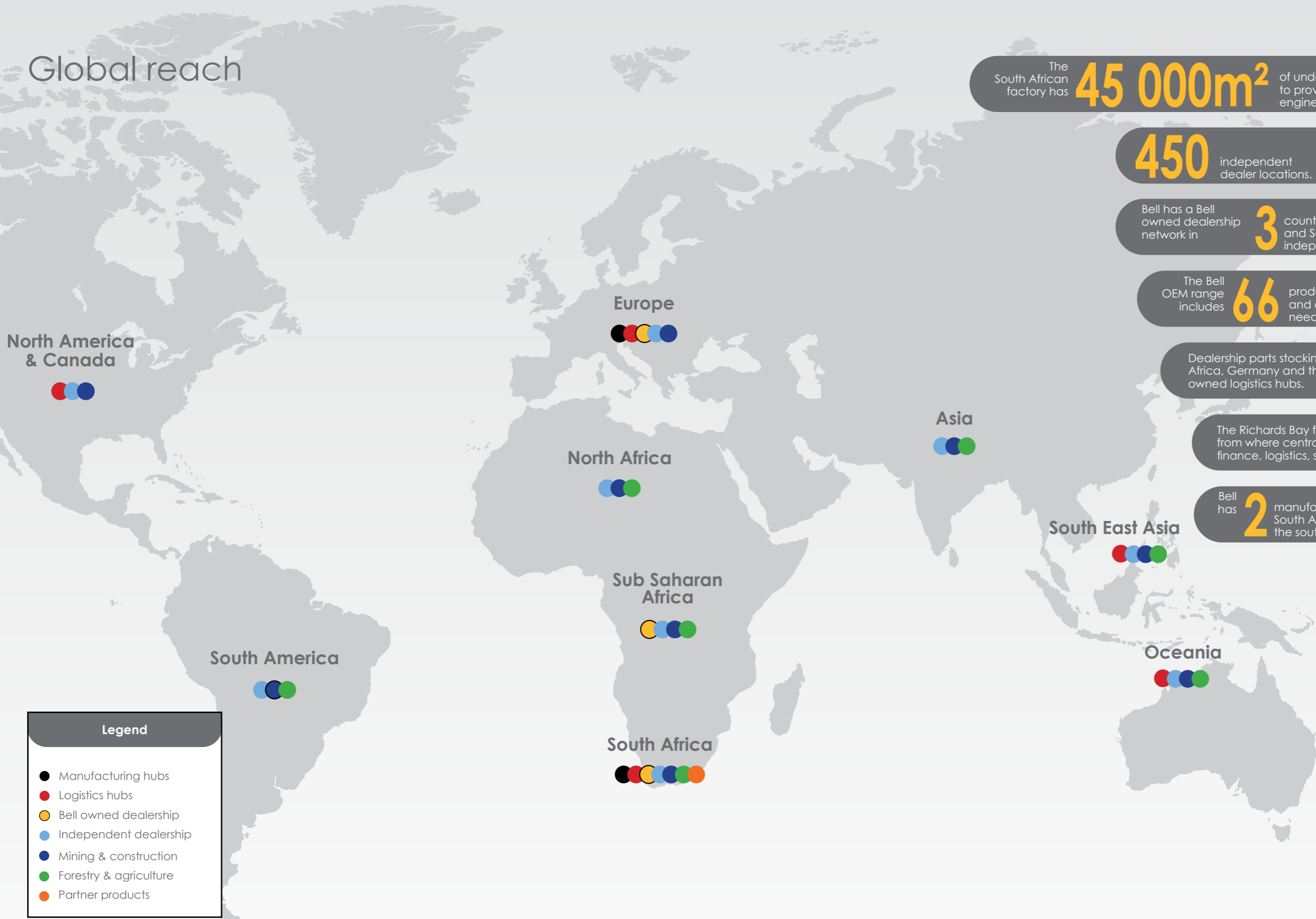
Celebrating seventy two years of manufacturing in 2026, our value creation process over this time has seen the group grow its intellectual property, product range, global footprint, and reputation as a provider of quality heavy equipment. Milestone developments in our recent history include:



Global corporate structure



Global reach



Legend

- Manufacturing hubs
- Logistics hubs
- Bell owned dealership
- Independent dealership
- Mining & construction
- Forestry & agriculture
- Partner products

The South African factory has **45 000m²** of undercover manufacturing area and is able to provide project manufacturing and contract engineering through its Bell Heavy Industries division.

450 independent dealer locations. **114** independent dealers globally.

Bell has a Bell owned dealership network in **3** countries, namely the United Kingdom, Zambia, and South Africa. In all other territories Bell uses independent dealerships to support our customers.

The Bell OEM range includes **66** products, of which **42** are geared towards mining and construction and **24** cater to the mechanised needs of our forestry and agriculture customers.

Dealership parts stocking is supported from Bell logistics hubs in South Africa, Germany and the USA, complemented by additional dealer owned logistics hubs.

The Richards Bay factory is home to the group's head office from where centralised group services are managed, including finance, logistics, supply chain management, and marketing.

Bell has **2** manufacturing facilities based in Richards Bay, South Africa, and Eisenach-Kindel, Germany to serve the southern and northern hemisphere markets.

Bell machines operate in over **100** countries.

22 Bell owned customer service centres in South Africa.

2025 at a glance

-2,7% net debt to equity ratio

Contributed to people development in South Africa

Level 1 in transformation at BESSA

244 apprentices are being trained (including Zambia)

4,7% decrease in revenue

Our approach to materiality

We continue to follow a double materiality determination process to enable us to identify our financial materiality (matters that impact our ability to generate revenue and preserve shareholder value over time) and our impact materiality (our impact on society, communities and the environment).

Double materiality covers content and disclosures that are material to investors and other providers of capital (financial materiality) as well as the impacts on people, the planet and profits (impact materiality) and results in matters that are prioritised and grouped into themes to inform our integrated report content. Effective management of risks and opportunities is crucial to achieving our business sustainability and strategy and risk governance remains a cornerstone of the group's resilience, enabling Bell to navigate uncertainty and complexity by addressing both threats and opportunities.

Determining materiality

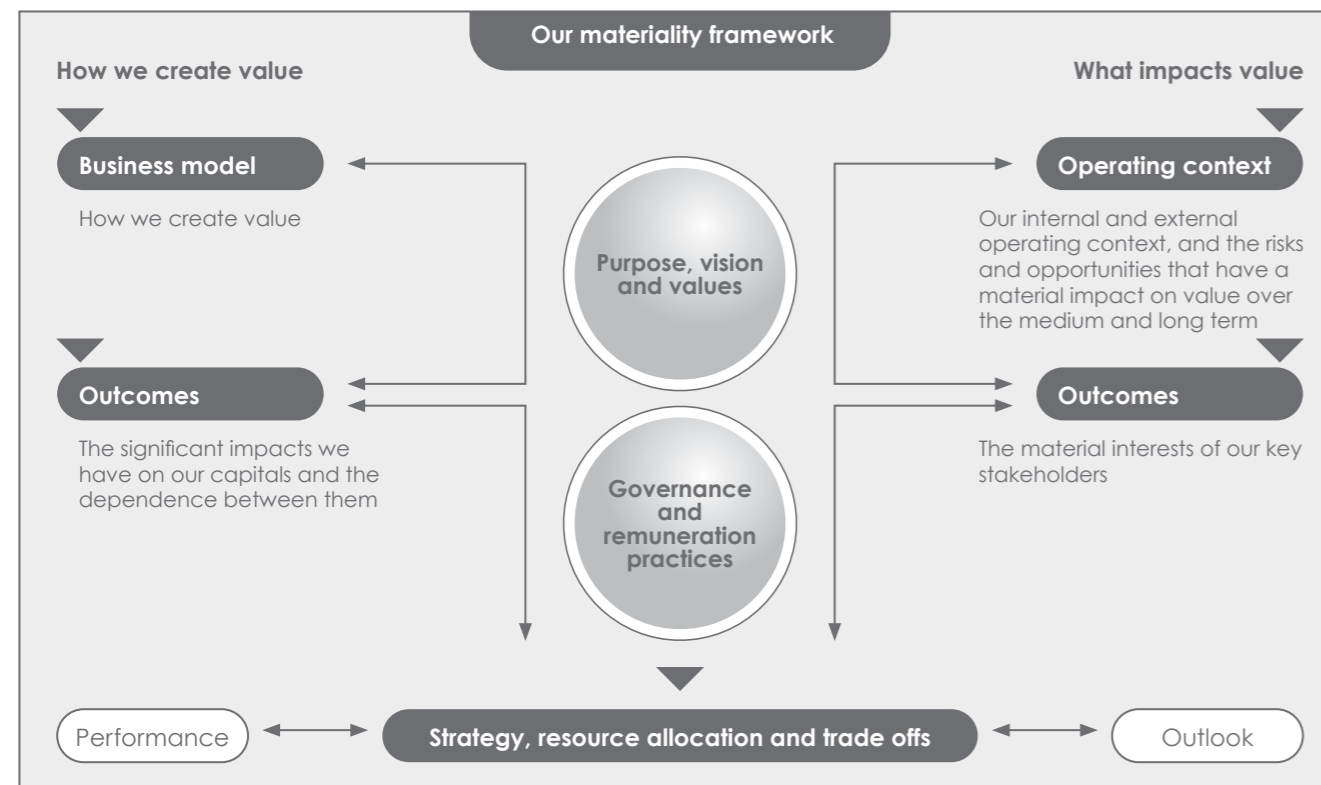
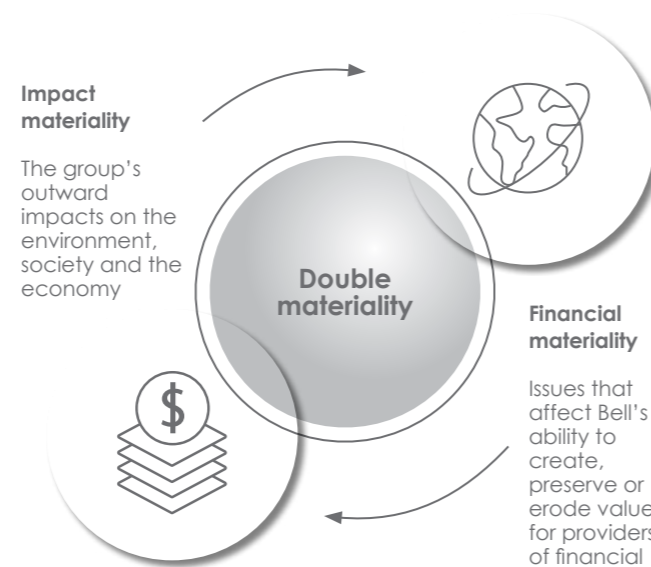
An annual assessment of our material matters has been undertaken, including a specific environmental, social and governance materiality assessment, and recognising that an organisation's long term success is interdependent with the health of the socio ecological systems in which it operates, explicitly incorporating the double materiality assessment in order to provide a holistic view of value creation.

Materiality determination process

The four step process of identifying, assessing, organising and reviewing information to understand its materiality took place. This included:

- assessing the external context, including global, local and industry risks, opportunities and trends;
- considering internal reports and inputs such as the strategic risk register, stakeholder reports and surveys and strategy;
- prioritising material matters by senior management and executives; and
- reviewing and benchmarking our peers' material matters.

The outcome of our materiality process helps identify and manage both external and internal risks, including our ESG risks, and informs our reporting as set out in our materiality framework.



2025 Material Matters

Our 2025 review continues to confirm that our previous matters remained material as set out below, with a continued focus on the impact of climate change:

<p>Environmental sustainability</p>	<p>We acknowledge the impact of the predominant use of carbon fuel energy in our operations and supply chain.</p> <p>Minimising this effect is important to us, and we strive to address this key environmental issue. Business impact on the climate and companies' ability to withstand climate change are issues of increasing global importance, and vital to our stakeholders. We continue to develop and implement strategies to improve our environmental management standards and plan for climate risks and decarbonisation and to reimagine how we will continue to create value for generations to come.</p>
<p>Material matters:</p>	<ul style="list-style-type: none"> • Impact of climate change • Energy and decarbonisation • Water stewardship • Waste management and circularity
<p>Driving business resilience</p>	<p>Underpinning our strategic objectives is the drive to enhance our business resilience through delivering financial results, to remain competitive and to mitigate against country risks. Social, political and economic issues all impact on our ability to create value. By cultivating a resilience culture throughout the organisation, it will make it a priority across all levels of the group and embed it as a core value.</p>
<p>Material matters:</p>	<ul style="list-style-type: none"> • Global competitiveness • Niche product dependence • Technical innovation • Financial performance • BEL share price • BBBE status • Contract manufacturing • Resilience project
<p>Executing strategy</p>	<p>Our vision is to be a globally recognised OEM and a leader in the capital equipment and industrial goods sector, developing and supplying leading, quality brands into the construction, mining, forestry, agricultural and industrial sectors in a number of chosen markets, and fostering a culture of continuous improvement. By regularly monitoring our key performance indicators to track progress towards these objectives we will successfully execute an effective strategy for the group.</p>
<p>Material matters:</p>	<ul style="list-style-type: none"> • Global ADT & motor grader volumes • Geopolitical conflicts and tariff wars • Aftermarket contribution • Product and product support costs • Increased intellectual property (new products) • Strategic alliances • Enhanced technology
<p>Helping our people thrive</p>	<p>We recognise that human capital is vital to our success. To deliver on our strategic goals, we need to foster a culture that supports adaptability and innovation, while leveraging the strength of diversity, equity and inclusion. We are committed to protecting our people's health, safety and wellness and building trusting relationships through impactful programs that adopt a culture of safety, health, and wellbeing.</p>
<p>Material matters:</p>	<ul style="list-style-type: none"> • Health, safety and wellness • Talent acquisition/retention and development of corporate culture • Empowerment, transformation and diversity • Human rights and responsible supply chains • ESG • CSI/SED
<p>Principled governance</p>	<p>We act responsibly and ethically to build trust and accountability among stakeholders, including employees, investors, and the public, and deliver operational excellence. Our risk tolerance and risk bearing capacity thresholds provide forward looking risk management. Through principled governance we promote ethical behavior and responsible decision making, which is crucial for long term sustainability and success of the organisation.</p>
<p>Material matters:</p>	<ul style="list-style-type: none"> • Legal, regulatory and compliance excellence • Risk management • Ethics • Governance and ethical AI • Data driven governance

Our value creation process

The group applies the below six capitals with discipline and intent, carefully managing trade offs to sustain value creation. Through our strategic objectives, we are building a resilient, future fit company, well positioned for sustainable growth in a competitive environment. We remain focused on making deliberate decisions that support financial resilience, customer satisfaction, employee capacity and environmental responsibility, without compromising our long term strategic ambitions.

Human Capital

Trade off	Outlook	Input	Outcomes	References
<ul style="list-style-type: none"> Investment in attracting, retaining and developing the best talent resulting in employee costs is a significant cost to our business and in turn impacts on the financial capital. 	<ul style="list-style-type: none"> Employment force that is developed and retained will increase sustainable growth in the long term. Driving employment equity in South Africa. Safety remains a top priority and a focus area. 	<ul style="list-style-type: none"> A strong executive team and a diverse board. Skills transfer - 244 apprentices with the appropriate knowledge, skills and experience. Succession planning. 	<ul style="list-style-type: none"> Wages and salaries of R1,9 billion (2024: R2,0 billion). 244 apprentices successfully being trained. Work force of 3 605 employees. Board attendance of 100% (2024: 100%). 	<ul style="list-style-type: none"> Remuneration committee report. Stakeholder relations report. Sustainability, corporate governance and ESG roadmap. Leadership report.

Manufactured Capital

Trade off	Outlook	Input	Outcomes	References
<ul style="list-style-type: none"> Maintaining and growing our manufactured capital requires sustained investment in replacement capital and digital assets. 	<ul style="list-style-type: none"> New products - motor grader leads to greater customer base, increased sales and associated benefits. Bell Heavy Industries division - provides project manufacturing and contract engineering. Bell contributes to circularity through both component and machine remanufacturing and rebuilding, which reduces such components and machines going to landfills and extends the life of the machines and components. 	<ul style="list-style-type: none"> Two manufacturing facilities based in Richards Bay and Germany to serve both southern and northern hemisphere markets. Property, plant and equipment R1,0 billion (2024: R1,0 billion) 	<ul style="list-style-type: none"> Revenue: R11,2 billion. Capital investment for the year: R151,3 million on property, plant and equipment and intangibles. Depreciation and amortisation: R147,2 million on property plant and equipment and intangibles. 	<ul style="list-style-type: none"> Finance director's report. Joint chairman and CEO report. Annual financial statements.

Intellectual Capital

Trade off	Outlook	Input	Outcomes	References
<ul style="list-style-type: none"> The use of AI and digital technology in the development of reliable and autonomous machines may result in pressure on some existing traditional job functions but will allow for additional opportunities in new roles. High warranty costs, additional time and finances used to ensure that customers receive a world class machine. 	<ul style="list-style-type: none"> Implementation of greater agility in certain business units. Maintaining our reputation as a quality OEM with an exceptional brand. Robust governance structures. Product innovation and competitive product portfolio. Value add for stakeholders. Future focus. 	<ul style="list-style-type: none"> Investment in quality assurance and digital technology. Strategy for growth. Research and development and design skills. Enabling environment that fosters innovation and continuous improvement. 	<ul style="list-style-type: none"> Brand reputation. Research and development investment - R88,8 million (2024: R106,6 million). Competitive advantage. Operational excellence and sustainable development. 	<ul style="list-style-type: none"> Annual financial statements. Sustainability, corporate governance and ESG roadmap.

Financial Capital

Trade off	Outlook	Input	Outcomes	References
<ul style="list-style-type: none"> The ability to generate financial capital depends on effective working capital management, a sound capital structure and disciplined capital allocation. This capital is exposed to all group risks. Decision made to keep gearing low and preserve cash resources due to volatile and uncertain market conditions. 	<ul style="list-style-type: none"> Emphasis on product portfolio selection and cash conversion. Inventory management in order to reduce working capital. Sufficient financial returns for shareholders throughout the business cycle. 	<ul style="list-style-type: none"> Market capitalisation of R4,0 billion (2024: R3,9 billion). Net debt: equity of -2,7% (2024: 9,51%) to execute growth. Funding facilities of R1,5 billion (2024: R1,5 billion) of which R221,7 million is utilised. 	<ul style="list-style-type: none"> Revenue down 4,7% to R11,2 billion. HEPS: 413 cents (2024: 465 cents). Total dividend per share declared: 100 cents (2024: 160 cents). 	<ul style="list-style-type: none"> Finance director's report. Annual financial statements.



Social/Relationship Capital

Trade off	Outlook	Input	Outcomes	References
<ul style="list-style-type: none"> Maintaining constructive quality relationships across all stakeholder groups requires financial capital inputs, but generally generates positive returns across most capitals over the longer term. 	Increased focus on customer centric initiatives including: <ul style="list-style-type: none"> Building us stronger initiative. Driving digital transformation throughout the group to better serve our customers' needs. Innovative solutions to reduce environmental impact. 	<ul style="list-style-type: none"> Continued use of the 'EYE' external customer service monitoring service to understand our customers' needs. Training and skills development both inhouse through our accredited training centre and externally. Focused on empowering EMEs/ QSEs through the Bell ESD programme. 	<ul style="list-style-type: none"> BBBEE 2024: level 1 for Bell Equipment Sales South Africa Limited ('BESSA'), and level 3 for Bell Equipment Company SA (Pty) Ltd ('BECSA'). Spending on skills and social economic development: <ul style="list-style-type: none"> BECSA Skills 2025: R30 million (2024: R22 million) SED 2025: R1,1 million (2024: R1,2 million) BESSA Skills 2025: R33 million (2024: R25 million) SED 2025: R1,1 million (2024: R1,4 million). 	<ul style="list-style-type: none"> Stakeholder relations report. Social, ethics and transformation committee report. Sustainability, Corporate governance and ESG roadmap.

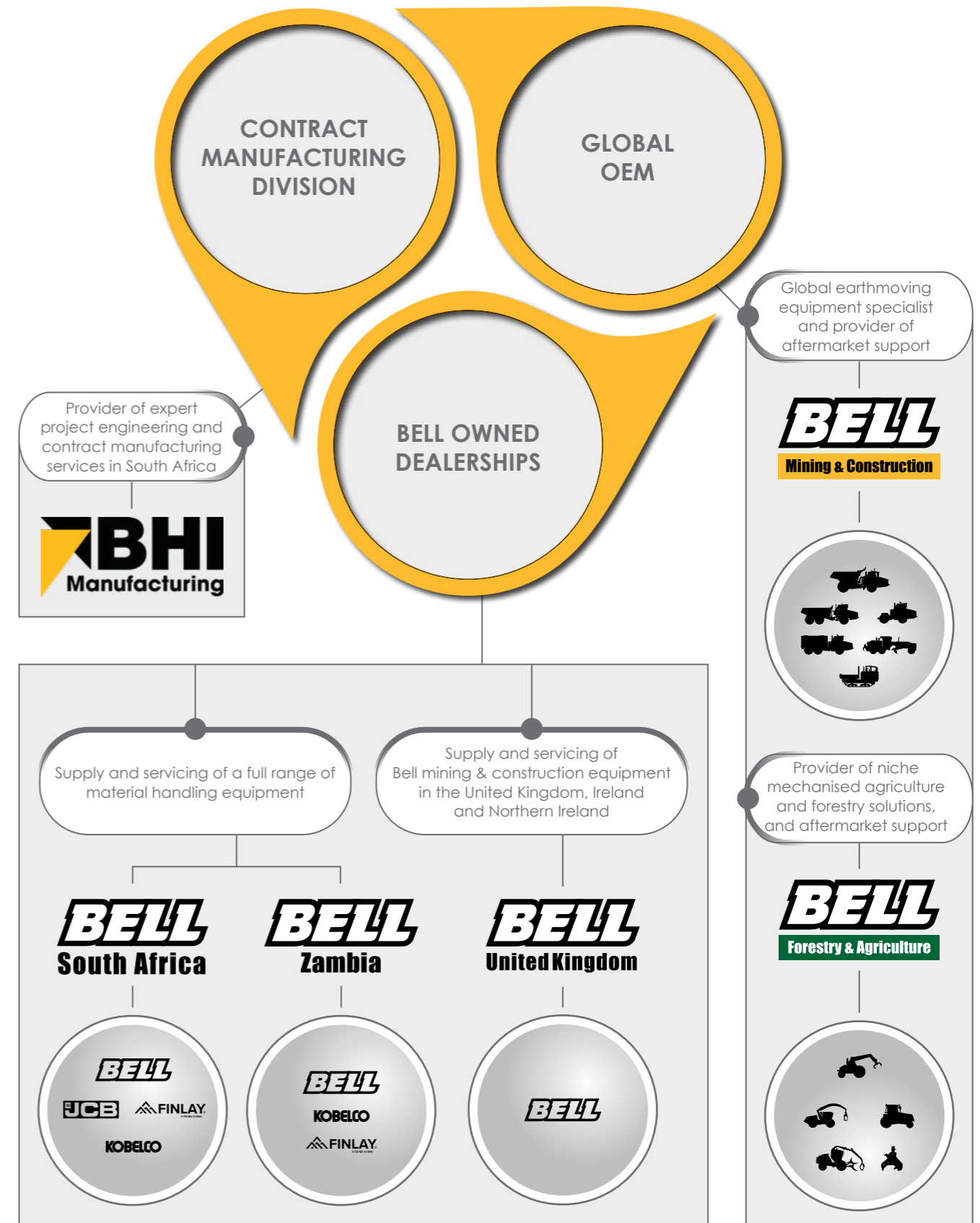


Environmental/Natural Capital

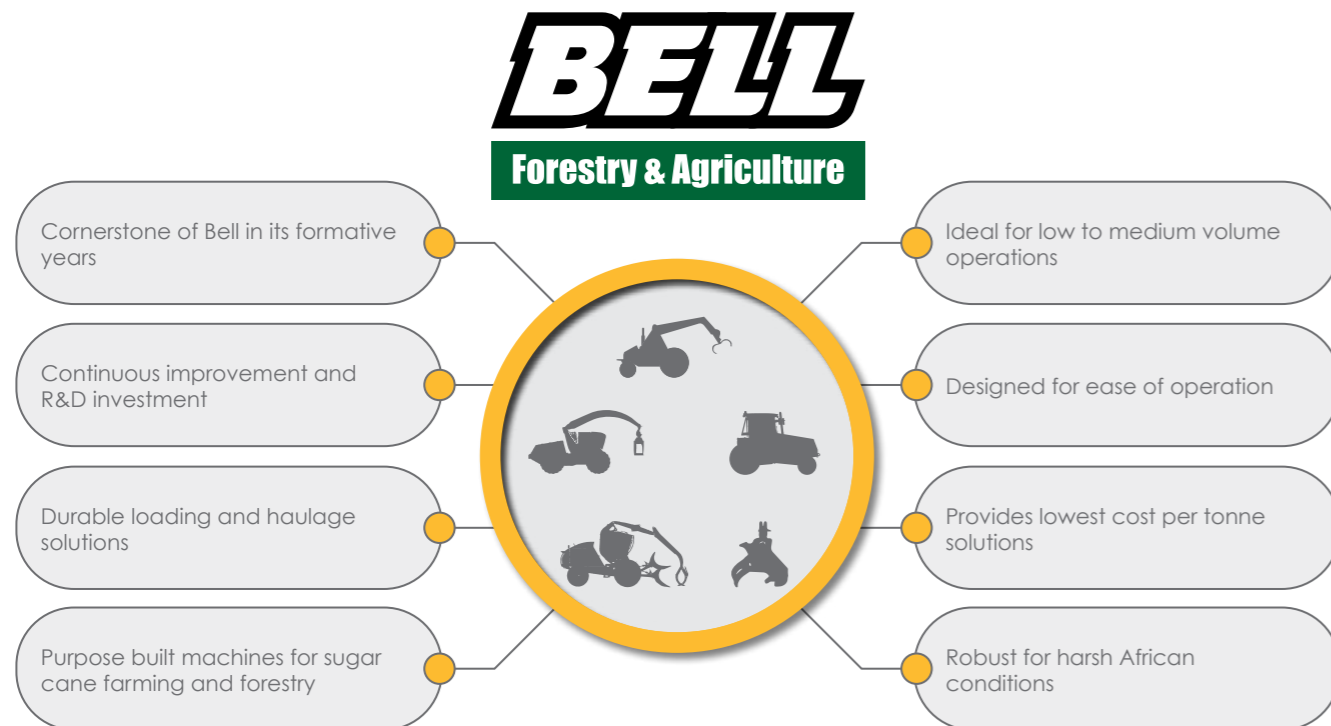
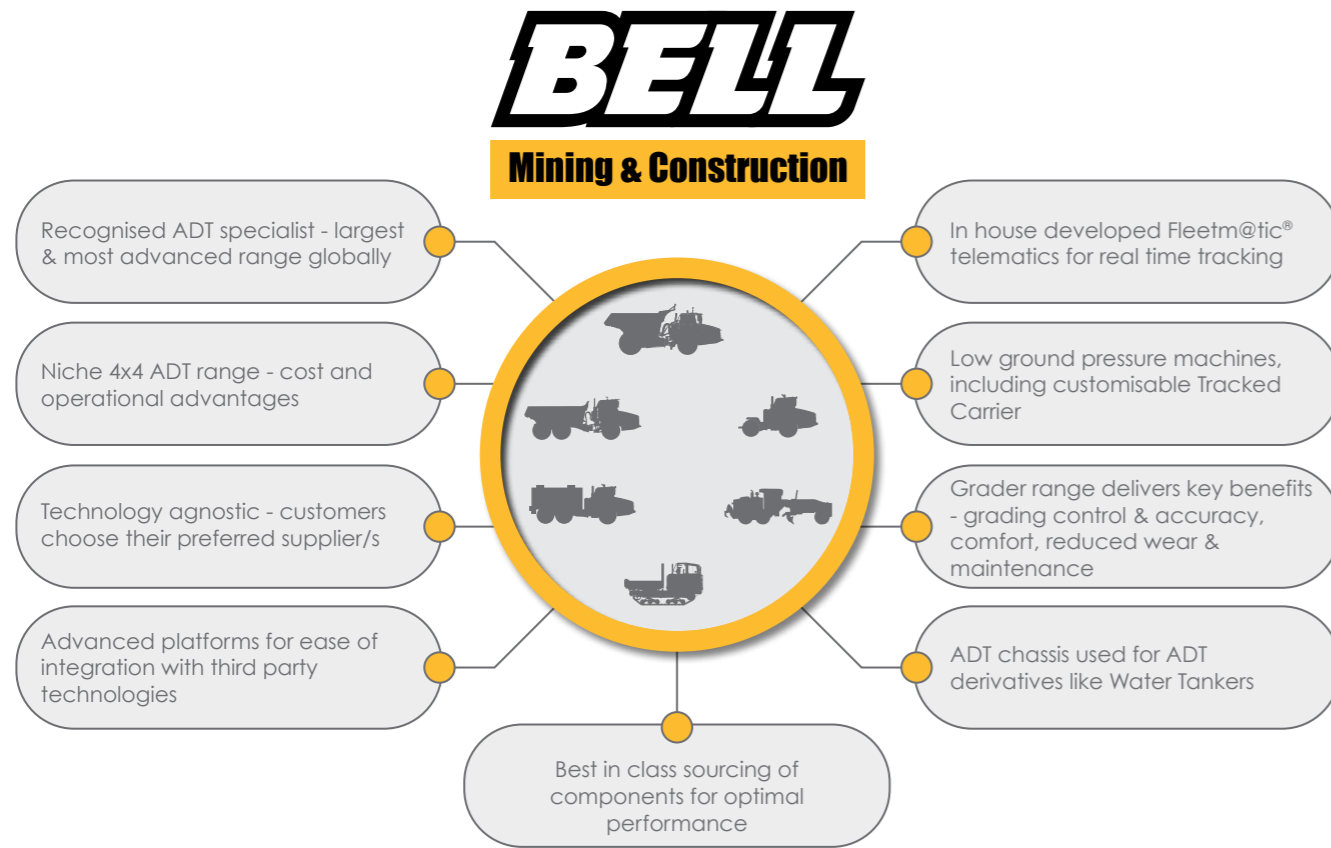
Trade off	Outlook	Input	Outcomes	References
<ul style="list-style-type: none"> Commitment to minimise the environmental impacts of our operations and activities, taking into account that the utilisation of natural resources may in certain instances negatively affect human and social and relationship capital. This is a key trade off for generating value across the other capitals. 	The acceleration and expansion of our response in an effort to be resilient in a lower carbon future, by innovating environmentally responsible ADT solutions that meet the demands of the market, set new benchmarks in sustainability within our industry, and make a lasting positive impact on the environment.	<ul style="list-style-type: none"> Bell is ensuring responsible stewardship of the environmental resources it depends on to operate. Various energy saving strategies are being undertaken including the 'war on waste' operational efficiency initiative, and the group constantly investigates other energy saving programmes. 	<ul style="list-style-type: none"> With a lifespan exceeding 20 years, the solar projects commissioned at the Richards Bay factory and the Kindel factory in Germany represent our long term commitment to environmental sustainability and the future of our factory sites. At our Richards Bay site, specialised recycling units play a key role in liquid waste management. The group has committed to a reduced environmental footprint through improved water efficiency, energy use and emissions management. 	<ul style="list-style-type: none"> Sustainability, corporate governance and ESG roadmap.

Our operating environment

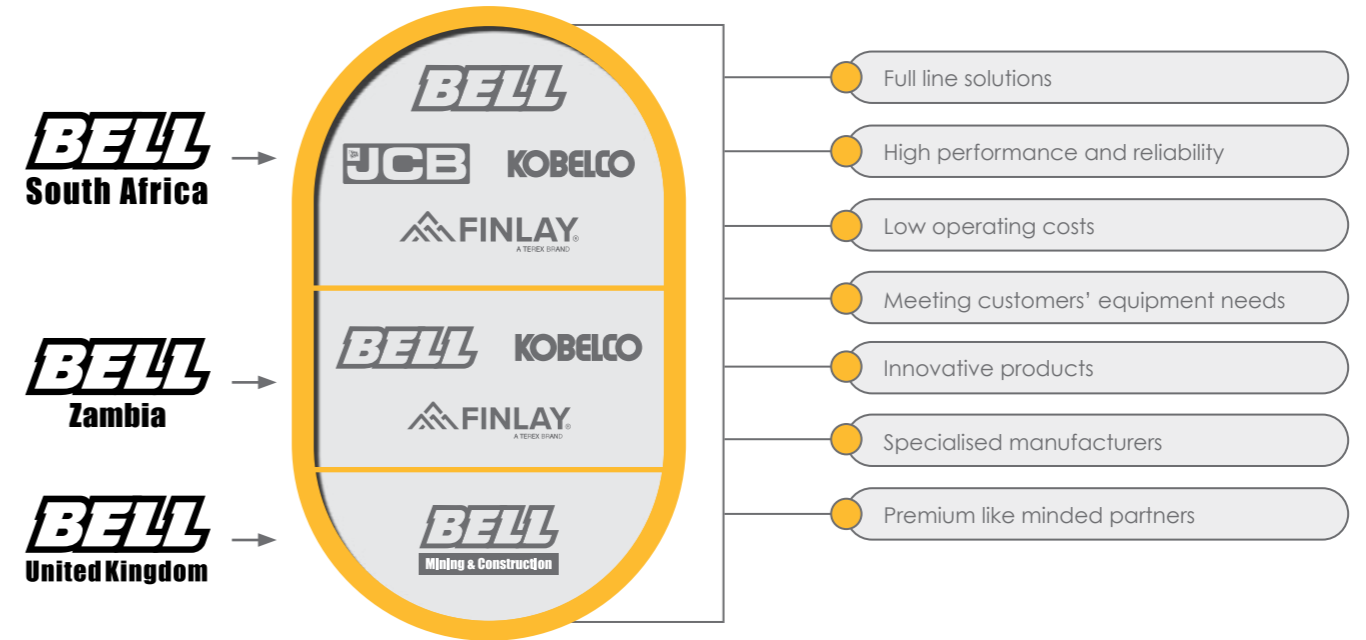
The group operates within three clearly defined groupings, each of which has the same dedicated focus on building long term relationships with customers through understanding their needs and providing product solutions and aftermarket support to meet those needs.



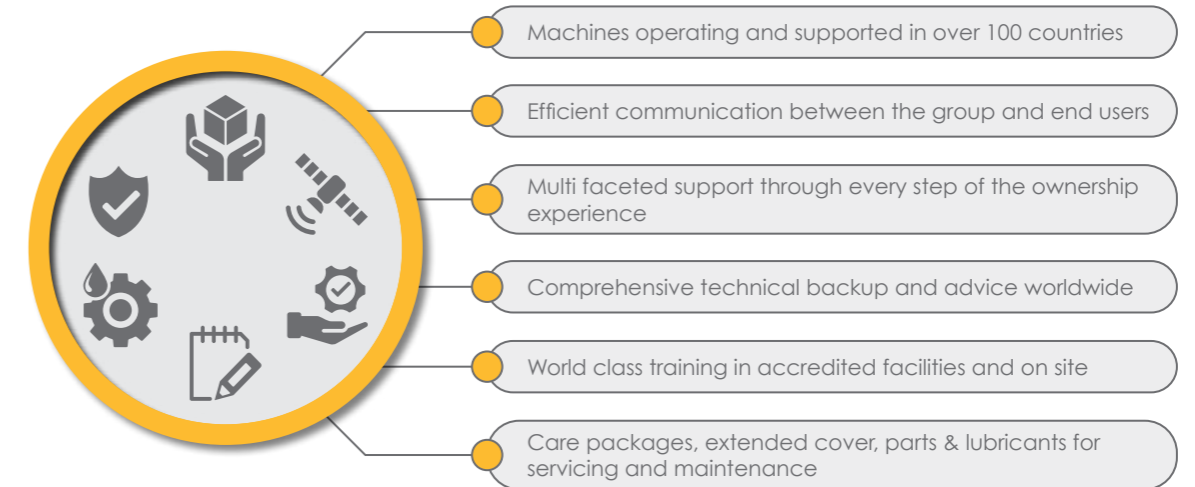
Global OEM



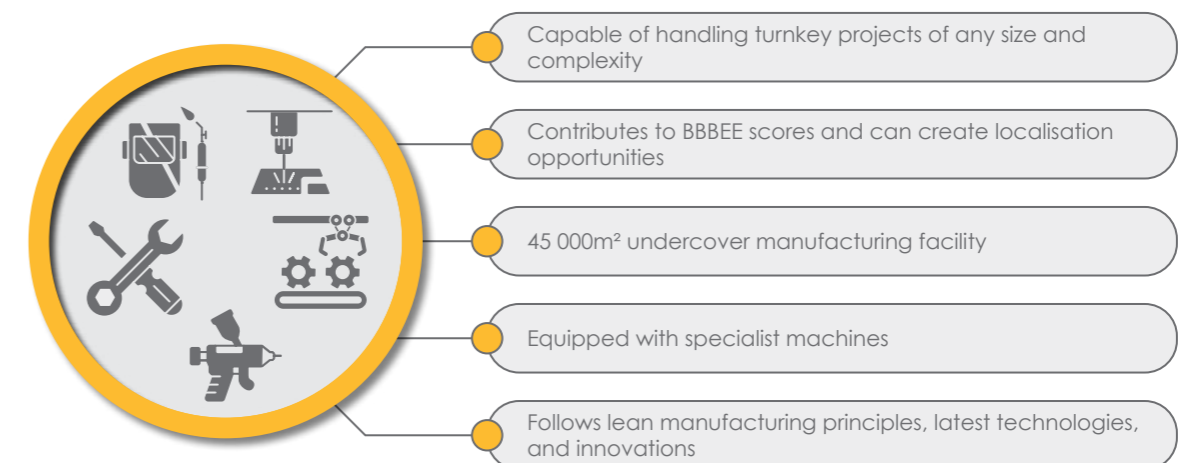
Bell owned dealerships



Aftermarket support



Contract manufacturing division





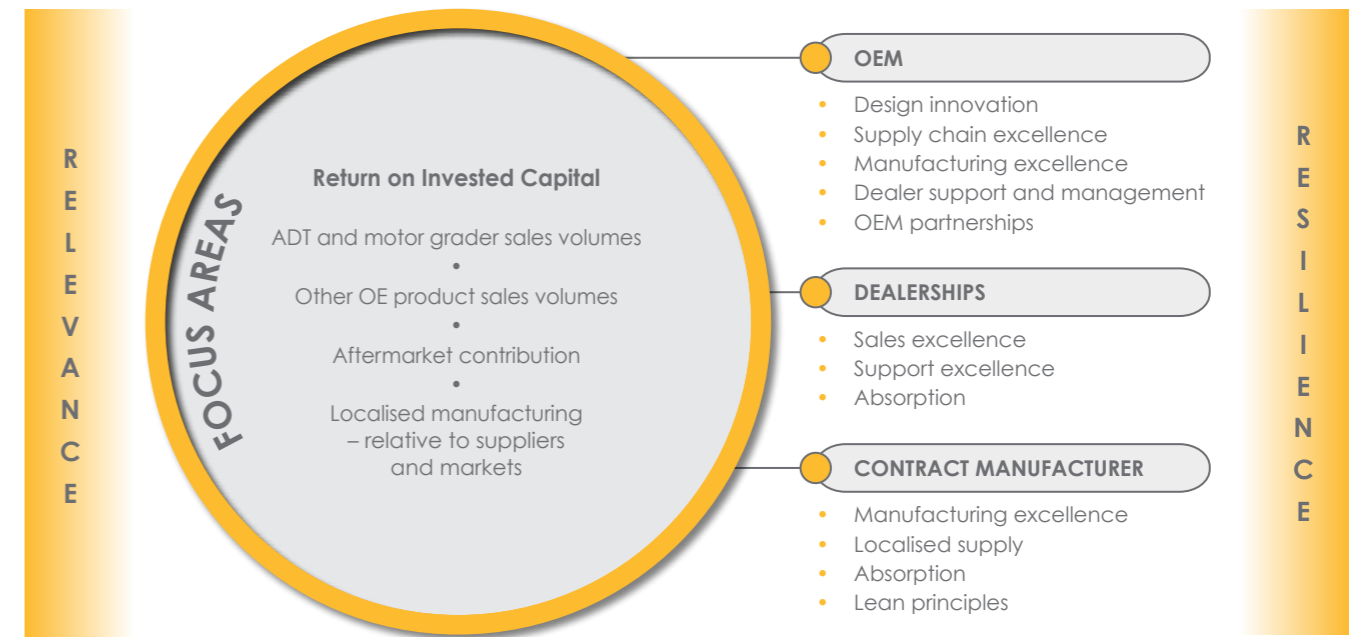
Our strategy

VISION

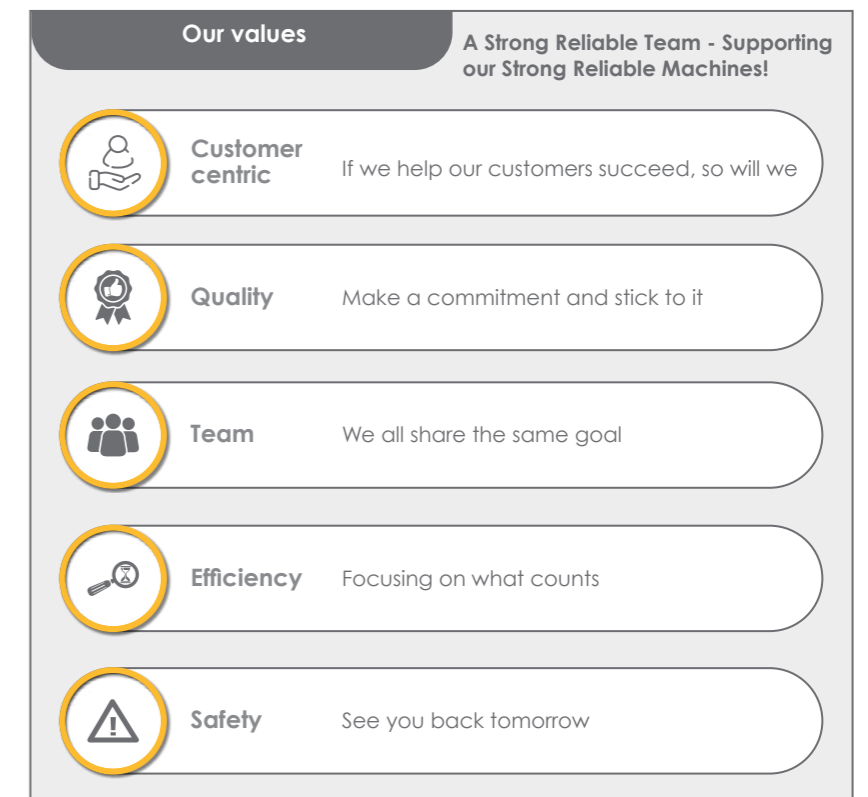
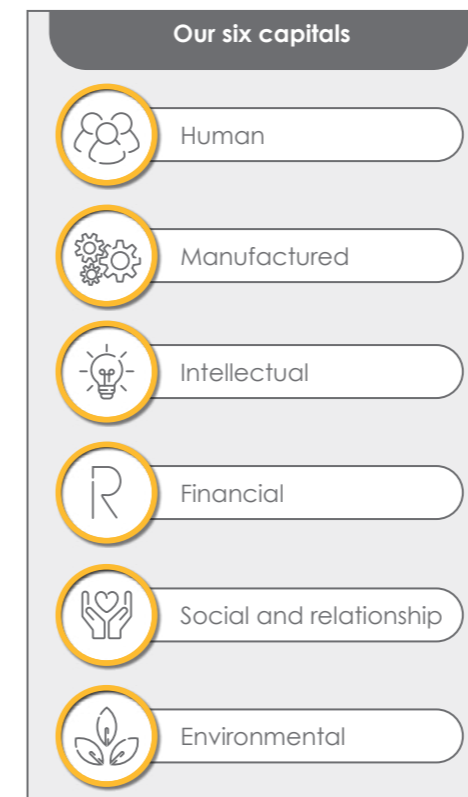
Bell Equipment's vision is to be a globally recognised OEM and a leader in the capital equipment and industrial goods sector, developing, manufacturing and supplying leading, quality brands into the construction, mining, forestry, agriculture and industrial sectors in a number of chosen markets.

OBJECTIVES








































- Capture global ADT volumes by providing industry leading/best customer uptime and value
- Successful launch and volume growth of the motor grader in chosen markets
- Be the preferred full range material handling solution provider in South Africa
- Maintain our Bell heritage by providing innovative niche product solutions for the material handling sectors
 - Premium aftermarket support throughout the product lifecycle
- Securing contract manufacturing opportunities for diversified revenue growth



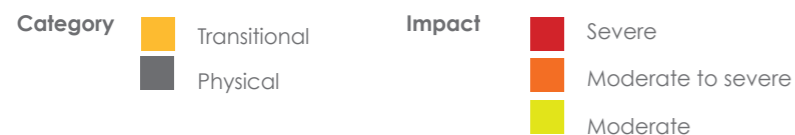
People and technology driven



Strategic objectives	Strategic focus areas	Measurement
Capture global ADT volumes by providing industry leading product uptime and value. Be the preferred full range material handling solutions provider in southern Africa	Global ADT and motor grader volumes	<ul style="list-style-type: none"> Revenue growth Market share Aftermarket contribution NPAT ROIC Product attributes Dealer management OEM supply agreements
	Aftermarket contribution	<ul style="list-style-type: none"> Aftermarket revenue growth Innovative aftermarket products NPAT ROIC Aftermarket service levels Customer and dealer service level feedback loop
	Product and product support costs	<ul style="list-style-type: none"> NPAT ROIC
Maintain our Bell heritage by providing innovative niche product solutions for the material handling sectors	Increased intellectual property (new products)	<ul style="list-style-type: none"> Research and development investment Attraction and retention of top engineering skills
	Human capital, transformation and Building Us Stronger initiative	<ul style="list-style-type: none"> Maintain BBBEE recognition levels Workplace surveys Leadership Apprenticeships Staff turnover Internal promotions Union and Workers Council interactions Near misses LTIFR
Premium aftermarket support throughout the product lifecycle	Strategic alliances	<ul style="list-style-type: none"> Regular evaluation of all strategic alliance partners
	Enhanced technology	<ul style="list-style-type: none"> Enterprise resource planning Systems integration Digital platforms Internet of things capabilities
Secure contract manufacturing opportunities for diversified revenue growth	Contract manufacturing	<ul style="list-style-type: none"> Contracts awarded Diversified revenue growth targets Overhead recovery/margins Asset utilisation
ESG Focus	ESG roadmap on page 47	<ul style="list-style-type: none"> Progress on ESG roadmap Water and electricity savings Assurance reports relating to ESG

Risks	Short/medium term focus areas	Capitals
<ul style="list-style-type: none"> Competitor risk Currency risk Supply chain risk Regulatory risk Political risk Cyclical nature of construction and mining equipment industry 	<ul style="list-style-type: none"> Meet global ADT sales/market share targets. Position Bell for nimble responses to global trade wars. 	R     
<ul style="list-style-type: none"> Competitor risk Currency risk Supply chain risk Regulatory risk IT system risk 	<ul style="list-style-type: none"> Continue with efforts to create frictionless dealer experience. Innovative aftermarket offerings in dealer owned businesses. Alternate parts strategies. Skills development. 	R    
<ul style="list-style-type: none"> Competitor risk Currency risk Supply chain risk Regulatory risk Political risk Cyclical nature of construction and mining equipment industry 	<ul style="list-style-type: none"> Cost consciousness and customer focus reinforced through Building Us Stronger programme. Stronger supplier collaboration/negotiation on product input costs. 	R     
<ul style="list-style-type: none"> Regulatory risk Loss of skills Product risk 	<ul style="list-style-type: none"> Successful motor grader launch. Motor grader supply agreement. 	R     
<ul style="list-style-type: none"> Loss of key skills Health and safety risk Disengaged employees 	<ul style="list-style-type: none"> Maintain BBBEE levels. Maintain development programmes for Bell employees. Development of talent through BEF and training programmes. Embed culture through Building us Stronger programme. Health and safety work plan. 	R    
<ul style="list-style-type: none"> Alliance partner product risk Currency risk Competitor risk 	<ul style="list-style-type: none"> Emphasis on product portfolio selection and cash conversion/inventory management. 	R   
<ul style="list-style-type: none"> Cybersecurity Regulatory risk Return on investment Skills User acceptance 	<ul style="list-style-type: none"> Successful implementation of SAP at Richards Bay manufacturing facility. 	R   
<ul style="list-style-type: none"> Contract risk Political risk Supply chain risk 	<ul style="list-style-type: none"> Build on the business development effort and embryonic/initial opportunities. 	R     
<ul style="list-style-type: none"> Negative impacts of climate change to society and business resulting in business interruptions Competitor and regulatory risks in terms of product development Increased costs of insurance Governance deficits 	<ul style="list-style-type: none"> Adherence to ESG workplan. 	R     

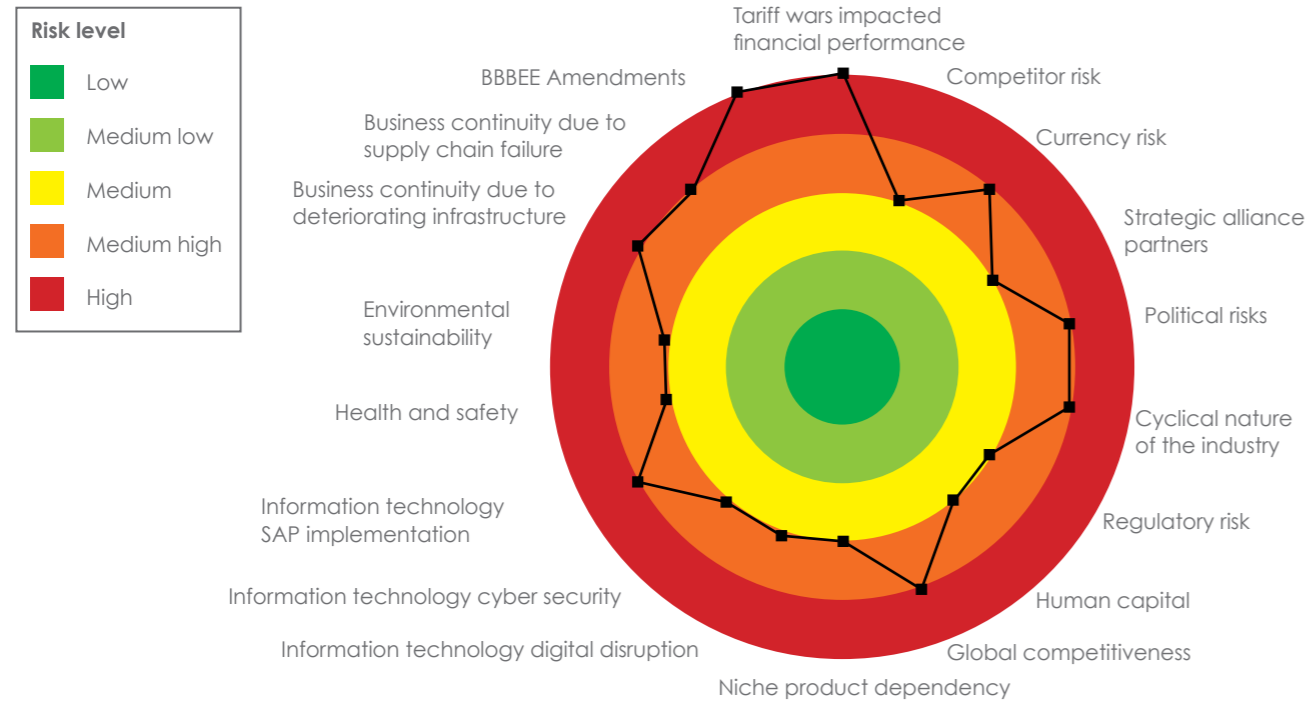
Climate change - Potential impact on group strategy



	Description	Risk	Opportunity	Time Horizon	Impact	Probability	Strategy Response
1.	Increased market demand for reduced emissions technology in products.	✓	✓	Long term	Severe	Almost certain	Working with technology partners and powertrain specialists to explore alternative, lower emissions propulsion solutions, including HVO, hydrogen ICE, battery electric and hybrid drive options.
2.	Imposition of a carbon tax:						
	i. on Bell Equipment operations which would raise our operating costs and impact our competitiveness.	✓		Long term	Moderate	Likely	Operational efficiency focus with significant emphasis on freight and logistics, through northern hemisphere manufacturing strategy and BHI division establishment, in line with objective to manufacture closer to material source and closer to market. The reduced round tripping of materials and components is anticipated to impact positively on GHG emissions.
	ii. on elements of the Bell Equipment supply chain, for example steel producers and tyre manufacturers, which would raise the cost of our components, materials and production inputs.	✓		Long term	Moderate	Likely	Engaging our supply chain to obtain supplier data, including supply origin, upstream production processes and input material specifications to better understand our supply side regulatory compliance and GHG emissions.
	iii. on Bell Equipment customers, which would raise their operating costs, reduce profit margins and thereby influence their spending decisions and technology choices.	✓	✓	Long term	Moderate to severe	Likely	Innovation in new product research and development with strong emphasis on efficiency in structural and powertrain design, optimising power to weight ratio and fuel economy, without compromising product durability and reliability. Our engineering team engages regularly with global leading OEM component suppliers and embraces the latest technology solutions available on the market.
3.	Increased prevalence of extreme weather events, such as flooding, droughts, tornados and heat waves, which potentially cause business disruption, negatively impact productivity and reduce customer spending power.	✓		Long term	Moderate	Likely	<ul style="list-style-type: none"> Focusing on renewable energy sources, such as our grid tied solar installations at our operations in Richards Bay, Kindel and Johannesburg. Employing a 'manufacturing for efficiency' philosophy, through the WOW programme, with emphasis on waste management and reduction. Placing adequate and cost effective insurance coverage.
4.	Changes in global weather patterns and the impact this may have on shifting seasonality and customer spending decisions.	✓		Long term	Moderate	Less likely	Establishing manufacturing/production flexibility and agility, through northern hemisphere manufacturing strategy, to respond to changes in market demand for product at short notice.
5.	Extended product life options for customers to recycle existing machinery in field and widen product replacement intervals thereby reducing overall carbon emissions.		✓	Medium term	Moderate	Likely	Expanding component reman (remanufacture) offering across global network and growing used equipment participation through establishing an OEM equipment rebuild solution.
6.	Enhanced product technology offering to improve operator efficiency and reduce carbon emissions in pursuit of a net zero future.		✓	Medium term	Moderate	Almost certain	Roll out of autonomous ADTs offering consistent and precise machine operation thereby maximising efficiency through the production cycle. Current range of engines in Bell ADTs are certified for HVO bio fuel use for immediate reduced carbon emissions.



Risk management



Material matters

- Driving business resilience
- Environmental sustainability
- Principled governance
- Executing strategy
- Helping our people thrive

No	Risks						2025	2024	Trend	Key Risk Mitigations
1	Tariff wars impacting financial performance The US tariff amendments, which had a material impact on the landed cost of product in the US, created significant uncertainty in the market resulting in lower demand in the region. There has also been a knock on impact in other regulated markets in terms of increased competition for both new and pre-owned products. The tariffs have contributed to the poorer financial performance.	✓	✓							<ul style="list-style-type: none"> Joint contribution between Bell and distributor to interim solutions to stabilise and protect sales volumes. Various strategic options being considered to mitigate the tariffs over the medium to long term.

No	Risks						2025	2024	Trend	Key Risk Mitigations
2	Competitor risk Operating in a highly competitive market with local and global competitors, and new market entrants.	✓	✓		✓				-	<ul style="list-style-type: none"> Constantly exceed customer expectations through superior and innovative products and aftermarket support. Maintain research and development spend through all business cycles to ensure continuous evolution and enhancement of the Bell Equipment OE product portfolio. Maintain the Building us Stronger programme to reinforce our people centric culture as a competitive advantage.
3	Currency risk Currency volatility has a major impact on the financial position and competitiveness of the group.	✓	✓						↑	<ul style="list-style-type: none"> A group treasury policy incorporating relevant hedging instruments is in place. Actively monitor and react to the impact of currency movement on all relevant variables, with a specific emphasis on sales prices, input costs and the capital structures of group companies.
4	Strategic alliance partners Risk that reliance on key strategic partners fails to deliver intended outcomes.	✓	✓						↑	<ul style="list-style-type: none"> Operational oversight including performance evaluation processes including early warning triggers.
5	Political risks and geo-political conflict This is an inherent risk of being a global business. The impact is wide ranging from direct operational challenges to indirect via the supply chain negatively impacting operational and financial performance.	✓	✓	✓		✓			-	<ul style="list-style-type: none"> Remain apolitical in all operating regions. Consider the wellbeing of all stakeholders and apply ethical and governance principles consistently. Conduct active risk management to understand the impact and develop contingencies through the value chain. Maintain business continuity and high level scenario plans catering for all high impact eventualities arising from geopolitical tensions and conflict.
6	Cyclical nature of the construction and mining equipment industry The inherent cyclical nature of the core sales markets which are largely driven by infrastructure projects and commodity requirements results in unpredictable fluctuations in demand for the group's products.	✓	✓						-	<ul style="list-style-type: none"> Perform regular evaluations of the order book and forecasts to ensure the validity thereof. Secure adequate committed funding lines and actively manage cash flows. Active working capital and expense management. Successful execution of the group strategic objectives including diversification, new product development and aligning production closer to key markets. Robust capital planning and budgeting processes. Active monitoring and reaction to the key indicators of demand.

No	Risks						2025	2024	Trend	Key Risk Mitigations
7	Regulatory risk Changes in laws, regulations, and regulatory enforcement across multiple global jurisdictions.		✓	✓	✓	✓	■	■	↓	<ul style="list-style-type: none"> Maintain the robust group-wide compliance programme. Use of local management and specialist resources where required to keep abreast of regulatory changes within their respective jurisdictions. Group wide governance, ethics, and compliance training Assurance through external compliance service providers.
8	Human capital Inability to attract, develop, retain and deploy critical skills at the required cost and in the required locations.		✓		✓		■	■	-	<ul style="list-style-type: none"> Sustain Building us Stronger to embed a values led, people first culture, improving wellbeing, belonging and engagement. Maintain investment in formal and informal training, particularly the Apprenticeship, Internship and YES programmes to build talent pool. Implement performance management to clarify expectations and accelerate development. Execute targeted retention initiatives for scarce and high impact roles. Offer market aligned total reward, balancing short and long term incentives to retain and motivate key talent.
9	Global competitiveness As primarily a South African-based manufacturer supplying the global market, the increased cost of doing business in South Africa directly impacts the product cost and therefore influences Bell Equipment's competitiveness.	✓	✓	✓	✓		■	■	-	<ul style="list-style-type: none"> Continuously evaluate component country sourcing for suitable price advantages. Continuously monitor the effect of cost pressures and strategically evaluate the option of offshore manufacturing where feasible. Monitor productivity and critically evaluate the case for mechanisation, where possible. Continuously evolve the group's design philosophy to incorporate new technology, safety and best practices.
10	Niche product dependence The group financial performance and sustainability are dependent on a single product being the ADT especially within the OEM vertical.	✓	✓	✓			■	■	-	<ul style="list-style-type: none"> Successful execution of the group strategic objectives: <ul style="list-style-type: none"> BHI; new product launches - motor grader; aligning ADT production closer to key markets and suppliers.

No	Risks						2025	2024	Trend	Key Risk Mitigations
11	Information Technology Digital disruption The risk of not keeping pace with commercialised digital technologies deployed in the industry negatively impacting competitiveness of the group.	✓	✓				■	■	↑	<ul style="list-style-type: none"> Digital technology team continued focus on enhancing customer and dealer experience with appropriate digital tools. Launch of a project to develop a bespoke system to enable data collection and analysis throughout the manufacturing process. SAP S4 implementation at the Richards Bay factory. The product digital risk has been mitigated by keeping/ incorporating digital innovation as a foundational product design principle. This is illustrated through the various digital solutions and capabilities of the Bell products including the Bell Autonomous ready ADT.
12	Information Technology Cyber Security The loss of confidentiality, integrity, or availability of data and information systems adversely impacts operations, assets, individuals and customers.	✓	✓				■	■	↑	<ul style="list-style-type: none"> Replace and upgrade legacy systems. Maintain investments in threat detection technologies and active expert cyber security monitoring services. Employee awareness and training programmes are conducted throughout the year. Robust risk mitigation processes on all vendors accessing systems and critical information have been implemented. Maintain the relevant security features and functionality based upon ISO 21815-2:2021 'Earth moving machinery - collision warning and avoidance'.
13	Information Technology SAP implementation There is an inherent business interruption risk in SAP implementations. This risk is elevated in the Bell context due to the reliance on the Richards Bay factory.	✓	✓				■			<ul style="list-style-type: none"> Formal project management and governance processes in place with key milestones and decision points. Adequate training and user acceptance testing. Production planning has incorporated the requirements of the SAP go live date. Experienced Bell team members incorporated into the project. The project has the support of all leadership structures. Project is led by an international advisory firm.
14	Occupational Health and Safety SHE incidents impacting employees and operation.		✓		✓	✓	■	■	-	<ul style="list-style-type: none"> Group wide behaviour based health and safety training promoting a safety culture. Maintain the embedded health and safety management systems. Focused health and safety assurance programmes. Emergency and crisis response preparedness. Legal compliance programmes are performed periodically.

No	Risks						2025	2024	Trend	Key Risk Mitigations
15	Environmental Sustainability The impact of climate change on the business continuity, stakeholder returns and legislation.	✓		✓	✓	✓			↓	<ul style="list-style-type: none"> Adherence to the Group climate change policy. Product development process incorporates environment impact. Implementation of effective waste management policies and procedures and development of waste recycle practices. Green energy wheeling opportunities are being investigated. Optimisation of the grid tied solar systems at the Richards Bay and Kindel factories.
16	Business continuity due to deteriorating infrastructure Eskom power supply and port backlogs.	✓	✓						-	<ul style="list-style-type: none"> All our strategic operations and factory in South Africa have been equipped with backup power generators. Most of our critical suppliers have backup generators to ensure uninterrupted production and supply of strategic parts. A grid tied solar power supply has been installed at our Richards Bay and Jetpark operations. Dual supply from international service providers on production critical and strategic parts.
17	Business continuity due to supply chain failure A disruption to business arising from a delay in the supply chain caused by supplier specific issues, shortages of raw materials etc.	✓	✓	✓					-	<ul style="list-style-type: none"> Active and ongoing supply chain risk management processes have been implemented. These include dual sourcing and re-sourcing strategies where applicable as well as ongoing interactions with suppliers at all levels. Safety stock levels were reviewed and adjusted for identified high risk components to mitigate against disruption to production and supply of products.
18	BBBEE Amendments The DTIC released draft amendments to the BBBEE codes on 29 January 2026. BESSA and BECSA are at risk of dropping their existing respective BBBEE Level 1 and 3 recognitions due to the proposed changes to the Enterprise and Supplier Development element of the Generic BBBEE scorecard.	✓	✓							<ul style="list-style-type: none"> Provide comments on the draft statement in terms of the consultation process.