

GEN – General – Komati Basin Water Authority

Censure imposed by the JSE on Komati Basin Water Authority (“**KOBWA**” or “**Issuer**”)

The JSE hereby informs stakeholders of the following findings in respect of KOBWA:

BACKGROUND

1. Stakeholders are referred to the Issuer’s SENS announcement dated 19 November 2025 regarding the appointment of the Executive Operations Director, effective 11 August 2025.
2. The provisions of paragraph 6.42(a) of the JSE’s Debt and Specialist Securities Listings Requirements (“**DSS Listings Requirements**”) require an issuer, through its debt sponsor or designated person, to notify the JSE of any change, including the reason for the change, to the board of directors, the company secretary or debt officer including the appointment of a new director (including the director’s capacity in terms of paragraph 7.3(c)). The Issuer failed to publish the SENS announcement of the appointment of the Executive Operations Director on 11 August 2025 timeously and the SENS announcement was only published on 19 November 2025.
3. Accordingly, the JSE found the Issuer to be in breach of the provisions of paragraph 6.42(a) of the DSS Listings Requirements in respect of the late announcement of the appointment of the Executive Operations Director of KOBWA.

THE JSE’S DECISION TO CENSURE KOBWA

4. This is the Issuer’s fourth recorded instance of non-compliance with the DSS Listings Requirements in recent years, namely:
 - a) a late announcement in 2022 relating to key executive management and board changes;
 - b) a late announcement in 2023 relating to a board change;
 - c) a late announcement in 2025 relating to the appointment of new auditors; and
 - d) the current late announcement in 2025 regarding a board change.
5. Despite repeated regulatory engagement and prior censures, the Issuer has continued to demonstrate recurrent non-compliance, including repeated failures to ensure the timely disclosure of announcements.

6. The timely publication of SENS announcements is essential to maintaining transparency and ensuring a fair and orderly market, as it enables investors and potential investors to receive timely and pertinent information about an Issuer. The DSS Listings Requirements prescribe clear timeframes for disclosure, and strict adherence to these timeframes is fundamental to sound corporate governance.
7. The JSE considers KOBWA's continued failure to comply with its disclosure obligations to be unacceptable. This is particularly concerning given that the Issuer has previously relied on its internal governance structures and advisory support as safeguards against further lapses. The recurrence of delayed disclosures points to material weakness in the Issuer's compliance framework and reflects an ongoing disregard for the obligations imposed by the DSS Listings Requirements.
8. Having regard to the JSE's finding of breach and the Issuer's repeated history of similar contraventions, the JSE has decided to impose this public censure on KOBWA and a fine of R500 000.00 (five hundred thousand rand), of which the fine is suspended for a period of three (3) years, on the condition that the Issuer is not found to be in breach of the DSS Listings Requirement during the period of suspension.

20 April 2026