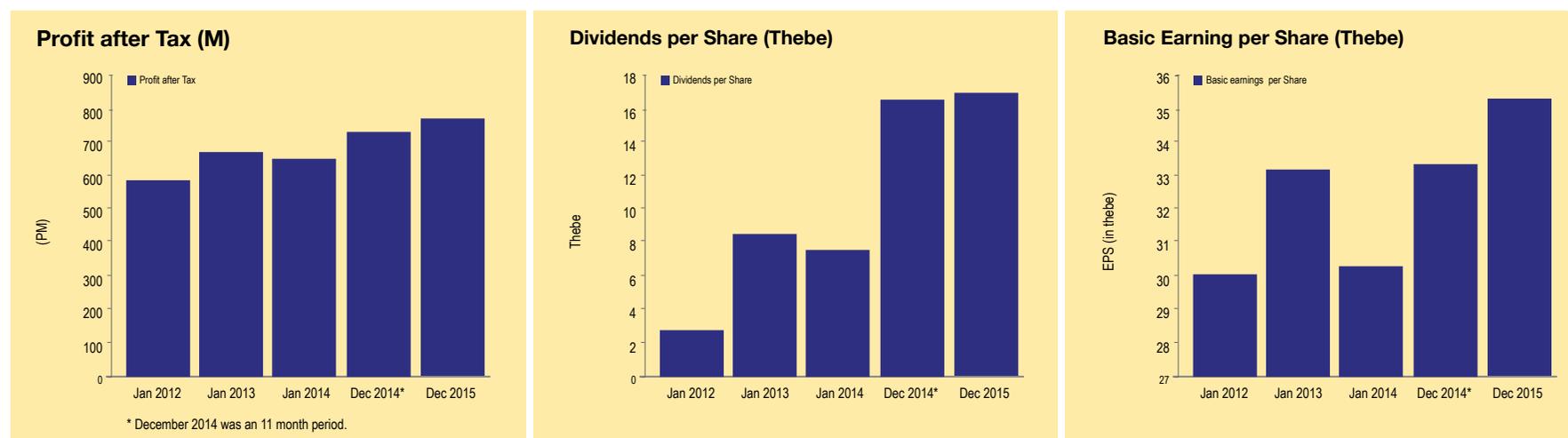


The Board of Directors of Letshego Holdings Limited (“the Group”) is pleased to present an extract of the reviewed consolidated results for the year ended 31 December 2015.

## HIGHLIGHTS

Gross advances **14%** Profit before Tax **+P1 BN** Total revenue **+P2 BN** Total dividend per Share **17t**



## CONTINUED PROGRESS ON DELIVERY OF THE STRATEGIC AGENDA

2015 has been another year of growth for Letshego and profit before tax exceeded P1 billion for the first time. The Group continues to deliver on its strategic agenda towards creating a leading African financial services group, with a focus on financial inclusion.

### GOOD GROWTH, PERFORMANCE AND RETURNS

- ▶ Total revenues exceeded P2 billion
- ▶ Profit before tax exceeded P1 billion with underlying profitability up 5%\*(excluding foreign exchange differences)
- ▶ Interest income rose 10%\* to P1.7 billion
- ▶ Fee, commission and other income increased by 14%\* to P257 million
- ▶ Cost to income ratio was contained at 29%
- ▶ Conservative risk management limited impairments to 2.3% of the gross book
- ▶ Debt to equity ratio of 66% achieved up from 47% in the preceding period
- ▶ Return on equity was 19%
- ▶ Return on assets was 10%
- ▶ Earnings per share of 35.2 thebe per share

\*percentages have been annualised where applicable since the prior accounting period was for the eleven months to 31st December 2014.

The results were driven by continued growth in operational performance across the business:

- ▶ Total borrowing customers grew by 13% to 300,000
- ▶ Customers were serviced through 268 customer access points, an increase of 8% on 2014
- ▶ Gross advances grew by 14% to P6.5 billion (or 18% in underlying currency terms)
- ▶ P2.37 billion was disbursed in new loans
- ▶ The Group employed 1,592 full time staff as of 31 December 2015, supplemented by an additional 775 commission-based sales agents
- ▶ Customer deposits increased to P154 million representing over 100,000 customers

### KEY HIGHLIGHTS OF DELIVERY OF THE STRATEGIC AGENDA

**Diversification:** Letshego continues to diversify in terms of geographic, customer and product mix as well as through introducing new capabilities. In the period we expanded our business through acquisitions in Tanzania (November 2015) and Nigeria (December 2015). In our existing markets growth was continued; in our home market of Botswana, despite strong competition we increased loans and advances to customers by 7% to P2.2 billion, while Kenya's smaller and more diversified portfolio increased by 110% to P400 million. A number of new products were launched including agriculture supply chain financing, asset financing and micro insurance, as well as enhancements to existing products. Diversification will continue into 2016.

**Embracing financial inclusion:** this is the cornerstone of Letshego's strategic agenda. In December 2015, Letshego was confirmed as an Alliance for Financial Inclusion (AFI) private partner, making Letshego AFI's first Africa-

focused private partner. AFI is a global network of financial policymakers from over 100 developing and emerging countries, covering the majority of Letshego's footprint – the AFI partnership status is important for the Group's sustainability objectives, and will enable accelerated dialogue with regulators sharing a common focus on creating policies conducive to financial inclusion. Also, we continue to seek deposit-taking licences to facilitate our financial inclusion agenda - this includes providing money transfer, bill payment and remittance services, as well as facilitating borrowings for micro and small enterprises for their productive needs. Access will be provided via third party agents and mobile telephony – this approach for enhanced customer experience has already commenced in Kenya, Tanzania, Rwanda and most recently Nigeria.

### Delivering simple, appropriate and affordable solutions:

continued investment in people and systems has strengthened our operating platform, with Letshego Mozambique now live (in 2016) with USSD mobile banking. Additional customer solutions in partnership with a local mobile operator in Mozambique are planned for 2016, with similar initiatives being progressed in other deposit-taking countries. The enhancement of existing products to ensure continued market relevance continues while for micro and small enterprises, agriculture, health and education solutions have been piloted in East Africa.

### Providing Access, Anytime Anywhere:

enhancements to customer access points continue across the Letshego footprint. The use of mobile money is well established in Kenya and, following this, similar initiatives will be explored in other geographies with suitable environments. New developments include the securing of a dedicated Letshego short code number in Mozambique, Namibia, and Rwanda plus registration of Faidika's customer access points (105) in Tanzania as agencies for the newly acquired Advans Bank Tanzania.

### ANALYSIS OF THE RESULTS FOR THE PERIOD

This year's results show good fundamental growth in an environment of depreciating exchange rates against the Pula for most of the markets Letshego operates in. Excluding a foreign exchange loss for the year of P75.6 million, profit before tax was P1.1 billion, a 5% increase on the prior period.

Letshego saw a 14% rise in loans and advances (11% excluding Nigerian and Tanzanian acquisitions). In local currency terms this was 18%. Overall portfolio yields were maintained in competitive market conditions.

The Group continues to invest in human capital and infrastructure in support of its strategic growth agenda. Total expenses increased by 8%, comprising a 12% increase in staff costs and 18% additional operating costs associated with building sustainable competitive capabilities. Full time employee numbers grew by 81% (1,592 in 2015 vs. 879 in 2014) and customer access point numbers grew by 8% (268 in 2015 vs. 248 in 2014). Growth in full time employee numbers excluding the new acquisitions was 22% for full time employees while customer access points remained unchanged.

At the same time, the Group maintained a competitive cost to income ratio of 29%.

A key part of the Group's strategy is to continue to diversify funding sources - in December 2015 Letshego refinanced R475 million of maturing bonds and raised an additional R180 million. Total ZAR bond issuance including commercial paper now stands at ZAR980 million. In addition, the Group concluded various other refinancing and introduced new, predominantly Pula, funding lines, which, on a blended basis, reduced the annual cost of borrowing to 10.5% from 11.3%\* in 2014. As a result debt to equity levels increased to 66%; this is in line with the strategic objective to optimise the Group's balance sheet. The Group's Ba3 Moody's credit rating remained unchanged during the year.

The foreign exchange losses incurred during the year principally relate to the weakening of the South African Rand, Namibian Dollar and the Mozambique Metical against the Botswana Pula. While these currencies have recovered slightly in early 2016, we expect to close the Metical position in Q1 of 2016 and the Rand position in Q2 of 2016. This is expected to be achieved via a combination of the introduction of new local currency funding, rebalancing of existing inter group lending portfolios and the introduction of hedging arrangements.

Return on equity (19%) and return on assets (10%) remain at short term targeted levels.

### OPERATIONAL PROGRESS

There are now four businesses within the Group with deposit taking licences: two from acquisitions in Nigeria and Tanzania as well as those established in Mozambique and Rwanda. Conversion of the provisional licence in Namibia is subject to satisfactory finalisation of certain conditions set by Bank of Namibia and is expected by mid-2016; the evaluation of opportunities for licencing in other countries continues. While it is expected that deposit taking will, over time, lower the Group's overall cost of funding, in the short to medium term, the benefits will lie in being able to access our customer's transactional accounts and thereby offer them a broader based set of financial service solutions.

In May 2015 the Group received shareholder approval for a share buyback. As a result of the acquisitions in Nigeria and Tanzania the company was restricted from implementing the buyback due to being in closed periods whilst the acquisitions were taking place. The Group will continue to assess the viability of this aspect of its balance sheet management process and is subject, in the main, to sufficient funding being available.

Impairments increased 39% in absolute terms. However, on a total cost of risk percentage basis, the 2015 measure of 2.3% is aligned with the Group's appetite of between 1% and 3%. This underlines the Group's continued focus on maintaining high levels of credit quality.

## COMMENTARY (continued)

### GEOGRAPHIC EXPANSION

Two acquisitions were completed during the period: Advans Bank in Tanzania and FBN Microfinance Bank in Nigeria.

### ACQUISITION - TANZANIA

As disclosed on 10 November 2015, Letshego has become a 75% shareholder of deposit taking commercial bank, Advans Bank Tanzania, specialising in micro finance. The acquisition was effected through a subscription for new shares.

The acquisition of Advans Tanzania adds further savings, payments, and MSE borrowing, capability to its footprint, in line with its strategy to embrace financial inclusion and to diversify its customer and revenue mix.

Letshego already serves over 44,000 Tanzanians and covers over 95% of Government districts, through its credit institution, Faidika. The combination of Advans Bank Tanzania with Letshego's existing business Faidika will position Letshego to be one of the leading financial services organisations in Tanzania over time.

### ACQUISITION - NIGERIA

In December 2015 Letshego announced its acquisition of FBN Microfinance Bank, a deposit taking micro finance bank specialising in financing of MSEs in Nigeria. The transaction was closed on 31 December 2015 and provides Letshego with a national micro finance license that includes deposit taking. With over 80,000 depositors and approximately 10,000 MSE borrowing customers, the bank's operations are directly aligned to Letshego's financial inclusion agenda and provide a strong platform from which to grow our business in Nigeria – despite current market stresses from low oil prices and a weakened Naira, growth prospects in the low-to-middle income customer and MSE segments have significant upside potential.

### EXIT - SOUTH SUDAN

As previously communicated to Shareholders, the Board decided to exit its investment in South Sudan. This was concluded during March 2015 through sale to a European based developmental financial institution as a going concern.

### BOARD OF DIRECTORS

Dr Gloria Somolekae was appointed to the Board during January 2016 as a new independent Non-Executive Director (NED). This brings the total number of Directors to ten, of which six are independent NEDs.

### CHANGE OF YEAR-END AND COMPARATIVE FIGURES

Letshego changed its year-end from 31 January to 31 December during 2014. Therefore the full year period is for the 12 months ended 31 December 2015 and the comparatives are for the 11 month period ended 31 December 2014. Annualised percentages and changes are provided where appropriate and, also, certain comparative figures have been restated to align with new classifications.

### AUDITORS' REVIEW

The condensed annual financial statements from which the financial information set out in this announcement has been extracted, has been reviewed but not audited by PricewaterhouseCoopers, the Letshego Group's external auditors. Their unqualified review report is available for inspection at the Group's registered office.

### PROSPECTS

Letshego continues to drive its financial inclusion strategy and strengthen its operations through investment in technology and people as well as through strategic partnerships. The Board of Directors is confident that the Group is well positioned to benefit from the growing markets in which it is active and views inorganic expansion via acquisitions as important to the acceleration of Letshego's strategy. As such it will continue to seek and review options for the Group to pursue.

### DIVIDEND NOTICE

Notice is hereby given that the Board has declared a final dividend of 8 thebe per share for the year ending 31 December 2015. In terms of the Botswana Income Tax Act (Cap50:01) as amended, withholding tax at the rate of 7.5% or any other currently enacted tax rate will be deducted from the final gross dividend for the year ended 31 December 2015.

Important dates pertaining to this dividend are:

- ▶ Declaration date, 24 February 2016
  - ▶ Last date to register, 25 March 2016
  - ▶ Dividend payment date on or about, 8 April 2016
- For and on behalf of the Board of Directors:



J A Burbidge  
Chairman



A C M Low  
Managing Director

GABORONE, Wednesday, 24 February 2016

## RATIOS

	31 Dec 2015 (Reviewed)	31 Dec 2014 (Audited)
Return on average assets (%)	10%	14%
Return on average equity (%)	19%	21%
Cost to income ratio (%)	29%	29%
Debt to equity ratio (%)	66%	47%

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	At 31 Dec 2015 (Reviewed) P'000	At 31 Dec 2014 (Audited) P'000	Change %
<b>ASSETS</b>			
Cash and cash equivalents	1 526,290	320,544	
Advances to customers	2 6,311,678	5,686,796	11
Other receivables	3 220,688	151,103	
Property, plant and equipment	4 76,030	51,762	
Intangible assets	5 61,312	45,592	
Goodwill	6 170,868	55,250	
Income tax receivable	27,570	11,178	
Deferred tax assets	68,000	25,866	
<b>Total assets</b>	<b>7,462,436</b>	<b>6,348,091</b>	<b>18</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
Customer deposits	7 154,495	3,995	
Deposits from banks	8 77,364	-	
Cash collateral	9 44,667	41,692	
Trade and other payables	10 175,493	209,521	
Income tax payable	57,973	60,406	
Deferred tax liabilities	2,006	-	
Borrowings	11 2,768,412	1,937,844	43
<b>Total liabilities</b>	<b>3,280,410</b>	<b>2,253,458</b>	
<b>Shareholders' equity</b>			
Stated capital	12 989,487	975,510	
Foreign currency translation reserve	(254,293)	(2,189)	
Legal reserve	22,178	5,108	
Share based payment reserve	19,705	21,246	
Retained earnings	3,256,158	2,940,521	
<b>Total equity attributable to equity holders of the parent company</b>	<b>4,033,235</b>	<b>3,940,196</b>	
Non-controlling interests	148,791	154,437	
<b>Total shareholders' equity</b>	<b>4,182,026</b>	<b>4,094,633</b>	
<b>Total liabilities and equity</b>	<b>7,462,436</b>	<b>6,348,091</b>	<b>18</b>

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	12 months ended 31 Dec 2015 (Reviewed) P'000	11 months ended 31 Dec 2014 (Audited) P'000	Annualised Change %
<b>Interest income</b>	13 1,753,556	1,454,907	10
<b>Interest expense</b>	14 (326,694)	(167,582)	79
<b>Net interest income</b>	<b>1,426,862</b>	<b>1,287,325</b>	<b>2</b>
Fee and commission income	28,699	23,137	14
Other operating income	15 229,390	183,684	14
<b>Operating income</b>	<b>1,684,951</b>	<b>1,494,146</b>	<b>3</b>
Employee costs	16 (212,487)	(207,034)	(6)
Other operating expenses	17 (297,106)	(225,500)	21
<b>Net income before impairment and taxation</b>	<b>1,175,358</b>	<b>1,061,612</b>	<b>1</b>
Impairment of advances	18 (138,864)	(91,480)	39
<b>Profit before taxation</b>	<b>1,036,494</b>	<b>970,132</b>	<b>(2)</b>
Taxation	(268,788)	(248,280)	
<b>Profit for the period</b>	<b>767,706</b>	<b>721,852</b>	<b>(3)</b>
<b>Attributable to :</b>			
Equity holders of the parent company	708,282	674,915	
Non-controlling interests	59,424	46,937	
<b>Profit for the period</b>	<b>767,706</b>	<b>721,852</b>	<b>(3)</b>
<b>Other comprehensive income, net of tax</b>			
<b>Items that may be subsequently reclassified to profit or loss:</b>			
Foreign currency translation differences arising from foreign operations	(283,157)	106,304	
<b>Total comprehensive income for the period</b>	<b>484,549</b>	<b>828,156</b>	
<b>Attributable to :</b>			
Equity holders of the parent company	456,821	767,552	
Non-controlling interests	27,728	60,604	
<b>Total comprehensive income for the period</b>	<b>484,549</b>	<b>828,156</b>	
Weighted average number of shares in issue during the period (millions)	2,184	2,174	
Dilution effect - number of shares (millions)	31	32	
Number of shares in issue at the end of the period (millions)	2,185	2,176	
Basic earnings per share (thebe)	35.2	33.2	(3)
Fully diluted earnings per share (thebe)	34.7	32.8	

NOTE: The diluted EPS has been calculated based on shares that may vest in terms of the Group's long term staff incentive scheme.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	Stated capital P'000	Retained earnings P'000	Shared based payments reserve P'000	Foreign currency translation reserve P'000	Legal reserve P'000	Non-controlling interest P'000	Total P'000
Balance at 1 February 2014	959,554	2,522,666	17,470	(94,826)	2,696	96,707	3,504,267
<b>Total comprehensive income for the period</b>							
Profit for the period	-	674,915	-	-	-	46,937	721,852
<i>Other comprehensive income, net of income tax</i>							
Foreign currency translation reserve	-	-	-	92,637	-	13,667	106,304
<b>Transactions with owners, recorded directly in equity</b>							
Allocation to share based payment reserve	-	-	19,732	-	-	-	19,732
Allocated to legal reserve	-	(2,412)	-	-	2,412	-	-
New shares issued from long term incentive scheme	15,956	-	(15,956)	-	-	-	-
Dividend paid by subsidiary to minority interests	-	-	-	-	-	(2,874)	(2,874)
Dividends paid to equity holders	-	(254,648)	-	-	-	-	(254,648)
<b>Balance at 31 December 2014</b>	<b>975,510</b>	<b>2,940,521</b>	<b>21,246</b>	<b>(2,189)</b>	<b>5,108</b>	<b>154,437</b>	<b>4,094,633</b>
<b>Total comprehensive income for the period</b>							
Profit for the year	-	708,282	-	-	-	59,424	767,706
<i>Other comprehensive income, net of income tax</i>							
Foreign currency translation reserve	-	-	-	(251,461)	-	(31,696)	(283,157)
<b>Transactions with owners, recorded directly in equity</b>							
Disposal of Financial South Sudan (Pty) Ltd	-	-	-	(643)	-	(34)	(677)
Allocation of Advans Bank Tanzania Limited's net assets to NCI at acquisition	-	-	-	-	-	20,930	20,930
Acquisition of Non-controlling interest - Letshego Tanzania Limited	-	(5,125)	-	-	-	(47,553)	(52,678)
Allocation to share based payment reserve	-	-	12,436	-	-	-	12,436
Allocated to legal reserve	-	(17,070)	-	-	17,070	-	-
New shares issued from long term incentive scheme	13,977	-	(13,977)	-	-	-	-
Dividend paid by subsidiary to minority interests	-	-	-	-	-	(6,717)	(6,717)
Dividends paid to equity holders	-	(370,450)	-	-	-	-	(370,450)
<b>Balance at 31 December 2015</b>	<b>989,487</b>	<b>3,256,158</b>	<b>19,705</b>	<b>(254,293)</b>	<b>22,178</b>	<b>148,791</b>	<b>4,182,026</b>

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**

	Note	12 months ended 31 Dec 2015 (Reviewed) P'000	11 months ended 31 Dec 2014 (Audited) P'000
<b>Operating activities</b>			
Profit before taxation		1,036,494	970,132
Add : Amortisation and depreciation		21,806	13,392
: Impairment of advances		138,864	47,215
Movement in working capital and other changes		(999,548)	(1,155,677)
Cash generated from / (utilised in) operations		197,616	(124,938)
Taxation paid		(322,156)	(256,817)
Net cash utilised in operating activities		(124,540)	(381,755)
<b>Investing activities</b>			
Payment for acquisition of / investment in subsidiaries		(265,008)	-
Net cash acquired from acquisitions		178,315	-
Other investing activities		(31,292)	(45,447)
Net cash flows used in investing activities		(117,985)	(45,447)
<b>Financing activities</b>			
Dividends paid to equity holders and subsidiary minorities		(377,167)	(257,522)
Net receipts on borrowings		857,385	687,973
Net cash generated from financing activities		480,218	430,451
Net movement in cash and cash equivalents		237,693	3,249
Cash and cash equivalents at the beginning of the period		320,544	310,525
Effect of exchange rate changes on cash and cash equivalents		(31,947)	6,770
<b>Cash and cash equivalents at the end of the period</b>	<b>1</b>	<b>526,290</b>	<b>320,544</b>

In the prior period, the Group presented the effect of exchange rate changes on cash and cash equivalent amounting to P 6.77 million under operating cashflows. This has now been reclassified as part of the reconciliation of cash and cash equivalent movement.

**SEGMENTAL REPORTING**

Regional geographical segments	Southern Africa*		East and West Africa**		Elimination		Group	
	31 Dec 2015 P'000	31 Dec 2014 P'000						
Operating income	1,463,445	1,167,901	394,249	367,977	(172,743)	(41,732)	1,684,951	1,494,146
<b>Segment profit before tax (before management and guarantee fees)</b>	<b>863,618</b>	<b>794,555</b>	<b>172,876</b>	<b>175,577</b>	-	-	<b>1,036,494</b>	<b>970,132</b>
Taxation - consolidated							(268,788)	(248,280)
<b>Profit for the period - consolidated</b>							<b>767,706</b>	<b>721,852</b>
Gross advances to customers	5,131,376	4,874,919	1,432,018	887,239	-	-	6,563,394	5,762,158
Impairment provisions	(132,968)	(48,919)	(118,748)	(26,443)	-	-	(251,716)	(75,362)
<b>Net advances</b>	<b>4,998,408</b>	<b>4,826,000</b>	<b>1,313,270</b>	<b>860,797</b>	-	-	<b>6,311,678</b>	<b>5,686,796</b>
Borrowings	2,227,162	1,568,507	651,803	411,552	(110,553)	(42,215)	2,768,412	1,937,844

\* Southern Africa includes: Botswana, Lesotho, Mozambique, Namibia and Swaziland.

\*\* East and West Africa includes : Kenya, Nigeria, Rwanda, Tanzania, Uganda and South Sudan (South Sudan was disposed in March 2015).

In the previous year elimination of operating revenue and borrowings amounting to P 41.7 million and P 42.2 million respectively was netted off in the Segments and these have been reclassified to the elimination columns.

