Annual
Report 2023

New Zealand's premier
hospitality group

savor group







Management commentary
(no financial statements)

Management commentary
(no financial statements)

In this report

New Zealand's premier hospitality group

Creating original food and entertainment experiences at iconic Auckland locations.

Management commentary
(no financial statements)

EBISU 寿

AMANO

azabu
PONSONBY | MISSION BAY

ESTD LOBSTER & TAP 2019

轰轰厨 BANG BANG KITCHEN

THE REEF • THE LASH • RUST, BONE & RUM •
THE WRECK
ESTD. 2018

tommy's

Bivacco

ORTOLANA

FRESH SEAFOOD
MARKET GALLEY
WOK - FRY - RAW - GRILL
AUCKLAND FISH MARKET

NON SOLO PIZZA
EST. 1997

MOVIDA

EAT AT THE SOURCE
AUCKLAND FISH MARKET
In partnership with the sea
TRADERS SUSTAINABLY STOCKED
WYNYARD QUARTER
NEW ZEALAND

THE STORE
BRITOMART

OJI
伯父

Management commentary
(no financial statements)

Our numbers at a glance

REVENUE
$52m
↑ 71%

EBITDA*
$5.2m
↑ 72%

ADDITIONAL VENUES ADDED
3 (20 total)

PRINCIPAL DEBT REPAID
$3.7m
↑ 106%

TOTAL ASSETS
$56m
↑ 3%

OPERATING CASH FLOWS
$6.1m
↑ 106%

CAPITAL RAISED
$5.3m

EMPLOYEES
601
↑ 60%

* EBITDA is earnings before interest, tax, depreciation, amortisation, impairment and restructuring costs.

Management commentary
(no financial statements)

Management commentary
(no financial statements)

Letter to Shareholders

From Chair & CEO

Management commentary
(no financial statements)

Dear Shareholders,

Against a backdrop of an acute shortage of workers, increasing salary and wage costs, and the steep rise in input prices, we are pleased to report Savor Group has delivered results ahead of expectations for the 2023 financial year.

- Total annual revenue of $52.4m, an increase of over 70% from 2022
- Operating earnings of $5.2m (within the guidance range provided to the NZX in January) increased from $3.0m in 2022
- Cash flow exceeding $6m, increased from $2.9m in 2022

Savor has also continued to improve its balance sheet, with the repayment of over $3.6m of principal debt and the repayment of the $2.85m deferred consideration for the acquisition of Amano and the HIP Group. This strengthening was assisted by the additional capital issued during the year of approximately $5m. Together with the strong growth in operating cash flow, Savor Group ends the financial year well positioned with both a strengthened balance sheet and strong earnings.

The Executive Team is proud of the progress Savor has made over the last five years, as illustrated by the key financial metrics shown overleaf.

> With revenue increasing 229% from 2019, a $10m turnaround of operating cash flow, and a 362% increase in EBITDA, we hope you share our confidence that increased stock liquidity and growth in our share price will follow.

Looking forward, this year will be another challenge with a difficult macroeconomic environment that will require excellence in execution as well as a determined approach on cost reductions and a focus on efficiency by management to ensure the momentum is capitalised on and to deliver continued growth.

Financial Year 2023 in Detail

The Group had a slower than forecast first quarter of the year, reflecting the continued impact of the Auckland Omicron restrictions in April and May 2022. The following winter months saw a slow return of corporate workers to the Auckland CBD which depressed revenue levels against expectations. This environment, combined with staff wage pressure and input cost increases, compressed first half year margins. Savor moved decisively to implement menu price increases in the middle of the year, offsetting costs ahead of the busy summer trading period. This strategy of margin protection was successful, and despite the raised prices growing revenue has demonstrated the power of our brands.

Savor also took a proactive approach towards the national industry staffing crisis. This proved pivotal in solving the post COVID shortages affecting restaurant revenue since 2021. The slow reopening of the international border and the changes to Government immigration policy had resulted in a critical lack of experienced hospitality workers. Savor used offshore hospitality consultancies and leveraged existing international staff to refer experienced workers to us. Working with the Ministry of Immigration, we were able to secure a pipeline of international workers from early September 2022 allowing our venues to re-establish pre COVID trading hours. This recruitment came at a cost to the Group, but was invaluable in ensuring Savor was able to trade at full capacity by the summer. From early 2023 the number of working holiday visa travellers significantly increased, accordingly we have been able to turn off the investment in international recruitment.

The 2022 summer trading period started strongly with demand high at all venues. Revenue peaked at $6.9m in December 2022 a record month for Savor, and a number of the Group's signature venues had record daily and weekly sales. The investment in staffing levels across the Group had paid off significantly by the end of 2022 with all venues at full trading as well as new openings of OJI Sushi and The Store at Auckland Fish Market.

The early months of 2023 were impacted by the disastrous weather events of January and February. Thankfully our teams remained safe and only a few staff members required Group assistance with temporary accommodation. There was no significant damage to our venues other than some light flooding. Unfortunately Savor's goods distribution centre at Waimauku was impacted due to a prolonged power outage, resulting in the loss of perishable stock and closing operations for three days. A receivable in relation to this is recognised in the financial statements for an insurance claim totalling less than $0.1m.

Trading significantly improved in March 2023 with an influx of corporate workers and university students returning into Auckland's centre. The Group achieved revenue of $6.4m for March, a level consistent with that expected during summer, throwing relief to the impact of the weather events on previous months' trading.

Management commentary
(no financial statements)

Letter to Shareholders

From Chair & CEO (continued)

Growth

The 2023 financial year was a marquee year for Savor in executing its multi-year growth strategy. Cult Australian restaurant MoVida was opened in September 2022, and modern Italian bistro and bar Bivacco followed in November, both to critical acclaim.

MoVida opened in the Seafarers Building in Britomart, trading on a five day schedule, and was immediately ahead of revenue expectations. The MoVida fitout completed the redevelopment of Seafarers Level 2 which had started in 2021 with the opening of Bar Non Solo. MoVida has transformed this key harbour view site, which had not been updated since 2011, and remains a trophy location for Savor Group.

Bivacco opened in November 2022, following an extensive redevelopment of its prime, corner Viaduct site. Bivacco quickly established itself as a thriving bar-bistro outperforming all expectations. On this basis we are pleased to announce Savor has extended the site lease to a ten year term. We are confident Bivacco will remain hugely popular. Savor now has a prominent foothold in the flourishing Viaduct hospitality precinct, a further diversification from our holdings in Britomart.

As noted at the Annual Meeting in August 2022, we expect these two venues to represent approximately $20m of annualised revenue, with EBITDA returns of 20-25% on an ongoing basis.

Outlook

Financial year 2024 will be a year of consolidation for Savor Group. The Executive Team is committed to a four pillar strategy for the coming year: continuing revenue momentum, prioritising free cashflows, driving operating earnings and paying down debt.

Savor's Board is committed to providing shareholders an income stream, looking to pay dividends in the coming years based on the continued growth of free cashflow.

Thank you for your investment and support. We are encouraged by the strong result for 2023 and look forward to meeting you in person at our AGM in August.

Paul Robinson
Executive Chair

Lucien
Lucien Law
Chief Executive

Management commentary
(no financial statements)

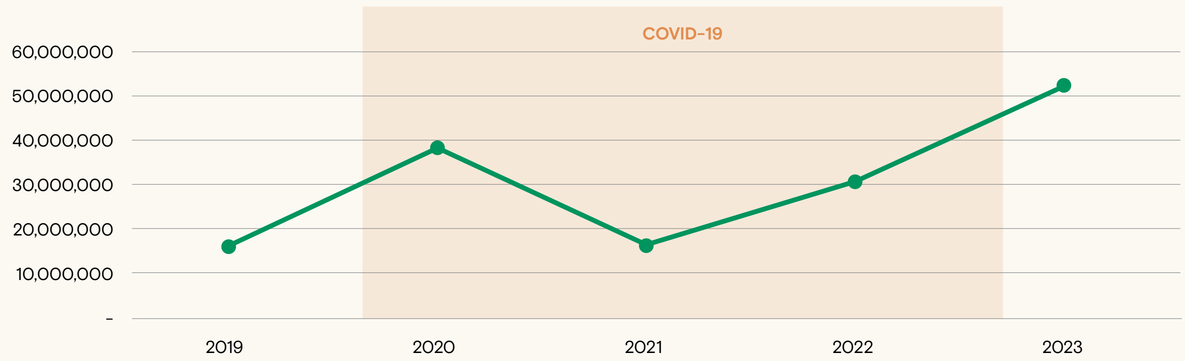
Management commentary
(no financial statements)

Savor's Five Year Performance Transformation

The Executive Team is immensely proud of the Group's performance on its key metrics over the last five difficult years. Coping with and ultimately divesting the underperforming Moa business while navigating the uniquely difficult Auckland business environment over COVID may have slowed the groups delivery, but hasn't altered our progress. We are pleased to report that on all four key indicators the group has made substantial gains and is well positioned to build on this momentum at pace. We believe despite the challenging economic backdrop, the work done to date (as depicted below) has produced a resilient, market leading hospitality group that will out perform market expectations.

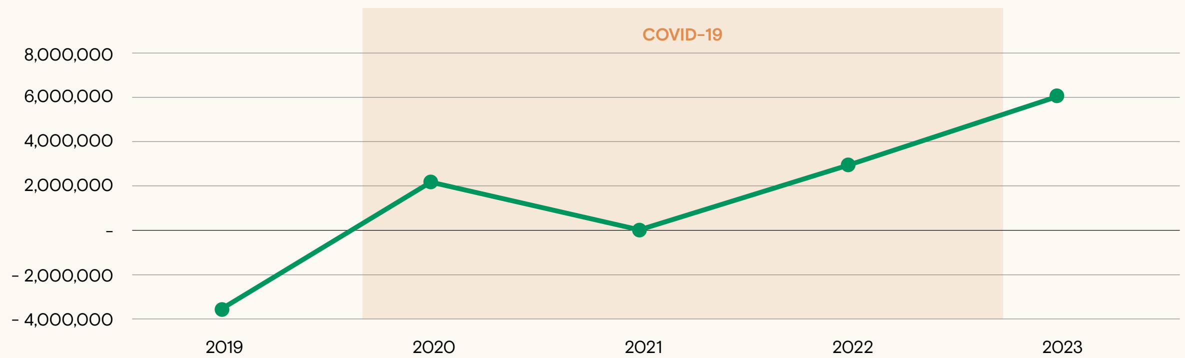
Revenue

Continued focus on growth and quality of execution has allowed the group to leverage off its core business to increase revenue by 229% in the five years since 2019.



Operating Cash Flows

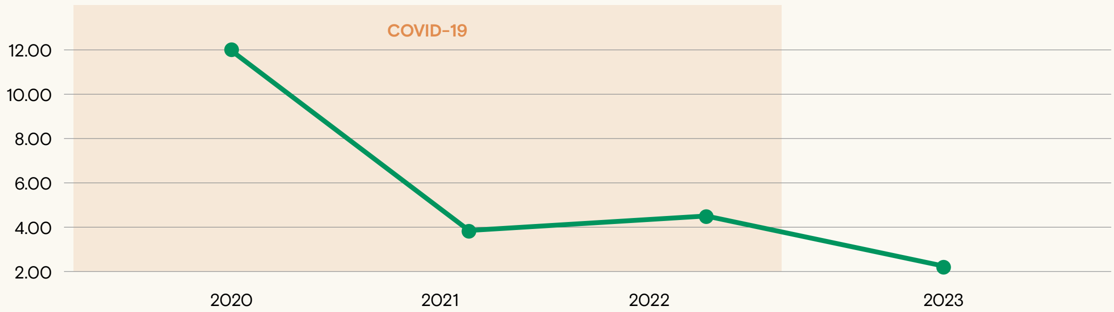
Managements determined approach to cost control has yielded a $10m turnaround in cashflows, representing a 270% increase over the last 5 years.



Management commentary
(no financial statements)

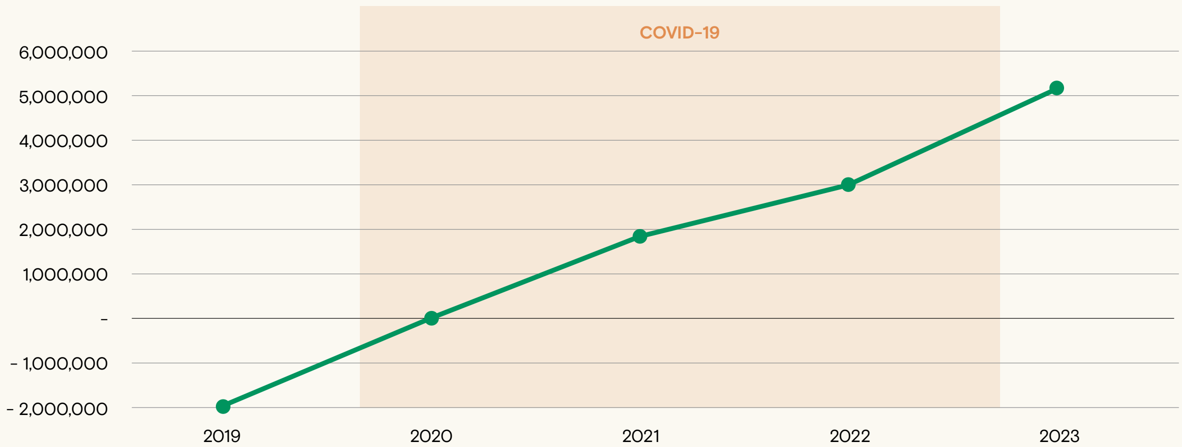
Ratio of Debt to EBITDA

A controlled approach to balancing growth and prudent debt management, as well as continued support from our shareholders, has significantly altered the debt levels of the business and greatly reduced the cost of capital as the market has moved.



EBITDA

From a EBITDA loss of $2m to a profit in excess of $5m, Savor has delivered a 362% increase in group earnings over the last five years.



Management commentary
(no financial statements)

Bivacco
Bar & Griglia

A bold restaurant serving simple unfussy Italian food built from locally sourced ingredients. A place for slow lunches, memorable dinners, after work drinks and weekend feasts, located in the jewel of Auckland's Harbour. Eat well, drink well, live well.

Management commentary
(no financial statements)

> “Bivacco will no doubt be among the awards next year but for now it’s setting a high standard for other openings in 2023. Book now if you can get in.”

Jesse Mulligan – Viva, 30 November 2022

$13m

annualised expected revenue

$180

average **cheque size**

$240k

average weekly revenue

$87k

revenue per seat

Management commentary (no financial statements)

Our People

The Group's pleasing results are thanks in no small part to the dedication and commitment of our world-class team.

601

Staff, an increase of 227 compared to FY22

44

the number of nationalities reported at Savor

95

new international staff joined during the year

Management commentary (no financial statements)

106

of our new staff were referred by existing team members

30%

of our team have been with Savor for greater than 2 years

5,800

people applied for jobs with Savor during the year

Management commentary
(no financial statements)

Management commentary
(no financial statements)

Management commentary
(no financial statements)

Corporate Governance

The overall responsibility for ensuring that the corporate governance and accountability of the Company is properly managed, thereby enhancing investor confidence, lies with the Board of Directors. A copy of Savor's Corporate Governance Code ("Code"), current as at 31 March 2023, is available on the Savor website at www.savor.co.nz.

The Code is generally consistent with the principles identified in the NZX Corporate Governance Code (version dated 1 April 2023). Savor followed the recommendations in the NZX Corporate Governance Code throughout the year and as at 1 April 2023, except that:

- the Company did not have a majority of independent Directors (per recommendation 2.8);
- the Board does not have a procedure to regularly assess director, board and committee performance (per recommendation 2.7);
- a majority of the Company's remuneration committee is not comprised of independent directors (per recommendation 3.3);
- a majority of the Company's nomination committee is not comprised of independent directors (per recommendation 3.4);
- the Company does not have measurable objectives in place to measure its performance against its Diversity and Inclusion policy (per recommendation 2.5);
- the Company does not have an Audit and Risk Committee comprising solely of Non-Executive Directors (per recommendation 3.1); and
- the Company raised additional equity capital by issuing shares to investors via a private placement in May 2022, without first offering shares to existing shareholders on a pro rata basis (per recommendation 8.4). However, shareholders had the opportunity to participate in a pro-rata rights issue conducted in February 2023.

These departures from the NZX Corporate Governance Code are primarily due to the size and composition of the Board. The Board considers that to increase the number of Directors on the Board to comply with the Code would bring undue cost to the Group, given the skills and experience of the current Directors are complementary to one another and specific to the needs to the Company. The Board seeks external expert advice on a range of legal, financial and commercial matters where specialist assistance is required.

The Company will continue to monitor best practice in the governance area and update its policies to ensure it maintains the most appropriate standards.

An outline of the Company's governance arrangements are set out below. Further detail is available on the Company's website www.savor.co.nz.

The Board of Directors

The Board has ultimate responsibility for the strategic direction of Savor and supervising Savor's management for the benefit of shareholders.

The specific responsibilities of the Board include:

- Working with management to review and approve the business and financial plans that set the strategic direction of Savor
- Monitor the Company's performance against its approved strategic, business and financial plans and oversee the Company's operating results on a regular basis so as to evaluate whether the business is being properly managed
- Establishing and overseeing succession plans for the Chief Executive Officer and senior management
- Monitoring compliance and risk management
- Establishing and monitoring Savor's health and safety policies
- Ensuring effective disclosure policies and procedures are adopted
- Ensuring effective reporting processes and procedures
- Ensuring the quality and independence of the Company's external audit process

Board Meeting and Committee Attendance

During the year to 31 March 2023 the Company held 12 Board meetings. The Audit & Risk Committee met on three occasions. Attendance by individual Directors was as follows:

	Board Meetings		Audit & Risk Committee Meetings	
	Eligible	Attended	Eligible	Attended
Lucien Law	12	12	-	-
Paul Robinson	12	12	3	3
Ryan Davis	12	12	3	3
Louise Alexander	12	12	3	3

Ethical Conduct

The Code includes a code of ethics which is designed to govern the conduct of Directors, senior managers and other employees of the Company and its subsidiaries. The Company's directors and managers are expected to lead according to these standards of ethical and professional conduct and to ensure that they are communicated to the people who report to them. The Code addresses, amongst other matters, conflicts of interest, receipt of gifts, confidentiality and fair business practices.

Board Membership

As at 31 March 2023, the Board consisted of two Independent Directors and two Executive Directors, who are elected based on the value they bring to the Board.

Each Savor Director is a skilled and experienced business person. Together they provide value by making quality contributions to corporate governance matters, conceptual thinking, strategic planning, policies and providing guidance to management.

As at 31 March 2023 the Company's Directors were:

Paul Robinson – Executive Chair

Paul Robinson was appointed to the Board in April 2019 and was last re-elected by shareholders in August 2022. Paul is currently Chair of the Board and a member of the Audit & Risk and People & Culture Committees.

Paul Robinson has twenty years' experience in structured finance and strategy. From 1999 Paul spent nine years originating structured trades based in London and in 2008 Paul transferred to New York. In 2018 Paul and his family moved back to New Zealand to enjoy life here and to take an active role in Savor Group where he had a long term shareholding.

Lucien Law – Executive Director & CEO

Lucien Law was appointed to the Board in April 2019 and was last re-elected by shareholders in August 2022. Lucien is currently a member of the People & Culture Committee.

Over the past twelve years, Lucien has led a new wave in Auckland hospitality, overseeing the building of a group of brands that have had a significant impact on the city's dining and entertainment scene.

His projects include award-winning modern Japanese restaurants Azabu and Ebisu, contemporary New Zealand brasserie Ostro, along with Fukoku, Las Vegas Club and Mission Bay Pavilion. One of his most ambitious developments is Seafarers, spanning several floors in the historic Seafarers building at Auckland's Britomart.

Prior to his involvement in hospitality, Lucien founded highly successful independent communications agency Shine, which has worked with brands including Spark, Hyundai, Fonterra and Lion Breweries.

Ryan Davis – Independent Director

Ryan Davis was appointed to the Board in April 2021 and elected by shareholders in November 2021. Ryan is currently the Chair of the Audit & Risk Committee and a member of the People & Culture and Remuneration Committees.

Ryan is the founder and Managing Director of GreenMount Advisory based in Sydney, Melbourne, and Auckland, established in September 2018. Prior to this, Ryan was a Senior Partner and Asia-Pacific Private Equity Tax Leader for EY, after joining EY in 2011. Ryan has been the lead Partner on some of Australia and New Zealand's largest private equity transactions with over 20 years' experience advising global and domestic clients on mergers, acquisitions, and divestments. Ryan's extensive experience in strategic transactions and strong financial background will prove vital as the Group continues to execute its growth strategy. Ryan is a Chartered Accountant.

Louise Alexander – Independent Director

Louise Alexander was appointed to the Board in April 2021 and elected by shareholders in November 2021. Louise is currently the Chair of the People & Culture Committee and a member of the Audit & Risk and Remuneration Committees.

Louise is a senior HR practitioner and people leader and is currently the HR Director for Bell Gully, a role which she has held since 2015. Louise has developed and led Bell Gully's HR strategy over that time, focusing on communication, diversity and culture, and supporting and developing people through the talent management programme. Louise has a passion for the not for profit sector, with both management and governance roles in various organisations throughout her career. Louise brings a critical skillset to Savor, where the success of the Group is driven by its teams in the venues.

The number of elected Directors and the procedure for their retirement and re-election at annual meetings of shareholders is set out in the Constitution of the Company.

Director Independence

In order for a Director to be independent, the Board has determined that he or she must not be an executive of Savor and must have no disqualifying relationship as defined in the Code and the Listing Rules.

The Board has determined that as at 31 March 2023, Ryan Davis and Louise Alexander are Independent Directors.

Management commentary
(no financial statements)

Nomination and Appointment of Directors

The Board is responsible for identifying and recommending candidates. Directors may also be nominated by shareholders under the Listing Rules.

A Director may be appointed by ordinary resolution and all Directors are subject to removal by ordinary resolution.

The Board may at any time appoint additional Directors. A Director appointed by the Board shall only hold office until the next annual meeting of the Company but shall be eligible for election at that meeting.

One third of Directors shall retire from office at the annual meeting each year. A Director must not hold office past the third annual meeting at which they were elected or three years, whichever is longer, but are eligible for re-election by shareholders.

Disclosure of Interests by Directors

The Code sets out the procedures to be followed where Directors have an interest in a transaction or proposed transaction or are faced with a potential conflict of interest requiring the disclosure of that conflict to the Board. Savor maintains an Interests Register in which particulars of certain transactions and matters involving Directors are recorded. The Interests Register for Savor is available for inspection at its registered office.

Directors' Share Dealings

The Company has adopted a Securities Trading policy, which sets out the procedure to be followed by Directors, staff and associates trading in Savor listed securities, to ensure that trades are not made while that person is in possession of material information which is not generally available to the market. Details of Directors' share dealings during the 12 months to 31 March 2023 are outlined on page 47.

Directors' and Officers' Gender Composition

	2022			2021		
	Male	Female	Gender Diverse	Male	Female	Gender Diverse
Directors'	3	1	0	3	1	0
Officers'	1	1	0	1	1	0
Total	**4**	**2**	**0**	**4**	**2**	**0**

The Board recognises that along with relevant skills, diversity is a key driver of effective Board performance. As the Savor business evolves the Board is committed to creating diversity among Directors while preserving the right mix of skills.

Savor has adopted a Diversity and Inclusion Policy. Savor's Board has not yet set annual targets to meet (as the Corporate Governance Code recommends, at recommendation 2.5). The Board will, however, set measurable objectives to measure Savor's performance against its Diversity and Inclusion Policy for disclosure in its next annual report.

Indemnification and Insurance of Directors and Officers

The Company has Directors' and officers' liability insurance with Ando Insurance Group Limited which ensures that generally, Directors and officers will incur no monetary loss as a result of actions undertaken by them. The Company entered into an indemnity in favour of its Directors under a Deed dated 10 October 2012.

Board Committees

The Board has three formally constituted committees. These committees, established by the Board, review and analyse policies and strategies which are within their terms of reference. The Committees examine proposals and, where appropriate, make recommendations to the Board. Committees do not take action or make decisions on behalf of the Board unless specifically authorised to do so by the Board.

Audit and Risk Committee

The Audit and Risk Committee is responsible for overseeing risk management, treasury, insurance, accounting and audit activities of Savor, reviewing the adequacy and effectiveness of internal controls, meeting with and reviewing the performance of external auditors, making recommendations on financial and accounting policies, and reviewing external financial and performance reporting and disclosures. The Audit and Risk Committee operates in accordance with the Audit and Risk Management Committee Charter.

The members of the Audit and Risk Committee are Ryan Davis (Chair), Louise Alexander, and Paul Robinson.

Nominations and Remuneration Committee

The Nominations and Remuneration Committee operates within the full Board and is responsible for overseeing management succession planning, establishing employee incentive schemes, reviewing and approving the compensation arrangements for the executive Directors and senior management, and recommending to the full Board the remuneration of Directors.

People and Culture Committee

The People and Culture Committee operates within the full Board and is responsible for ensuring appropriate procedures are in place to identify and manage potential health and safety risks, as well as overseeing human resource management, recruitment and employee welfare. The Board receives monthly reporting on health and safety risks which includes any matters that require further attention. Once presented to the Directors, the mitigation of these risks are delegated throughout the management team to those with appropriate oversight and process improvements are made regularly.

Remuneration

Remuneration of Directors and executives is the key responsibility of the Nominations and Remuneration Committee. Details of Directors and executives' remuneration and entitlements are set out on pages 47.

Directors' Remuneration

For the year ended 31 March 2023 Directors' fees have been fixed at $100,000 per annum for the Chairman (2022: $100,000) and $60,000 per annum for other Directors (2022: $60,000). Directors receive no additional fees as membership of Board Committees. To provide for flexibility, shareholders have previously approved an aggregate cap on non-executive Directors' fees of $300,000 for the purpose of the Listing Rules (2022: $300,000).

CEO Remuneration

For the year ended 31 March 2023, Lucien Law received a base salary of $400,000 (2022: $350,000) and received no short or long term incentives during the year (2022: nil).

The Directors are also entitled to be reimbursed for all reasonable travel, accommodation and other expenses incurred by them in connection with their attendance at Board or shareholder meetings, or otherwise in connection with Savor's business.

Managing Risk

The Board has overall responsibility for the Company's system of risk management and internal control and has procedures in place to provide effective control within the management and reporting structure.

Financial statements are prepared monthly and reviewed by the Board progressively during the period to monitor performance against budget goals and objectives. The Board also requires managers to identify and respond to risk exposures.

A structured framework is in place for capital expenditure, including appropriate authorisations and approval levels.

The Board maintains an overall view of the risk profile of the Company and is responsible for monitoring corporate risk assessment processes.

Takeover Response Policy

The Board is well prepared in the event of a takeover, and has adopted a Takeover Preparedness Protocol so that it is prepared should an unexpected takeover or scheme of arrangement proposal be made.

Disclosure

The Company adheres to the NZX continuous disclosure requirements which govern the release of all material information that may affect the value of the Company's listed shares. The Board and senior management team have processes in place to ensure that all material information flows up to the Chairman with a view to consultation with the Board and disclosure of that information if required.

Auditor

EY acts as auditor of the Company and has undertaken the audit of the financial statements for the year ending 31 March 2023. Particulars of the audit and other fees paid during the period are set out on page 37.

Oversight of the Company's external audit arrangements is the responsibility of the Audit and Risk Committee. The Company does not have a dedicated internal audit resource but maintains an annual audit programme, which is overseen by the CFO. The external auditors shall attend the Company's annual meeting to answer questions from shareholders in relation to the audit.

Shareholder Rights & Relations

The Board is committed to achieving best practice investor relations.

Financial and operational information and key corporate governance information can be accessed on the Company's website. Enquiries from shareholders can be raised at the Annual Meeting of shareholders, or emailed through using the contact details on our website.

As required by the NZX Listing Rules, the Company will seek shareholder approval of major transactions, and related party transactions, that trigger the relevant thresholds in the listing rules, and any other major decisions where the listing rules require shareholder approval. All voting at meeting of shareholders is conducted by a poll.

The Company seeks to offer new equity pro rata to existing shareholders, or with shareholder approval. In May 2022, the Company undertook a placement to secure the Bivacco lease, raising a total of $2.1m at an issue price of 40.0 cents per share. In February 2023, the Company completed a fully underwritten 5 for 43 rights issue to raise $3.25m and a further placement of $71,751, made at an issue price of 42.3 cents per share.

The Company aims to post a copy of its notice of annual meeting on its website at least 20 working days prior to its annual meeting of shareholders.

Management commentary
(no financial statements)

Financial Statements

For the year ended 31 March 2023

Financial statements

The Board of Directors has pleasure in presenting the financial statements and audit report for Savor Limited for the year ended 31 March 2023.

The financial statements presented are signed for and on behalf of the Board of Directors and were authorised for issue on 25 May 2023.

Paul Robinson
Executive Chair

Ryan Davis
Director

Consolidated Statement of Comprehensive Income

For the year ended 31 March 2023

	Notes	2023 $000's	2022 $000's
Revenue		**52,378**	30,581
Expenses:	15		
Direct costs		**(16,067)**	(8,974)
Employee costs		**(24,553)**	(14,202)
Marketing costs		**(294)**	(188)
Utilities and operational expenses		**(3,736)**	(2,622)
Other expenses		**(2,508)**	(2,317)
Other income		**-**	717
		5,220	2,995
Depreciation and amortisation		**(4,617)**	(4,001)
Restructuring and other costs	2.2	**(1,395)**	(1,200)
Impairment of goodwill	8	**-**	(1,564)
Interest expense		**(1,542)**	(1,266)
Loss before income tax		**(2,334)**	(5,036)
Taxation expense	14	**-**	-
Loss attributable to the shareholders		**(2,334)**	(5,036)
Other comprehensive income and expenses		**-**	-
Total comprehensive loss		**(2,334)**	(5,036)
Net losses per share (cents)	13		
Basic and diluted		**(3.5)**	(8.2)
Weighted average number of shares outstanding (thousands of shares)			
Basic and diluted		**66,602**	61,753

The accompanying notes form part of and are to be read in conjunction with these financial statements.

Consolidated Statement of Movements in Equity

For the year ended 31 March 2023

	Notes	Share capital $000's	Accumulated losses $000's	Share-based payments reserve $000's	Total equity $000's
Total equity at 1 April 2021		47,251	(34,670)	150	12,731
Total comprehensive loss for the year		-	(5,036)	-	(5,036)
Issue of new shares		6,887	-	-	6,887
Repurchase of shares		(233)	-	-	(233)
Total equity at 31 March 2022		**53,905**	**(39,706)**	**150**	**14,349**
Total comprehensive loss for the year		-	(2,334)	-	(2,334)
Issue of new shares	11	5,309	-	-	5,309
Total equity at 31 March 2023		**59,214**	**(42,040)**	**150**	**17,324**

The accompanying notes form part of and are to be read in conjunction with these financial statements.

Consolidated Balance Sheet

As at 31 March 2023

	Notes	2023 $000's	2022 $000's
Assets			
Current assets:			
Cash		-	1,350
Trade and other receivables	4	**751**	586
Inventories	5	**1,025**	620
Total current assets		**1,776**	2,556
Non-current assets:			
Property, plant and equipment	7	**13,313**	11,118
Intangible assets	8	**25,416**	25,261
Right of use asset	9	**15,900**	16,069
Total non-current assets		**54,629**	52,448
Total assets		**56,405**	55,004
Liabilities			
Current liabilities:			
Bank overdraft		**514**	-
Trade and other payables	6	**8,317**	6,089
Lease liability	9	**2,964**	2,278
Borrowings	10	**3,004**	2,671
Deferred consideration payable	19	-	1,000
Related party payables	12	-	112
Total current liabilities		**14,799**	12,150
Non-current liabilities:			
Trade and other payables	6	**1,217**	831
Lease liability	9	**14,719**	15,069
Borrowings	10	**8,346**	10,755
Deferred consideration payable	19	-	1,850
Total non-current liabilities		**24,282**	28,505
Total liabilities		**39,081**	40,655
Equity			
Share capital	11	**59,214**	53,905
Reserves		**(41,890)**	(39,556)
Total equity		**17,324**	14,349
Total liabilities and equity		**56,405**	55,004

The accompanying notes form part of and are to be read in conjunction with these financial statements.

Consolidated Statement of Cash Flows

For the year ended 31 March 2023

	Notes	2023 $000's	2022 $000's
Cash flow from operating activities			
Receipts from customers		**52,209**	30,325
Payments to suppliers, employees and other		**(46,142)**	(27,373)
Net cash from operating activities		**6,067**	2,952
Cash flow from investing activities			
Purchase of property, plant and equipment and intangible assets		**(4,271)**	(1,798)
Payments for venue development costs	2.2	**(569)**	(137)
Repayment of related party payables	12	**(112)**	(2,125)
Repayment of deferred consideration	19	**(2,850)**	-
Purchase of businesses	19	**-**	(7,975)
Net cash (to)/from investing activities		**(7,802)**	(12,035)
Cash flow from financing activities			
Interest paid		**(1,542)**	(1,266)
Borrowings drawn down	10	**1,575**	15,130
Repayment of borrowings	10	**(3,651)**	(8,726)
Lease liability principal repayment	9	**(2,450)**	(2,738)
Supplier loans received	6	**1,010**	-
Transaction costs from issue of shares	11	**(133)**	(182)
Repurchase of shares	11	**-**	(233)
Issue of shares	11	**5,062**	5,046
Net cash from financing activities		**(129)**	7,031
Net movement in cash held		**(1,864)**	(2,052)
Add: opening cash		**1,350**	3,402
Closing cash		**(514)**	1,350

The accompanying notes form part of and are to be read in conjunction with these financial statements.

Notes to the Financial Statements

1. Significant accounting policies

Basis of preparation

Savor Limited ('the Parent' or 'Company') and its subsidiaries (together 'the Group') operate in the hospitality sector, operating a number of premium restaurants and bars. The address of its registered office is Level 4, Seafarers Building, 114 Quay Street, Auckland, 1142.

Savor Limited is a company domiciled in New Zealand, registered under the Companies Act 1993 and is a Financial Markets Conduct Act 2013 reporting entity. These financial statements have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand (NZ GAAP) and the requirements of the Financial Markets Conduct Act 2013. For the purposes of complying with NZ GAAP the Group is a for-profit entity. The consolidated financial statements of the Group comply with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS). They also comply with International Financial Reporting Standards (IFRS). The financial statements are presented in New Zealand dollars and are rounded to the nearest thousand dollars.

The financial statements have been prepared under the historical cost basis.

Principles of consolidation

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. From that date they are deconsolidated.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of the subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The difference between the consideration paid and the fair value of net assets acquired is recognised as goodwill. Acquisition costs are expensed as incurred.

Revenue recognition

The Group derives venue revenue through the sale of food and beverages and by hosting events. This revenue is recognised at a point in time, being the point of sale. For significant events, the Group receives deposits in advance to secure the booking. These deposits are deferred on the balance sheet as a liability and are recognised as revenue at a point in time, being the date of the event. The Group has determined that there is a single performance obligation for these transactions even though part-payment may be received in advance.

Changes in accounting policy

These financial statements are prepared using the same accounting policies as the prior year. Several other amendments and interpretations apply for the first time from 1 April 2022, but do not have an impact on the consolidated financial statements of the Group.

The Group continues to improve the disclosures in these financial statements where required. Some comparative balances have been adjusted or reclassified for consistency.

2. Key estimates and judgements

The Group has undertaken a number of key estimates and judgements when preparing these financial statements, the details of which are outlined in this note. These judgements have been formed using historical information and comparatives where available, and management's best judgement where there is no appropriate comparison. The Group continues to review all significant estimates along with the assumptions used and recognises any adjustments to these in the period in which a change occurs.

2.1. Intangible asset impairment

Goodwill across the Group is tested annually for impairment. Each cash generating unit (CGU) that carries goodwill is valued on a value-in-use basis using a discounted cash flow model. Management has used its past experience of sales growth, operating costs and margin, and external sources of information where appropriate, to determine their expectations for the future. These cash flow projections over five years are principally based on the Group's budget, which is risk adjusted where appropriate. Cash flows beyond five years have been extrapolated using estimated terminal growth rates, which do not exceed the long-term average growth rate. The terminal growth rate used was 3% (2022: 2.5%) and the Group employed a weighted average cost of capital of 12.6% (2022: 11%).

It is inherently difficult to forecast future performance of the Group's operations in the post-COVID landscape. The Group has prepared a budget and forecasts based on current expectations, however there remains risk which is primarily dependent on general market conditions. Venue performance has demonstrated improvements in margins and operatings earnings recently, which are budgeted to be maintained or continue to improve throughout the forecast period.

A change in any of the following key assumptions would lead to the elimination of the excess of the recoverable amount over carrying amount for the below venues.

Key assumption	Value attributed	Sensitivity
Seafarers		
Terminal year EBITDA margin	19.1%	-6.0%
Terminal growth rate	3.0%	-3.40%
Discount rate	12.6%	3.70%
Auckland Fish Market		
Terminal year EBITDA margin	19.9%	-5.40%
Terminal growth rate	3.0%	-3.10%
Discount rate	12.6%	3.60%

Other CGU's

For all other CGU's a reasonably possible change in the assumptions used in the impairment testing would not lead to an impairment charge.

2.2. Restructuring and other costs

	2023 $000's	2022 $000's
Acquisition costs	**7**	(804)
Restructuring costs	**(100)**	(149)
Loss on disposal of fixed assets	**(10)**	(110)
Venue development expenses	**(583)**	(137)
Other costs	**(255)**	-
Recruitment costs	**(454)**	-
	(1,395)	(1,200)

Restructuring and other costs occur outside the normal course of operating the venues on a day to day basis, and are unrelated to the Group's trading operations. These have been separated out on the face of the Statement of Comprehensive Income to allow the reader of these financial statements to understand the day to day operations for the year without the impact of these items. These items typically include the impairment or disposal of assets, costs related to restructuring or M&A activity, venue development or other costs that are unrelated to the Group's day to day trading operations.

During the year the Group incurred significant costs for recruitment to mitigate the impact of the industry wide staff shortages driven by COVID-19, primarily related to sourcing offshore candidates and the immigration processes required thereafter.

2.3. Going concern

The Group recorded positive operating cash flows during the year, and has access to $0.5m of undrawn overdraft facilities at 31 March 2023. The Group raised additional capital of $3.35m in February 2023. The nature of the Group's operations means that the Group holds minimal receivables and inventory balances compared to its current liabilities. Therefore, the Group has negative working capital at 31 March 2023.

The Group has seen a continued improvement in trading results throughout the financial year, with a marked increase since November 2022. The addition of the new Bivacco, OJI, The Store, and MoVida venues during the year has provided further resilience to the Group's cash flows and operational performance. While the trading landscape continues to be challenged through extreme weather events and general economic conditions, the Group has adapted its offerings to meet the changed conditions and its offerings remain popular with a wide range of consumers.

The Group repaid during the year all floating rate debt obligations, facilitated by the issue of further capital in February 2023. Bank borrowing principal payments continue at a rate of approximately $2.5 million annually. In May 2022, the Group renegotiated its suite of banking covenants, including the suspension of covenants for the June and September 2022 quarters. The Group received a waiver for the leverage ratio covenant for the December 2022 quarter. Covenant testing had been fully restored by balance date.

Based on current forecasts the Group is expected to meet the requirements of its covenants for the foreseeable future. In addition, the Group has also performed a range of sensitivity analyses on the covenant measures, noting there would need to be a material downturn in forecast performance before any of the covenant obligations would be breached.

As a result of the considerations above the Directors have concluded that the preparation of the financial statements on a going concern basis remains appropriate.

3. Segmental information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. Segmental information is presented in respect of the Group's industry segment, Hospitality. Corporate is not an operating segment as it does not meet the recognition criteria under NZ IFRS 8.

	2023 Revenue	**2022 Revenue**	**2023 EBITDA***	**2022 EBITDA***
Hospitality	**52,378**	30,581	**7,868**	4,598
Corporate	**-**	-	**(2,648)**	(1,603)
Total	**52,378**	30,581	**5,220**	2,995

*EBITDA means earnings before interest, tax, depreciation, amortisation, restructuring costs, and impairment charges as disclosed in the Statement of Comprehensive Income.

	2023 Depreciation and amortisation	**2022 Depreciation and amortisation**	**2023 Capital expenditure**	**2022 Capital expenditure**
Hospitality	**(4,617)**	(4,001)	**(4,271)**	(1,936)
Corporate	**-**	-	**-**	-
Total	**(4,617)**	(4,001)	**(4,271)**	(1,936)

	2023 Non-current assets	**2022 Non-current assets**
Hospitality	**54,629**	52,448
Corporate	**-**	-
Total	**54,629**	52,448

4. Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method, less an allowance for impairment. Trade receivables are due for settlement between 30-90 days from invoice date. All receivables are due within 12 months of balance date.

	2023 $000's	2022 $000's
Trade receivables	**460**	235
Less: provision for doubtful debts	**-**	-
Trade receivables	**460**	235
Other receivables	**291**	351
	751	586

The Group applies the simplified approach to providing for expected credit losses prescribed by NZ IFRS 9, which permits the use of lifetime expected loss provisions for all trade receivables. Collectability of trade receivables is reviewed on an ongoing basis and a provision for doubtful debts is made when there is evidence that the Group will not be able to collect the receivable. Additionally, the Group has established an allowance for Expected Credit Loss (ECL) based on its historical credit loss experience, adjusted for forward-looking factors specific to the receivables and the economic environment. Receivables are written off when recovery is no longer anticipated. There are no overdue receivables considered impaired that have not been provided for.

	2023 $000's	2022 $000's
Current	**746**	506
0 - 30 days over standard terms	**3**	60
31 - 60 days over standard terms	**-**	6
61+ days over standard terms	**2**	14
Provision	**-**	-
Trade and other receivables	**751**	586

5. Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost comprises direct materials and where appropriate, either a contract manufacturing charge, or direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Costs are assigned to individual items of inventory on the basis of weighted average costs. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

	2023 $000's	2022 $000's
Raw materials	**523**	273
Finished goods	**502**	347
	1,025	620

6. Trade and other payables

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 and 60 days of recognition. Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date. Supplier loans relate to inducements received for the long term supply to Hospitality venues. These loans are amortised over the life of the individual contract as the benefits are consumed.

	2023 $000's	2022 $000's
Trade payables	**3,816**	1,938
Employee entitlements	**1,480**	1,116
Other payables	**2,301**	2,455
Supplier loans	**1,939**	1,416
	9,536	6,925
Current	**8,319**	6,094
Non-current	**1,217**	831
	9,536	6,925
Movement in supplier loans		
Balance at 1 April	**1,416**	1,728
Additional loans received in cash	**1,010**	-
Amortised during the year	**(487)**	(312)
Balance at 31 March	**1,939**	1,416

7. Property, Plant & Equipment

All plant and equipment is stated at historical cost less accumulated depreciation and accumulated impairment losses. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of comprehensive income during the financial year in which they are incurred. Work in progress assets are those under construction that are not yet in use and do not incur depreciation.

Depreciation is calculated using the straight-line method to expense the cost of the assets over their useful lives. The rates are as follows:

Plant and equipment	7% - 67%
Leasehold improvements	6% - 20%
Fixtures & fittings	7% - 67%
Motor vehicles	10% - 21%

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Any related gain or loss on disposal is recognised in the Statement of Comprehensive Income as part of restructuring costs.

	Plant & Equipment	Fixtures & Fittings	Leasehold Improvements	Vehicles	Work in progress	Total
2023						
Carrying value at 1 April 2022	**1,799**	**978**	**8,034**	**59**	**248**	**11,118**
Additions	**809**	**569**	**2,662**	**-**	**-**	**4,040**
Acquisitions	**-**	**-**	**-**	**-**	**-**	**-**
Disposals	**-**	**-**	**-**	**-**	**(256)**	**(256)**
Depreciation	**(485)**	**(313)**	**(777)**	**(14)**	**-**	**(1,589)**
Carrying value at 31 March 2023	**2,123**	**1,234**	**9,919**	**45**	**(8)**	**13,313**
Represented by:						
Cost	**3,453**	**2,135**	**12,223**	**70**	**(8)**	**17,873**
Accumulated depreciation	**(1,330)**	**(901)**	**(2,304)**	**(25)**		**(4,560)**
	2,123	**1,234**	**9,919**	**45**	**(8)**	**13,313**
2022						
Carrying value at 1 April 2021	1,040	677	4,974	-	-	6,691
Additions	296	30	1,115	-	248	1,689
Acquisitions	1,016	604	2,625	70	-	4,315
Disposals	(93)	(27)	-	-	-	(120)
Depreciation	(460)	(306)	(680)	(11)	-	(1,457)
Carrying value at 31 March 2022	1,799	978	8,034	59	248	11,118
Represented by:						
Cost	2,608	1,573	9,294	70	248	13,793
Accumulated depreciation	(809)	(595)	(1,260)	(11)	-	(2,675)
	1,799	978	8,034	59	248	11,118

The Group had no material capital commitments at 31 March 2023 (2022: nil).

8. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangibles are carried at cost less any accumulated amortisation and accumulated impairment losses. Intangible assets with indefinite useful lives are not amortised but are tested for impairment annually, either individually or at the cash-generating unit level. Intangible assets with a definite life are amortised on a straight-line basis. Software and other intangibles, including trademarks and the cost of development of venue concepts, are amortised over a period of 2-4 years.

Goodwill is stated at cost, less any impairment losses. Goodwill is allocated to cash-generating units (CGUs) and is not amortised but is tested annually for impairment, and when an indication of impairment exists. For the purposes of considering whether there has been an impairment, assets are grouped at the lowest level for which there are identifiable cash flows that are largely independent of the cash flows of other groups of assets. When the book value of a group of assets exceeds the recoverable amount, an impairment loss arises and is recognised in earnings immediately. Refer to note 2.1 for impairment considerations.

	Goodwill	Software and other intangibles	Total
2023			
Carrying value at 1 April 2022	**25,067**	**194**	**25,261**
Additions	**-**	**231**	**231**
Acquisitions	**-**	**-**	**-**
Disposals	**-**	**-**	**-**
Impairment	**-**	**-**	**-**
Amortisation expense	**-**	**(76)**	**(76)**
Carrying value at 31 March 2023	**25,067**	**349**	**25,416**
Represented by:			
Cost	**28,631**	**505**	**29,136**
Accumulated amortisation and impairment	**(3,564)**	**(156)**	**(3,720)**
	25,067	**349**	**25,416**
2022			
Carrying value at 1 April 2021	17,148	123	17,271
Additions	-	109	109
Acquisitions	9,483	-	9,483
Disposals	-	-	
Impairment	(1,564)	-	(1,564)
Amortisation expense	-	(38)	(38)
Carrying value at 31 March 2022	25,067	194	25,261
Represented by:			
Cost	28,631	274	28,905
Accumulated amortisation and impairment	(3,564)	(80)	(3,644)
	25,067	194	25,261

Significant cash generating units

Goodwill is allocated to the following significant cash generating units:

	2023 $000's	2022 $000's
Amano	**7,483**	7,483
Azabu	**4,369**	4,369
Seafarers	**4,320**	4,320
Non Solo Pizza	**3,269**	3,269
Ebisu & Fukuko	**3,027**	3,027
Auckland Fish Market	**2,163**	2,163
Ortolana	**384**	384
Other	**52**	52
	25,067	25,067

Prior year impairment testing

Prior year impairment charge

The Oji Sushi business (Oji) was significantly impacted during the year following the mandated COVID-19 closures and the slow return of trade to the Commercial Bay precinct. The strength of the Oji offering was being proven through the continued roll-out of stores as well as wholesale supply. The benefits of the expansionary business were inherently uncertain and the accounting standards did not permit their inclusion in the assessment of future cash flows for the purposes of the annual impairment test. The Group recognised an impairment of goodwill of $1.6m.

A change in any of the key assumptions would lead to the elimination of the excess of the recoverable amount over carrying amount for the below venues.

Key assumption	**Value attributed**	**Sensitivity (absolute movement)**
Seafarers		
Terminal year EBITDA margin	19.1%	1.1%
Terminal growth rate	2.0%	0.5%
Discount rate	10.0%	0.5%

Other CGU's

For all other CGU's a reasonably possible change in the assumptions used in the impairment testing would not lead to an impairment charge.

9. Leases

As lessee

The Group recognises right-of-use assets and lease liabilities for most property leases. On inception of a new lease, the lease liability is measured at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate at that date. The right-of-use assets are measured at an amount equal to the lease liability, and are depreciated over the estimated remaining lease term on a straight line basis. The Group presents the right-of-use assets and lease liabilities separately on the Balance Sheet.

The Group applies the following practical expedients when applying NZ IFRS 16:

- Exemption to not recognise right-of-use assets for low-value leases; and
- Exemption to not recognise right-of-use assets for leases with a term of less than 12 months.

The Group as the lessee has various non-cancellable leases predominantly for the lease of land and buildings. The leases have varying terms and renewal rights. On renewal, the terms of the lease are renegotiated.

Right-of-use assets	**2023 $000's**	**2022 $000's**
Carrying value at 1 April	**16,069**	8,171
Additions	**2,537**	10,296
Variable lease payment adjustments	**44**	108
Disposals	**-**	-
Depreciation	**(2,750)**	(2,506)
Carrying value at 31 March	**15,900**	16,069

Lease liabilities	**2023 $000's**	**2022 $000's**
Carrying value at 1 April	**17,347**	8,871
Additions	**2,537**	10,296
Variable lease payment adjustments	**249**	859
Repayments	**(2,450)**	(2,679)
Disposals	**-**	-
Carrying value at 31 March	**17,683**	17,347

Current	**2,964**	2,278
Non-current	**14,719**	15,069
Total lease liabilities	**17,683**	17,347

Amounts recognised in profit or loss	2023 $000's	2022 $000's
As lessee		
Lease depreciation	2,750	2,506
Interest expense on lease liabilities	744	769
Lease expense on low value leases	41	38
Rental concessions received	184	357
As lessor		
Sublease income	170	116

10. Borrowings

	2023 $000's	2022 $000's
Balance at 1 April	**13,426**	7,022
Drawn down	**1,575**	15,130
Repayments	**(3,651)**	(8,726)
Balance at 31 March	**11,350**	13,426
Current	**3,004**	2,671
Non-current	**8,346**	10,755
Total borrowings	**11,350**	13,426

At balance date, the Group had the following funding facilities

Utilised facilities	**11,864**	13,426
Unutilised bank overdraft	**486**	1,000
Total facilities	**12,350**	14,426

The average interest rate on these borrowings during the year was 4.32% (2022: 3.84%). The Group incurred interest charges on borrowings of $0.6m during the year (2022: $0.5m).

The Group borrowed $1.6 million to assist with funding the capital projects during the year. $1 million of this was repaid in March 2023 with the remaining $0.6 million to be repaid in two equal tranches in November 2023 and 2024. The outstanding balance attracts no interest charge.

The Group is subject to a suite of covenants including interest cover, debt service cover, leverage and equity ratios. Refer to note 2.3 for consideration of covenant waivers received during the year and forecast covenant compliance.

11. Capital

	2022 $000's	2021 $000's
Reported capital at the beginning of the year	**53,905**	47,251
Issue of shares (net of issue costs)	**5,309**	6,887
Repurchase and cancellation of shares	**-**	(233)
	59,214	53,905
Number of ordinary shares:		
Number of shares on issue at the beginning of the year	**61,482,169**	146,271,626
Issue of shares	**13,155,617**	39,778,689
1 for 3 share consolidation - 9 August 2021	**-**	(124,033,548)
Repurchase of shares	**-**	(534,598)
Total number of shares on issue	**74,637,786**	61,482,169

All issued shares are fully paid and have no par value. The cost of issuing shares during the year amounted to $0.1m (2022: $0.2m).

Equity raise - May 2022

On 31 May 2022, the Group completed a private placement to raise a total of $2.1m of new equity at $0.40 per share, totalling 5.3 million new shares.

Equity raise - February 2023

On 28 February 2023, the Group completed a rights issue and private placement to raise a total of $3.3m of new equity at $0.423 per share, totalling 7.9 million new shares.

Share option plan

In July 2015 the Board approved the Company Employee Share Option Plan. Options allow eligible staff to subscribe for ordinary shares in the Company at an exercise price. Options are vested in equal tranches on the first to third anniversaries of the date of issuance while the eligible employees remain in full time employment with the Group. Once vested the options can be exercised at any time up to the second April following vesting. Employees can pay the exercise price in shares using the 20-day Volume Weighted Average Price of the Company shares up to the date of issuance. The Employee Share Option Plan allows employees to exercise all their vested options into ordinary shares for cash or a lower number of ordinary shares for no cash.

	Number of options	Weighted average exercise price (cents)
Outstanding 31 March 2021	895,322	
Forfeited	(108,065)	21.0
1 for 3 share consolidation - 9 August 2021	(524,838)	63.0
Granted	66,667	63.0
Cancelled	(45,752)	63.0
Outstanding 31 March 2022	**283,334**	
Forfeited	-	
Granted	-	
Cancelled	-	
Outstanding 31 March 2023	**283,334**	

The outstanding options have been valued at grant date using the Black-Scholes pricing method at $0.2m (2022: $0.2m), the key inputs for which are outlined below.

	2023	2022
Weighted average fair values at the measurement date ($)	**0.045**	0.56
Dividend yield (%)	**0.0**	0.0
Expected volatility (%)	**0.03**	0.03
Risk-free interest rate (%)	**4.3**	3.3
Expected life of share options (years)	**2.25**	4.01
Weighted average share price ($)	**0.38**	0.41

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

12. Related party disclosures

Key management personnel compensation	2023	2022
Directors' fees	**280**	280
Senior management remuneration paid, payable or provided for:		
Short-term employee benefits	**1,369**	1,086

Related party balances outstanding

At 31 March 2023, there was $0.3m of directors fees payable to the Directors.

Transactions during the year

At 31 March 2022, the Group had recognised liabilities of $0.1m payable to Lucien Law and Paul Robinson for the acquisition of Mission Bay Pavilion. The balance was settled in equal monthly payments and ended in August 2022.

Group information

The consolidated subsidiaries of the Group include:

			Equity interest (%)	
Name	**Principal activities**	**Country of incorporation**	**2023**	**2022**
Savor Group Limited	Hospitality	New Zealand	**100**	100
Amano Group Limited	Hospitality	New Zealand	**100**	100
Savor Quick Service Limited	Hospitality	New Zealand	**100**	100
The Red Claw Trading Company Limited	Importation of goods	New Zealand	**100**	100
Savor Goods Limited	Distribution	New Zealand	**100**	100
Amano Britomart 1 Limited	Employment	New Zealand	**100**	100
Amano Britomart 2 Limited	Employment	New Zealand	**100**	100
Savor Italian 1 Limited	Employment	New Zealand	**100**	100
Savor Britomart Limited	Employment	New Zealand	**100**	100
Savor Japanese 1 Limited	Employment	New Zealand	**100**	100
Savor Japanese 2 Limited	Employment	New Zealand	**100**	100

13. Earnings/(losses) per share

Earnings/(losses) per share is the portion of a company's profit allocated to each outstanding ordinary share and is calculated by dividing the earnings attributable to shareholders by the weighted average of ordinary shares on issue during the year.

	2023	2022
Net losses per share (cents)		
Basic and diluted	**(3.5)**	(8.2)
	$000's	**$000's**
Numerator		
Net loss attributable to shareholders	**(2,334)**	(5,036)
Denominator (thousands of shares)		
Weighted average number of shares outstanding	**66,602**	61,753
Denominator for net earnings per share	**66,602**	61,753

14. Taxation

Income tax expense

The income tax expense or revenue for the year is the total of the current year's taxable income based on the national income tax rate adjusted for any prior years' under or over provisions, plus or minus movements in the deferred tax balance except where the movement in deferred tax is attributable to a movement in reserves. The current income tax charge is calculated on the basis of tax laws enacted or substantially enacted at balance date.

Below is the reconciliation of earnings before taxation to taxation expense:

	2023 $000's	2022 $000's
Loss before taxation	**(2,334)**	(5,036)
Taxation at 28 cents per dollar	**(654)**	(1,410)
Adjusted for:		
Non-deductible expenses	**(9)**	697
Temporary differences not recognised	**254**	337
Non-assessable income	**-**	(200)
Tax losses for which no deferred tax asset was recognised	**409**	576
	-	-

Deferred tax

Movements in deferred tax are attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements and any unused tax losses or credits. Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or loss or taxable profit or loss.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only to the extent that it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Current and deferred tax assets and liabilities of individual entities are reported separately in the consolidated financial statements unless the entities have a legally enforceable right to make or receive a single net payment of tax and the entities intend to make or receive such a net payment or to recover the current tax asset or settle the current tax liability simultaneously.

	2023 $000's	2022 $000's
The Group has unrecognised deferred tax assets arising from tax losses as follows:		
Opening balance	**8,653**	8,107
Tax losses for the year	**409**	546
	9,062	8,653

The Group has no imputation credits available at 31 March 2023 (2022: nil).

15. Additional expense disclosures

	2023 $000's	2022 $000's
Direct costs includes the following:		
Cost of goods sold (including the purchase of raw materials)	**15,807**	9,271
Inventory written off / wastage	**23**	25
Employee costs includes the following:		
Salaries, wages, and kiwisaver contributions	**23,399**	13,883
Auditor's remuneration		
Audit of the financial statements		
EY	**215**	218
Total auditor remuneration	**215**	218

16. Reconciliation of net earnings to net cash from operating activities

	2023 $000's	2022 $000's
Net profit(loss) after tax	**(2,334)**	(5,036)
Add back:		
Interest paid	**1,542**	1,266
Venue development costs expensed	**582**	137
Add/(Less) non-cash items:		
Depreciation and amortisation	**4,617**	4,001
Supplier loan income recognised	**(485)**	(312)
Loss on disposal of fixed assets	**10**	110
Restructuring costs	**155**	-
Impairment of goodwill	**-**	1,564
Movements in working capital:		
Trade and other receivables	**(165)**	(256)
Inventories	**(404)**	143
Trade and other payables	**2,549**	1,335
Net cash from operating activities	**6,067**	2,952

17. Financial instruments

Recognition and derecognition

Financial assets and liabilities are recognised when the Group becomes a party to contractual provisions of the instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risk and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with NZ IFRS 15 (Revenue from Contracts with Customers), all financial assets are initially measured at fair value adjusted for transaction costs (where applicable). Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- Amortised cost
- Fair value through profit or loss (FVTPL)
- Fair value through other comprehensive income (FVOCI)

In the periods presented the Group does not have any financial assets categorised as FVTPL or FVOCI.

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method less any provision for expected credit losses. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and trade and other receivables fall into this category of financial instruments.

Impairment of financial assets

Recognition of credit losses uses the 'expected credit loss (ECL) model'. The Group considers a broad range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of future cash flows of the instrument.

In applying this forward looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1') and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2')

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date. '12 month expected credit losses' are recognised in Stage 1, while 'lifetime expected credit losses' are recognised for Stage 2.

Measurement of the expected credit losses is determined by probability weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables

The Group makes use of a simplified approach in accounting for trade receivables and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument.

Classification and measurement of financial liabilities

The Group's financial liabilities include trade and other payables, deferred consideration, borrowings and related party payables.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortised cost using the effective interest method. Deferred consideration is measured at fair value with movements recognised in profit or loss.

a) Categories of financial assets & liabilities

The varying amounts presented in the balance sheet relate to the following categories of assets and liabilities:

	2023 $000's	2022 $000's
Financial assets		
Financial assets at amortised cost:		
Cash	-	1,350
Trade and other receivables	**751**	586
Total financial assets	**751**	1,936
Financial liabilities		
Financial liabilities at amortised cost:		
Bank overdraft	**514**	-
Trade and other payables	**9,536**	6,925
Borrowings	**11,350**	13,426
Financial liabilities at fair value through profit and loss:		
Deferred consideration	-	2,850
Total financial liabilities	**21,400**	23,201

The Group's activities expose it to a variety of financial risks: market risk (including currency risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and foreign exchange risks and aging analysis for credit risk.

b) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Group's income, input costs, or interest rates on the Group's borrowings. The objective of market risk management is to manage and control risk exposures within acceptable parameters while optimising the return on risk.

i) Interest rate risk

The Group's fair value interest rate risk as at 31 March 2023 arises from its borrowings. An analysis on the sensitivity of the Group's earnings due to movements in interest rates is shown below.

Effect on net loss before tax	2023 $000's	2022 $000's
1% increase in interest rate	**(108)**	(134)
1% decrease in interest rate	**108**	134

The above information is calculated by applying the movement to the average balance of borrowings on hand at 31 March 2023 of $10.8m (2022: $13.4m).

ii) Currency risk

The Group purchases services that are denominated in foreign currencies (primarily AUD) from time to time. These purchases were immaterial during the financial year, and the Group's exposure to movements in foreign exchange is immaterial (2022: both immaterial).

c) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises from cash and deposits with banks and financial institutions, as well as from the Group's receivables due from customers. Cash and deposit balances are held with financial institutions rated at least an A+ Credit Rating by Standard and Poors.

Sales are settled in cash at the point of sale, leaving minimal debtors. The Group has adopted the simplified approach to ECL (expected credit loss) in NZ IFRS 9: Financial Instruments which apply to trade receivables that are in the scope of IFRS 15. The impact is limited as trade receivables are predominantly less than 30 days.

The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets as summarised in Note 4.

d) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The following maturity analysis table sets out the remaining contractual undiscounted cash flows for financial liabilities.

2023	Total $000's	0-6 months $000's	7-12 months $000's	1-2 years $000's	2-5 years $000's	5+ years $000's
Trade and other payables	**9,534**	**8,051**	**267**	**371**	**812**	**33**
Lease liabilities	**20,261**	**1,829**	**1,829**	**3,659**	**8,408**	**4,536**
Borrowings	**11,350**	**1,358**	**1,646**	**6,270**	**2,076**	**-**
Total principal cash flows	**41,145**	**11,238**	**3,742**	**10,300**	**11,296**	**4,569**
Contractual interest cash flows	**1,115**	**244**	**426**	**351**	**94**	**-**
Total contractual cash flows	**42,260**	**11,482**	**4,168**	**10,651**	**11,390**	**4,569**
2022						
Trade and other payables	6,925	5,946	148	264	433	134
Related party payables	112	112	-	-	-	-
Deferred consideration payable	2,850	500	500	1,000	850	-
Lease liabilities	20,374	1,452	1,522	3,075	8,247	6,078
Borrowings	13,425	1,335	1,335	2,671	8,084	-
Total principal cash flows	43,686	9,345	3,505	7,010	17,614	6,212
Contractual interest cash flows	2,130	375	618	629	508	-
Total contractual cash flows	45,816	9,720	4,123	7,639	18,122	6,212

18. Guarantees

At 31 March 2023 the Group had $0.5m of bank guarantees and letters of credit outstanding (2022: $0.5m).

19. Prior Year Business Combinations

Amano, Ortolana, The Store

On 8 April 2021, the Group acquired the operations of venues Amano, Ortolana and The Store. The total purchase price of $11 million consisted of a $7.15 million upfront payment to the vendors, $1 million of shares in Savor Limited, and a further $2.85 million to be paid in April 2022. In March 2022, the terms of the deferred payment were modified with payment to occur in quarterly instalments, plus a 5% interest charge, with the Group maintaining the option of a balloon payment to settle the obligation in full. The balance was fully repaid in March 2023.

Distribution centre

On 30 June 2021, the Group acquired a distribution centre operation. The total purchase price of $195,000 included payments for inventories on hand and was paid in cash. The property, plant and equipment balances for this operation were acquired as part of the Amano transaction. The purchase price was funded from cash on hand.

Oji Sushi (Oji)

Oji Sushi was purchased on 5 July 2021 for total consideration of $1.2 million, paid in cash.

These transactions met the criteria of a business combination under NZ IFRS 3 Business Combinations, and the balances recognised on acquisition of each are outlined below. Business acquisition costs of $0.1 million were expensed during the period and are disclosed as restructuring costs in the Statement of Comprehensive Income.

	Amano, Ortolana, The Store $000's	Distribution Centre $000's	Oji Sushi $000's	Total $000's
Purchase price	11,000	195	1,200	12,395
Less: settlement adjustments	(607)	(49)	111	(545)
Net consideration	10,393	146	1,311	11,850
Net consideration made up of the following:				
Cash paid	6,543	121	1,311	7,975
Value of shares issued	1,000	-	-	1,000
Deferred consideration	2,850	25	-	2,875
Total net consideration	10,393	146	1,311	11,850
Recognised assets acquired and liabilities assumed:				
Assets:				
Inventories	143	154	7	304
Property, plant and equipment	3,242	-	1,073	4,315
Right of use assets	9,125	242	929	10,296
Liabilities:				
Employee entitlements	(626)	(49)	(14)	(689)
Other liabilities	(233)	(11)	(189)	(433)
Borrowings	-	-	(1,130)	(1,130)
Lease liabilities	(9,125)	(242)	(929)	(10,296)
Total assets and liabilities	2,526	94	(253)	2,367
Goodwill recognised	7,867	52	1,564	9,483
Contribution to earnings (year to date)				
Revenue	12,339	1,228	685	14,252
Operating earnings (EBITDA)	2,149	(108)	(106)	1,935
Expected contribution to earnings (full period)				
Revenue	12,616	1,596	978	15,190
Operating earnings (EBITDA)	2,197	(140)	(151)	1,906

The distribution centre provides the supply of goods for primarily internal Group customers as well as a small number of external customers. The balances disclosed include both internal and external customers.

20. Subsequent Events

In April 2023, the Group signed an extension to the Bivacco lease with an expiry of November 2032. The extended term represents additional undiscounted lease payments of $2.5m over the extended life of the lease from 2027 to 2032.

Independent Auditor's Report

Building a better working world

Independent auditor's report to the shareholders of Savor Limited

Opinion

We have audited the financial statements of Savor Limited (the "Company") and its subsidiaries (together the "Group") on pages 24 to 41, which comprise the consolidated balance sheet of the Group as at 31 March 2023, and the consolidated statement of comprehensive income, consolidated statement of movements in equity and consolidated statement of cash flows for the year then ended of the Group, and the notes to the consolidated financial statements including a summary of significant accounting policies.

In our opinion, the consolidated financial statements on pages 24 to 41 present fairly, in all material respects, the consolidated financial position of the Group as at 31 March 2023 and its consolidated financial performance and cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

This report is made solely to the Company's shareholders, as a body. Our audit has been undertaken so that we might state to the Company's shareholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders, as a body, for our audit work, for this report, or for the opinions we have formed.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

We are independent of the Group in accordance with Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners (including International Independence Standards) (New Zealand)* issued by the New Zealand Auditing and Assurance Standards Board, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

Ernst & Young provides other assurance related services to the Group. Partners and employees of our firm may deal with the Group on normal terms within the ordinary course of trading activities of the business of the Group.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial statements* section of the audit report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Building a better working world

Goodwill Impairment

Why significant	How our audit addressed the key audit matter
The Group recorded goodwill of $25.1 million as at 31 March 2023. Given the nature of the Group's operations, each of its venues are determined to be a separate cash generating unit ("CGU"). Goodwill is allocated to each of these CGUs. To consider whether this goodwill is impaired, the recoverable amount of each CGU is determined each reporting period by reference to valuations prepared to assess their value-in-use using discounted cash flow models (DCF models). DCF models contain significant judgement and estimation in respect of future cash flow forecasts, discount rate and terminal growth rate assumptions. Changes in certain assumptions can lead to significant changes in the assessment of the recoverable amount and so the assessment of whether goodwill is impaired or not. Disclosures regarding the Group's key assumptions adopted and the sensitivity to reasonably possible changes in key assumptions which could result in impairment for certain CGUs are included in Note 2.1 of the financial statements.	In obtaining sufficient appropriate audit evidence, we: • Understood the Group's goodwill impairment assessment process. • Assessed the Group's determination of CGUs based on our understanding of the nature of the Group's venues. • Obtained the Group's DCF models and agreed the forecasts within them to the Board approved forecasts. • Assessed key inputs to the DCF models including revenue and EBITDA margin forecasts, which were compared to historic trading performance, discount rates and terminal growth rates. • Involved our valuation specialists to assess the Group's discount and terminal growth rates. Our valuation specialists were also involved in assessing the DCF models for valuation methodology, including the treatment of assumptions for capital expenditure, working capital, and terminal value. • Performed sensitivity analysis for CGUs to consider the potential impact of changes in assumptions. • Assessed whether consideration of the fair value less cost to sell would alter the impairment conclusion. • Considered the adequacy of the associated disclosures in the financial statements, including the disclosure related to the CGUs where the impairment assessment is sensitive to reasonably possible changes in assumptions.

Information other than the financial statements and auditor's report

The directors of the Company are responsible for the annual report, which includes information other than the consolidated financial statements and auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

If, based upon the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' responsibilities for the financial statements

The directors are responsible, on behalf of the entity, for the preparation and fair presentation of the consolidated financial statements in accordance with New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing on behalf of the entity the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (New Zealand) will always detect a material misstatement when it exists. 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 consolidated financial statements.

A further description of the auditor's responsibilities for the audit of the financial statements is located at the External Reporting Board's website: https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-1/. This description forms part of our auditor's report.

The engagement partner on the audit resulting in this independent auditor's report is Simon O'Connor.

Ernst + Young

Chartered Accountants
Auckland
25 May 2023

Management commentary
(no financial statements)

Shareholder and Statutory Information

Company Shares

The Company's ordinary shares are listed on the NZX Main Board equity security market operated by NZX Limited. On 31 March 2023 the Company had issued voting securities comprising 74,637,786 fully paid, quoted ordinary shares (NZX: SVR).

Twenty Largest Registered Shareholders

The following table shows the names and holdings of the 20 largest registered holdings of listed ordinary shares of the Company as at 31 March 2023:

Holder Details	Shares held	% Held
H & G Limited	11,775,253	15.78%
Forsyth Barr Custodians	8,840,032	11.84%
New Zealand Central Securities Depository Limited	5,350,789	7.17%
Paul Robinson	3,984,859	5.34%
Lucien Law	3,894,455	5.22%
JBWERE (NZ) Nominees Limited	3,496,860	4.69%
David Lyall Holdings Limited	3,000,000	4.02%
B & S Custodians Limited	2,672,745	3.58%
Philip Bowman	1,931,163	2.59%
David Poole & Warren Ladbrook & Gaylene Cadwallader	1,688,615	2.26%
Vinula Pty Limited	1,459,587	1.96%
New Zealand Depository Nominee Limited (Sharesies)	1,145,225	1.53%
Leveraged Equities Finance Limited	1,092,255	1.46%
Custodial Services Limited	883,822	1.18%
Vanessa Neal	862,068	1.16%
Waihinahina Capital Limited	841,667	1.13%
William Davidson	701,036	0.94%
Antonio Crisci & Vivienne Farnell & Toto Trustees Limited	603,610	0.81%
Justin Bade & Dorota Bade & Rca Trustees 2016 Limited	538,428	0.72%
David Lugton	519,658	0.70%
Pioneer Capital I Nominees Limited	454,698	0.74

Substantial Product Holders

This information is given as required by the Financial Markets Conduct Act 2013.

As at 31 March 2023, the Company had 74,637,786 quoted ordinary shares on issue (NZX code: SVR).

Substantial product Holder	Notes	Ordinary Shares held	Date of Notice	% Issued Capital
H&G Limited		9,020,173	21 July 2021	14.67%
Colin Neal		9,140,476	9 April 2021	14.87%
Paul Robinson	1	4,141,585	15 May 2020	6.74%
Lucien Law	2	4,896,331	16 June 2021	7.96%

Notes:

1 Includes shares held directly and by the El Pilar A1 and Ika-Roa Investment Trusts.

2 Includes shares held directly and by the El Pilar A1 and Ika-Roa Investment Trusts.

Spread of Shareholders at 31 March 2023

Range	Investors	Securities	Issued Capital %
1-1000	11	7,388	0.01
1001-5000	436	1,317,472	1.77
5001-10000	184	1,311,603	1.76
10001-50000	212	4,559,966	6.11
50001-100000	35	2,494,605	3.34
Greater than 100000	59	64,946,752	87.02

Statement of Directors' Relevant Interests

Directors held the following relevant interests in shares in the Company as at 31 March 2023:

Director	Shares
Paul Robinson	4,485,797
Lucien Law	4,395,393
Ryan Davis	1,119,445
Louise Alexander	231

Management commentary
(no financial statements)

Directors Remuneration and Other Benefits

The names of the directors of the Company who held office and the details of their remuneration and value of other benefits received for services to the Group for the year ended 31 March 2023 were:

Director	Director fee $	Executive remuneration $	Nature of remuneration	Notes
Paul Robinson	100,000	350,000	Director fees / Executive remuneration	
Lucien Law	60,000	400,000	Director fees / Executive remuneration	
Ryan Davis	10,000		Director fees	1
Louise Alexander	60,000		Director fees	

[1] Satisfied in shares issued to Waihinahina Capital Limited.

Entries recorded in the Interests Register

The following entries were recorded in the Interests Register of the Company during the year ended 31 March 2023.

Director	# of shares acquired	Nature of relevant interest	Consideration ($)	Date of acquisition
Ryan Davis	452,778	Voting shares	181,111	31/05/2022[1]

[1] Shares issued pursuant to a placement to companies associated with Ryan Davis, as disclosed on 31 May 2022.

Other Directorships and shareholdings

The following represents the interests of directors in other companies as at 31 March 2023 disclosed to the Company and entered in the Interests Register:

Lucien Law	Mizu Group Limited - Director MBP Hospitality Limited - Director BH Group Limited - Director
Paul Robinson	Mizu Group Limited - Director MBP Hospitality Limited - Director BH Group Limited – Director
Ryan Davis	Waihinahina Capital Limited – Director Waihinahina Limited – Director Greenmount Capital NZ Limited – Director Greenmount New Zealand Limited – Director
Louise Alexander	Bell Gully – Employee

Subsidiary Company Information

The persons listed below respectively held office as directors of Savor Limited's subsidiary companies as at 31 March 2023.

No employee of Savor appointed as a director of Savor Limited's subsidiaries receives or retains any remuneration or other benefits, as a director.

Company	Directors
Savor Group Limited	P Robinson, L Law, T Peat
Amano Group Limited	P Robinson, L Law, T Peat
Savor Goods Limited	P Robinson, L Law, T Peat
Savor Quick Service Limited	P Robinson, T Peat
The Red Claw Trading Company Limited	P Robinson, T Peat
Amano Britomart 1 Limited	P Robinson, L Law
Amano Britomart 2 Limited	P Robinson, L Law
Savor Italian 1 Limited	P Robinson, L Law
Savor Britomart Limited	P Robinson, L Law
Savor Japanese 1 Limited	P Robinson, L Law
Savor Japanese 2 Limited	P Robinson, L Law

Indemnity and Insurance

The Company entered an indemnity in favour of its directors under a deed dated 10 October 2012. The Company has insured all its directors against liabilities and costs in accordance with section 162(5) of the Companies Act 1993.

Employee's Remuneration

During the period, the number of employees, not being directors of the Company, who received remuneration and the value of other benefits exceeding NZ$100,000 was as follows:

Remuneration range $NZ '000	Number of employees
120-130	1
130-140	1
150-160	1
200-210	1

Audit Fees

The amount of audit fees payable to EY during the period ending 31 March 2023 is set out in the notes to the financial statements. During the period ended 31 March 2023, EY did not provide any non-audit services to the Group.

Donations

The Group made no donations during the year ended 31 March 2023.

Management commentary
(no financial statements)

Management commentary
(no financial statements)

Corporate Directory

Directors

Paul Robinson
Executive Chair

Lucien Law
Executive Director & CEO

Ryan Davis
Independent Director

Louise Alexander
Independent Director

Financial Calendar

Interim results announced: November

End of financial year: 31 March

Annual Report published: May

Registered Office and address for service

Level 4, Seafarers Building, 114 Quay Street, Auckland, 1010, New Zealand

contact@savor.co.nz

Auditor

EY

Banker

Kiwibank

Lawyers

Chapman Tripp

Company Publications

The Company informs investors of the Group's business and operations by publishing an Annual Report and regular trading updates.

Share register and shareholder enquiries

Shareholders with enquiries about transactions or changes of address should contact the share register.

Link Market Services Limited

Level 30, PwC Tower, 15 Customs Street West, Auckland, PO Box 91976, Auckland 1142

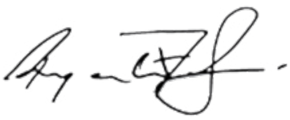
Phone: +64 9 375 5998
Fax: +64 9 375 5990

Other questions should be directed to the Company at the registered address.

NZX Quotation

The Company's shares trade on the NZX Main Board financial products market operated by NZX Limited under the code **SVR**.

Signed for and on behalf of the Board by:



Paul Robinson
Executive Chair

Ryan Davis
Director

25 May 2023

Management commentary
(no financial statements)

savor
group

New Zealand's premier hospitality group

Management commentary
(no financial statements)