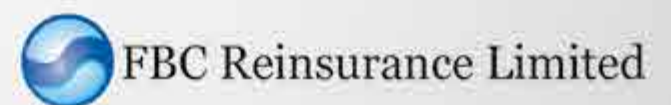




AUDITED FINANCIAL RESULTS

FOR THE YEAR ENDED 31 DECEMBER 2016



Group Chairman's Statement

Financial Highlights

- Group profit before income tax up 20% to US\$25.7 million.
- Group profit after tax up 21% to US\$21.9 million.
- Cost to income ratio improved to 72% from 74%.
- Basic earnings per share up 25% to 3.40 US cents.
- Net asset value per share up 21% to 19.2 US cents.
- Final dividend proposed US\$2 million, bringing total dividend to US\$3.5 million.
- Group statement of financial position up 24% to US\$610.1 million.
- Group total equity up 18% to US\$123.4 million.

Financial Performance Review

It is with great pleasure that I present to you, our valued stakeholders the 2016 full year financial performance for FBC Holdings Limited. It is particularly emboldening to note that despite the ever challenging economic environment, our diversified business model has remained resilient and able to deliver yet another strong performance across all subsidiaries.

Group profit after tax increased by 21% to US\$21.9 million compared to US\$18.1 million for the prior year, on the back of a 14% improvement in the Group's total income. Total income increased to US\$93 million from US\$81.9 million, underpinned by a 22% increase in net interest income from US\$36.6 million to US\$44.8 million and a net fee and commission income growth of 24% from US\$20.9 million to US\$25.9 million. The aforementioned revenue lines benefitted from an improvement in net interest margins and increased transaction volumes due to widespread adoption and use of e-commerce driven platforms.

Gross profit on property sales remained static at \$1million, despite an increase in gross property sales by 4% as the improvement was counterweighed by increased construction costs. The Group is continuously re-examining its housing stock delivery model with the objective of making the houses more affordable in order to stimulate demand, whilst improving the overall quality of our products. Our housing development projects continue to be a major feeder of a high quality mortgage loan book, further enhancing the quality of revenues.

Our insurance businesses recorded a decline in both gross premium written and net earned insurance premium of 8% to US\$32.7 million and 15% to US\$18.8 million respectively. This was primarily due to a combination of depressed insurable market values and rate under-cutting by the market in an attempt to stay afloat in a constrained economic environment. The Group is venturing into micro insurance as part of financial inclusion strategy to stimulate growth in insurance businesses, with a number of initiatives already underway that are expected to bear fruit in the medium term.

The Group's cost to income ratio outturn improved to 72% from 74% on the back of improved total income, counteracted by increased costs associated with essential expansionary investments in various areas covering technology, regulatory and correspondent banking compliance, electronic and digital banking infrastructure and delivery channels. The Group will continue to focus on cost containment whilst at the same time maintaining prioritisation for essential expansion for revenue growth and compliance.

In recognition of the ever increasing credit risk in the macro-economic environment, the Group's impairment allowance was recorded at US\$7.9 million against US\$3.3 million reported in the prior year. The Group has been writing off non-performing loans and pursuing recovery off balance sheet.

As at 31 December 2016, the Group's statement of financial position was 24% stronger at US\$610.1 million from US\$490.6 million as at the end of last year. Growth was on the back of a 26% increase in total deposits and borrowings due in part to higher cash retention levels currently prevailing within the banking sector and the positive impact of the FBC brand in the market space.

The 2016 Group performance resulted in an 18% increase in total shareholders' funds reported at US\$123.4 million as at 31 December 2016 from US\$104.6 million as at 31 December 2015. This translated to a year-end tangible net asset value of 19.2 US cents per ordinary share, up 21% from 15.84 US cents last year. The Group's return on equity in 2016 improved to 17.7% from 17.2% in 2015.

Capital Growth Strategy

I am pleased to advise that all the FBC Holdings Limited subsidiaries were in full compliance with their regulatory minimum capital requirements and had the following total equity:

- FBC Bank Limited: US\$65.1 million compared to the regulatory minimum of US\$25 million.
- FBC Building Society: US\$41.3 million compared to the regulatory minimum of US\$20 million.
- FBC Reinsurance Limited: US\$13.0 million compared to the regulatory minimum of US\$1.5 million.
- Eagle Insurance Company Limited: US\$6.5 million compared to the regulatory minimum of US\$1.5 million.
- FBC Securities (Private) Limited: US\$622 937 compared to the regulatory minimum of US\$150 000.
- MicroPlan Financial Services (Private) Limited: US\$7.0 million compared to the regulatory minimum of US\$25 000.

The Bank is well ahead of its capital growth plan that was presented to, and is being monitored by the Reserve Bank of Zimbabwe. The Group is confident that FBC Bank will have a capital level of at least US\$100 million by 2020. FBC Building Society has already achieved full compliance with its 2020 regulatory minimum capital requirement of US\$25 million.

Operating Environment

The country's economy has continued to show signs of weakness, principally on account of low domestic production across key sectors. Consequently growth projections have been revised downwards to 0.6% in 2016 with a minimal upside of 1.7% expected in 2017. The economy remains vulnerable to endogenous and exogenous shocks and this has translated into demand shifts within the Group's product portfolio mix. The country's trade balances remain skewed in favour of imports, as local industries have struggled to scale up capacity utilisation due to multiple challenges. The prospects of the economy rest on the ability of the country to attract new capital, improving the ease of doing business and in general, improving investor confidence through consistent policy formulation and implementation. The Group is hopeful that the proposed clearance of the country's debt arrears, when concluded, will result in an improvement in the country's risk profile which will translate into reduced costs of borrowing on foreign credit lines available to the financial sector.

Financial Services Sector

The Banking sector has continued to exhibit resilience despite the multiple challenges facing the industry. Various initiatives by banking institutions, guided by the Reserve Bank, have contributed significantly to the stability of the banking sector. However, nostro funding challenges and cash queues continue to work against the confidence building process by stakeholders. The prevailing cash shortages and nostro funding challenges, have adversely affected the reputation and growth prospects of the industry. The introduction of the Bond Notes, however, has positively changed the dynamics of cash demand and supply in the country. Use of plastic money and the aggressive marketing of the same by the industry has contributed positively to the reduction in cash demand.

The Insurance Sector

The insurance services industry has not been spared as the economic fortunes of the country continue to decline. Consumption of insurance products remains weak as households and businesses re-align expenditure. The industry has been driving the consumption of micro insurance products in an effort to reduce insurance costs and promote demand.

The Stock Market

Notwithstanding a challenging economic environment that would affect securities values negatively, the Zimbabwe Stock Exchange's (ZSE) industrial index witnessed a 25.8% surge during the year 2016, though turnover was low. The rise was mainly as a result of investors seeking to hedge their positions in shares whose re-pricing is believed to match changes in the economic fundamentals.

Share Price Performance

During the year, the FBCH counter traded between a low of 6 US cents and a high of 8.02 US cents, with a total of 40.9 million FBCH shares exchanging hands during the year, at a volume weighted average price of 6.4 US cents. There were no changes in the number of issued shares in the company and the company remained compliant with all the listings rules of the ZSE.

Despite closing the year at a ZSE trading price of 8 US cents, which was 14.3% higher than its opening year price of 7 US cents, the FBCH share remains significantly undervalued on the ZSE. The FBCH share is trading at a 58% discount to its net asset value of 19.2 US cents, which in turn had increased by 21%, from 15.84 US cents recorded in the prior year.

Sustainability Reporting

The Group has set a vision to achieve, in the coming years, international best practices in sustainability reporting, by adopting the Global Reporting Initiatives (GRI) guidelines as a framework. FBC Holdings believes that by identifying, measuring and being accountable to its stakeholders through sustainability reporting (Economic, Environmental and Social Governance), it will enhance business prospects for the future. Whilst the provisions of sustainability reporting had already been embraced by the Group through the Reserve Bank of Zimbabwe reporting guidelines, the Group has resolved to undertake the International Best Reporting Standards framework going forward.

Whilst much groundwork still needs to be done to fulfill the Group's overall intent, the 2017 Financial reporting period will bring into greater focus the agenda and substantive programme that the Group will pursue.

Corporate Social Responsibility

In 2016, the Group continued to broaden its corporate social responsibility strategy, with a social investment footprint which is aligned to good corporate governance practice covering education, community share ownership schemes, health and the arts. The Group believes in alleviating social challenges by giving back to the community.

Marketing and Public Relations

The Group's focused and sustained marketing programmes continue to pay off in positioning the FBC brand in the market. The brand's market appeal is positive. In this regard the FBC brand, through FBC Bank has been recognised by the Institute of Chartered Secretaries and Administration (ICSAZ) Excellence in Corporate Governance Awards through the following awards:

1. Best Banking Internal Audit Disclosure Award (2nd Position)
2. Best Banking Risk Management Practice (2nd Position)

The Bank was also in the top 5 ranking in the Banks and Banking Survey for 2016.

Financial Inclusion

The FBC Group is making a concerted effort to ensure accessibility to financial services across the country, particularly to the unbanked and under-banked through the use of technology. The mobile channels have provided an opportunity to avail services across different financial services; transactional, credit and micro-insurance. An agent banking unit has been set up to drive growth in the previously marginalised segments, riding on the bank's extensive merchant point-of-sale presence across the country as well as through anchor agents whose combined service outlets were numbering over 400. The Bank has also set up a fully-fledged Small and Medium Enterprises Banking unit which will focus on the growth of micro, small and medium-sized businesses, a key sector to Zimbabwe's economic recovery. Products focusing on women, youths and other special groups will be explored to ensure that specific needs are met.

e-Commerce

e-Commerce is at the centre of the transformation of banking and financial services the world over and FBC is no exception. In 2016, FBC Holdings made significant investments in new IT infrastructure, which has resulted in an improved processing capacity and efficiency for the Group's banking subsidiaries. In addition to the MasterCard offering, FBC Bank recently launched the VISA Acquiring platform. This has enabled the Bank to now accept all major international credit and debit cards for the convenience of transacting customers and visitors to Zimbabwe. The availability of the three major card acquiring platforms was timely as it coincided with the acute cash shortages in the second half of 2016, providing customers with convenient alternatives. Overall, the Group had deployed approximately 3000 point-of-sale devices across the country as at 31 December 2016. This figure is set to increase considerably in the coming year.

In other subsidiaries, the Group commissioned new operating systems that have improved efficiency whilst improving the customer experience. FBC Reinsurance recently acquired a Life module under the current system, automating FBC Reinsurance Life and Health business in the process.

As the Group continues its expansion into the electronic arena, new opportunities bring in new operational and strategic risks. As such, a variety of initiatives based on leading Information Security practices, are underway to manage the various risks that come with the opening of various e- channels. Banking subsidiaries are expected to be compliant with the Plastic Card International Data Security Standards (PCIDSS) in 2017. The banking subsidiaries are looking forward to the market wide implementation of the chip and PIN (EMV) standard on all local cards, having successfully implemented the same on MasterCard and VISA in 2015. The Group continues to advocate and support initiatives aimed towards ensuring seamless integration of the various payment platforms and solutions in Zimbabwe's ecosystem for the benefit of the customer.

Compliance

The Group continued to place great importance on compliance and as such no material compliance deficiencies were recorded in 2016. Significant resources were directed at automating key compliance processes, including the acquisition and implementation of screening and transaction monitoring software. The Group remains alert to the ever evolving regulatory environment and international best practice in order to maintain this high standard.

Dividend

On behalf of the Board of Directors, I am pleased to advise shareholders that a final dividend of 0.2976 US cents per share was proposed. This makes a total dividend of 0.52026 US cents per share, together with the interim dividend of 0.2235 US cents per share which was paid in September 2016. The total dividend paid for the year 2016 amounts to US\$3.5 million, an increase of 75% compared to 2015.

Outlook

Current market conditions are inevitably more focused on liquidity and economic sustainability issues. Going forward, the Group is armed with a clear strategy whose implementation plan is already underway across all subsidiaries. Supported by balance sheet strength and a well-diversified business model, FBCH is well positioned to continue generating favourable returns and enhancing shareholder wealth.

A zero tolerance approach towards non-compliance remains of pertinence to the Group supported by the investment initiatives undertaken in 2016. An e-commerce driven culture has been embedded into the Group's value system and continues to be a gateway towards the fulfilment of its Financial Inclusion goals.

Appreciation

I wish to express my appreciation to our various stakeholders, strategic partners, clients and regulatory authorities for their steadfast support and commitment to the cause and calling of the FBCH Brand.

I am also grateful to the non-executive directors of FBCH, Group Chief Executive-John Mushayavanhu and the entire FBC Team for working tirelessly to achieve yet another strong set of results for 2016.



Herbert Nkala
Group Chairman

21 March 2017

Group Chief Executive's Report

It is with great pleasure that I once again present to you the audited financial results for FBC Holdings for the 12 month period ending 31 December 2016. While the operating environment has had its fair share of constraints, the Group has continued to leverage off its diverse business model by recording yet another successful trading year, producing a positive performance and preserving the interests of our stakeholders.

Group Performance

The Group was able to respond effectively to the dynamics in the operating environment during the year 2016. Despite the challenging operating environment, we were able to balance risks and strategic initiatives. The Group's 2016 profit before tax increased by 20% to US\$25.7 million, from the US\$21.3 million recorded in the previous year. The strong profitability was primarily driven by improved revenue contributions from the Group's subsidiaries. Total income increased by US\$11.1 million to US\$93.0 million in 2016 from US\$81.9 million recorded in 2015. The surge in the Group's total income by 14% in 2016, reflects a strong revenue generating capacity against an environment characterized by multiple challenges.

Net interest income grew by 22% to US\$44.8 million from US\$36.6 million, while its contribution to the Group total income increased to 48% from 45% in 2015. While the Group's lending portfolio decreased during the period under review, the asset quality and yields improved significantly as the Group instituted measures to improve asset quality. Mindful of the prevailing macroeconomic environment, the Group has however prudently increased the impairment allowance on financial assets. It is also pleasing to note that the Group's initiatives to manage cost of funds yielded positive results with interest expense down by 11% in 2016.

Net fee and commission income increased remarkably by 24% to US\$25.9 million from US\$20.9 million achieved in the prior year. The contribution to total net income also improved from 25% to 28% on the back of increased transactional volumes on our digital banking platforms, supported by increased investment in our digital infrastructure.

Gross profit on property sales was marginally up by 1%, with turnover on property sales remaining under pressure from intense competition in the housing development sector due to static demand.

Net earned insurance premium however declined by 15% and its contribution to total net income declined to 20% from 27% last year, due to reduced revenue from insurance premiums, as consumption of insurance products continued to decline.

While costs are marginally up due to our prudent impairment allowance on financial assets, the Group's cost to income ratio further improved to 72% from 74% the previous year. Administration expenses at US\$47.5 million were 8% above those incurred in the prior year as a result of expansion related expenses. Microplan Financial Services opened an additional 5 new branches during 2016. The Group also invested significantly in electronic channels to support the increased usage of plastic money.

The Group's statement of financial position at US\$610.1 million recorded a significant 24% growth in assets compared to the prior period. This growth is underpinned by continued customer support which is a further testimony to the continued consolidation of the FBC brand on the market.

Total equity attributable to shareholders of FBC Holdings Limited, increased by 18% to US\$123.4 million from US\$104.6 million in the previous year.

FBC Bank Limited

FBC Bank's profit before income tax was up 31% from US\$9.3 million in 2015 to US\$12.2 million in 2016, boosted largely by the shift in transactions towards internet, mobile platforms and plastic money. The Bank's cost to income ratio for the period improved to 75% from 76% in the prior period, as the Group progresses with the deployment of digital solutions to the Bank's operations, in line with the Group's cost containment strategy.

The Bank's statement of financial position increased by 21% from US\$387.4 million to US\$470.2 million supported by strong liquidity management practices in view of the prevailing macroeconomic environment. The Bank received a US\$10 million capital injection from FBC Holdings Limited, whilst an additional US\$20 million was jointly raised from the local market, through the issuance of tobacco bills for the 2016/17 agricultural season.

The Bank's lending portfolio marginally declined by 3% from US\$208.9 million to US\$202.3 million as it continues to pursue a cautious lending approach with asset quality being a key priority. Non-Performing Loans are down to 4.34% as at 31 December 2016 in compliance with the RBZ guidelines.

Core capital currently standing at US\$65 million is well in excess of the US\$25 million minimum capital requirement set by the RBZ, as the Bank progresses with its re-capitalisation plan, in pursuit of US\$100 million by 2020.

The Bank has bolstered its SME-Banking capabilities by investing and resourcing a dedicated SME Banking portfolio, in response to identified business opportunities in the market segment. The Bank has extended its agency banking portfolio and deployed more Point of Sale terminals in pursuit of its financial inclusion initiatives.

FBC Building Society

The Building Society continues to actively participate in the properties market with 69 additional housing units having been completed and sold during the year. The unavailability of long term financing in the local market continues to hinder further prospects of unlocking the immense potential of our Building Society.

The Society however, achieved a net surplus of US\$8.5 million, representing a 35% increase from the 2015 net surplus of US\$6.3 million. Total net income for the year amounted to US\$15.6 million compared to US\$12.9 million recorded in 2015. Operating expenses increased by 8% to US\$6.4 million in 2016, from US\$5.9 million in 2015.

The Building Society statement of financial position increased by 18% to US\$147.7 million from US\$124.8 million in 2015. Deposits increased by 14% from US\$85.3 million to US\$96.9 million, whilst the loan portfolio grew marginally to US\$58.4 million from US\$57.9 million in 2015. The loan book growth continues to be driven by mortgages lending, arising from our housing development projects.

The Building Society's capital stood at US\$41.3 million as at 31 December 2016, which is above the US\$25 million prescribed minimum capital requirement for building societies by the year 2020.

The Building Society maintained its BBB- rating from the Global Credit Rating Agency in 2016.

MicroPlan Financial Services (Private) Limited

The Group's micro-finance business contributed US\$4.2 million to the overall Group profit before tax, recording a 39% increase from its 2015 profit before tax of US\$3 million. It is also pleasing to note that the micro-finance business, despite only being operational for five years, now contributes approximately 16% to the Group's profit before tax. The Group will continue to support MicroPlan with business development techniques and strong risk management methods, giving the unit an edge over its competitors.

The Group is also pleased to share a significant development that occurred during the year at MicroPlan. The unit went through a credit rating process and was rated BBB- by the MicroFinanza Rating Agency, an independent international rating agency that specializes in microfinance entities. We take pride in the progressive strides that MicroPlan continues to make in its efforts to spearhead the Group's financial inclusion initiatives.

MicroPlan's loan book now stands at US\$15.8 million making it one of the largest non-deposit taking micro-finance institution in Zimbabwe. Its capital levels have also increased to US\$7.0 million which is well above the regulatory minimum requirement of US\$25 000.

In the period under review, five new branches were opened in Guruve, Hauna, Kadoma, Mt Darwin and Rusape and these have been very active in the deployment of new Microplan products, namely micro-leasing, house expansion loans and rural agriculture business finance. Partnerships with targeted development agencies have yielded exciting results which have advanced Microplan's penetration of its target markets.

FBC Securities (Private) Limited

The Zimbabwe Stock Exchange recorded positive performance in the fourth quarter with the benchmark industrial index closing the year 25.8% stronger at 145.60 points, as investors flocked back to the equities market. This impacted positively on the unit's overall performance.

An increased presence in foreign markets and additional income from fixed income securities trading helped the unit finish strongly in 2016. Looking ahead, the unit will continue with the income diversification strategy hinged on equities, fixed income trading and advisory services.

FBC Reinsurance Limited

FBC Reinsurance's gross premium income for 2016 declined to US\$14.8 million from US\$17.8 million written in 2015, representing a decrease of 17%. Profit before tax amounted to US\$2.3 million, which is a 10% decrease from the US\$2.5 million recorded in the previous year. Demand for insurance products continues to weaken, resulting in low premiums across the entire insurance sector.

The company's underwriting result decreased to US\$1.1 million from US\$1.9 million last year in line with decreasing demand.

FBC Reinsurance maintained its A- rating in claims paying ability from the Global Credit Rating Agency of South Africa. FBC Reinsurance's retrocession programme has been enhanced by the addition of an A- rated global reinsurer on the panel. This ensures that the business accepted by FBC Re is reinsured with some of the strongest global reinsurers. The company also has arrangements with top rated specialist markets, covering businesses against risks associated with political riots and terrorism, as well as cyber risks.

Eagle Insurance Company Limited

Eagle Insurance continues to grow since its acquisition by the Group in 2011. Gross Written Premium declined marginally by 2% to US\$18.6 million from US\$18.9 million in 2015. The insurance company has continued to post profits consistently since 2012.

I am pleased to report that the outlook remains largely positive, with the business unit poised to benefit from on-going product development in the largely untapped micro insurance space. Eagle Insurance continues to exercise robust risk management, engage in prudent underwriting and also continues to maintain a very liquid balance sheet. The company maintained its Global Credit Rating of A-, showing its strong claims paying ability.

Regulatory Capital Requirements

FBC Holdings' subsidiaries are all well capitalized above the regulatory minimum threshold required by the various regulatory bodies that govern the diverse sectors we operate in. FBC Bank is however required by the Reserve Bank of Zimbabwe to have capital of US\$100 million by the year 2020 and management has submitted a comprehensive capital growth plan to the Reserve Bank which has been approved.

Risk Management

The Group's risk management processes are anchored on the Enterprise-Wide Risk Management (ERM) model. This has enabled the Group to balance risk taking and returns appropriately, as we pursue business objectives. The ERM model implementation has fostered a strong risk management culture across FBC Holdings which is critical in the effective management of risks. Key focus areas include people, processes and systems, as these are key pillars in the implementation of the enterprise-wide risk management program. The Group continuously reviews its risk appetite to ensure there is proper alignment with business strategy and the risk governance of the organization. Review of policy and procedure manuals is conducted at least once every year to ensure alignment with changes in the operating environment.

The Group continues to enhance its risk management framework through the adoption of Basel II/III and other regulatory standards. This has seen the Group fully embracing standards such as Internal Capital Adequacy Assessment Processes (ICAAP), Stress Testing and Resolution and Recovery Planning. The Group's internal control environment continues to improve through the adoption of these standards. Management and the Board, which are an integral part of the risk governance structure across the Group, continue to provide oversight on overall risks.

Anti-Money Laundering (AML) and Combating of Financial Terrorism (CFT)

The prevention of money laundering and terrorist financing is a key focus area for the FBC Group. The Group has put in place the necessary Know Your Customer (KYC) and Customer Due Diligence (CDD) controls designed to inhibit the movement of funds derived from any criminal activity, curb the availability of money to fund terrorist activities and prevent illicit financial flows. The Group and its subsidiaries is guided by the standards of regulatory and supervisory bodies such as the Financial Action Task Force (FATF), the Wolfsberg Group, the East and Southern African Anti Money Laundering Group (ESAAMLG) and the Reserve Bank of Zimbabwe Financial Intelligence Unit. Some key controls that have been put in place to minimize Money Laundering and Terrorist Financing risk include the following; Board approved AML/CFT Policies and Procedures which are reviewed annually; Risk Based Approach to KYC/CDD; Risk Based Training of all Staff, Independent and Anonymous Reporting Arrangements and Automated Customer Surveillance and Screening Solutions. We will continue to work with our Correspondent Bankers to ensure that we maintain a robust AML/CFT environment.

Community and Social Investment

The Group embarked on various corporate social investments in 2016 which impacted positively on various social groups in the communities where we operate and the society at large. In the 2016 reporting period, the Group donated an assortment of goods including blankets and solar panels worth \$10,000 to various social institutions which include Enthembeni Old People's home, Rose of Sharon Children's home and a hospital in Zvishavane. FBC Holdings also supports the MSU-FBC Scholarship Fund, supporting 5 students annually. The Group is in the process of evaluating more effectively, its sustainability strategy with particular emphasis on the impact of the Group's operations on the social fabrics of the communities in which we operate and the impact on the environment.

Environmental Management

The Group observes strict adherence to environmental management principles in all the sectors it operates in and endeavours to minimize the adverse effects of environmental risks to all its stakeholders. In particular, FBC Holdings' housing development projects are compliant with the dictates of the Environmental Management Agency (EMA) and resonate well with country's objective to reduce the estimated 1.2 million national housing back-log. As we look into the future, FBC Holdings will strengthen its environmental management policies and align these across the Group.

Human Resources

The Group enjoys harmonious employee relations across all its business units. It was able to retain its key and critical skills that are pivotal in delivering the service it provides to its valued customers and stakeholders. Employee commitment to the Group continues to be high as reflected by the level of employee engagement which in 2016 surpassed the average level recorded for the last 4 years.

The financial performance of the Group bears testimony to the level of productivity that committed and highly engaged employees are capable of delivering. Internal and independent research has confirmed the existence of a positive correlation between high employee engagement and better company performance. The Group will continue to review its policies to ensure that areas which increase the level of employee commitment and consequently productivity are given attention. These include but are not limited to employee relations, talent management, performance management, incentives and rewards, learning and development, employee participation, work life balance, employee wellness and other related policies which influence high levels of engagement.

Information Technology and E-Commerce

The FBC brand experience continues to improve as the Group focuses on customer satisfaction as a key driver of business performance. The Group has made significant progress in leveraging technology to enhance efficiency, lower costs and deliver superior customer experience and convenience. Emerging channels such as mobile and internet banking continue to benefit from the shift in consumer product consumption, resulting in a surge in electronic transactional volumes. A 24% increase in fees and commission income was recorded from \$20.9 million in 2015 to \$25.9 million in 2016. The Group is focused on broadening service access for the banked, whilst enhancing reach for the un-banked and under-banked segments, which previously could not be served optimally via the traditional banking models.

In an effort to increase our global footprint in the payments market, the Bank has completed the project to acquire transactions via VISA international card in addition to the MasterCard. FBC Bank has also embarked on a drive to adopt and implement globally recognised frameworks in ICT governance and management to increase the efficiency and effectiveness of our ICT infrastructure as it becomes more complex and sophisticated.

The Group is implementing Information Security Management Systems based on the ISO27001 standard. This is to ensure preservation of confidentiality, integrity and availability of information. Technology remains fundamental to the FBC value chain, which will also utilize the agency network to enable it to reach multiple ecosystems. The Group is well poised to deliver integrated payment systems to its clients and the economy at large.

Service Delivery

Our commitment as FBC Holdings is to deliver outstanding and superior service that creates customer loyalty. In this regard, the Group has embarked on a mission to refurbish its branches, giving them a more contemporary feel. The Group also opened 5 new branches across the country for its micro-finance unit, MicroPlan in a bid to increase its footprint and nurture financial inclusion. We are fully aware of the shorter life-cycle of ICT infrastructure attributed to the ever-changing needs of our valued customers. To this end, we have invested US\$1.7 million for the enhancement of our various ICT infrastructure targeting our Life and Health insurance business, Eagle Insurance and MicroPlan, which will result in improved service delivery, business continuity, agility and real-time monitoring of the ICT infrastructure, thus assuring our stakeholders of a superior customer experience.

Product Development

The Group continues to invest in research and development efforts to ensure our product mix is in line with customer needs and expectations. In line with our e-Commerce thrust, we have developed an integrated mobile App that has significantly improved product access and convenience.

Appreciation

As always, my sincere gratitude is extended to our valued and loyal customers who have demonstrated their well-placed confidence in us over the years. I wish to convey my sincere gratitude to the FBC Holdings Limited Board of Directors, Management and staff members for their unwavering guidance, contribution and support.



John Mushayavanhu
Group Chief Executive

21 March 2017

Notes to the Consolidated Financial Results

For the year ended 31 December 2016

1 GENERAL INFORMATION

FBC Holdings Limited ("the Company") and its subsidiaries (together "the Group") provide a wide range of commercial banking, mortgage financing, micro lending, reinsurance, short-term insurance, and stockbroking services.

The Company is a limited liability company, which is listed on the Zimbabwe Stock Exchange. The Company and its subsidiaries are incorporated and domiciled in Zimbabwe.

These consolidated financial results were approved for issue by the Board of Directors on 21 March 2017.

2 SIGNIFICANT ACCOUNTING POLICIES

A full set of the Group's accounting policies is available in the Group's annual report, which is ready for inspection at the Company's registered office. The following paragraphs describe the main accounting policies applied by the Group. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The Group's consolidated financial results have been prepared with policies consistent with International Financial Reporting Standards ("IFRS"), and the International Financial Reporting Interpretations Committee, ("IFRS IC") interpretations and in the manner required by the Zimbabwe Companies Act, (Chapter 24:03) and the relevant Statutory Instruments ("SI") SI 62/96 and SI 33/99. The consolidated financial results have been prepared from statutory records that are maintained under the historical cost convention as modified by the revaluation of financial assets at fair value through profit or loss, investment property and property, plant and equipment.

2.1.1 Going concern

The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level of its current financing. After making enquiries, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

2.2 Basis of consolidation

(a) Subsidiaries

The consolidated financial results combine the financial statements of FBC Holdings Limited ("the Company") and all its subsidiaries. Subsidiaries are all entities (including structured 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. They are deconsolidated from the date that control ceases.

"The Company recognises investments in subsidiaries at cost. Subsidiaries are fully consolidated from the date on" which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a 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 Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognised through profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the statement of comprehensive income.

Inter-company transactions, balances, income and expenses on transactions between Group companies are eliminated. Unrealised profits or losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

(b) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity within "changes in ownership reserve". Gains or losses on disposals to non-controlling interests are also recorded in equity within "changes in ownership reserve".

(c) Disposal of subsidiaries

When the Group ceases to have control any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

2.3 Segment reporting

An operating segment is a distinguishable component of the Group that is engaged in business activities from which it earns revenues and incur expenses (including revenues and expenses relating to transactions with other components of the entity); whose operating results are reviewed regularly by the entity's chief operating decision maker ("CODM") to make decisions about resources to be allocated to the segment and to assess its performance; and for which discrete financial information is available.

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 Group Executive Committee that makes strategic decisions.

The Group's operating segments have been aggregated based on the nature of the products and services on offer and the nature of the regulatory environment. The CODM is responsible for allocating resources and assessing performance of the operating segments.

In accordance with IFRS 8, Operating Segments, the Group has the following business segments: commercial banking, micro lending, mortgage financing, reinsurance, short-term insurance and stockbroking.

3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Group's financial statements and its financial results are influenced by accounting policies, assumptions, estimates and management judgements, which necessarily have to be made in the course of the preparation of the financial statements.

The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. All estimates and assumptions required in conformity with IFRS are best estimates undertaken in accordance with the applicable standard. Estimates and judgements are evaluated on a continuous basis, and are based on past experience and other factors, including expectations with regard to future events. Accounting policies and management's judgements for certain items are especially critical for the Group's results and financial situation due to their materiality.

The areas involving critical accounting estimates and judgements include impairment allowances, income taxes, claims and inventory valuation.

	31-Dec-16 US\$	31-Dec-15 US\$
4 BALANCES WITH BANKS AND CASH		
4.1 Balances with Reserve Bank of Zimbabwe ("RBZ")		
Current account balances	95 549 439	57 131 391
Balances with banks and cash		
Notes and coins	6 914 832	13 326 759
Other bank balances	81 779 748	23 303 913
	88 694 580	36 630 672
Balances with banks and cash (excluding bank overdrafts)	184 244 019	93 762 063
Current	184 244 019	93 762 063
Non-current	-	-
Total	184 244 019	93 762 063
4.2 Cash and cash equivalents		
Cash and bank balances comprise balances with less than three months maturity from date of acquisition, including cash on hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less.		
Cash and cash equivalents include the following for the purposes of the statement of cash flows;		
Current account balance at Reserve Bank of Zimbabwe ("RBZ") (note 4.1)	95 549 439	57 131 391
Balances with banks and cash (note 4.1)	88 694 580	36 630 672
	184 244 019	93 762 063
5 LOANS AND RECEIVABLES		
5.1 Loans and advances to customers		
Loans and advance maturities		
Maturing within 1 year	110 171 383	166 959 721
Maturing after 1 year	185 463 630	136 396 594
	295 635 013	303 356 315
Impairment allowance	(19 100 200)	(20 384 622)
	276 534 813	282 971 693
5.2 Trade and other receivables including insurance receivables		
Insurance receivables;		
- Due by insurance clients and insurance brokers	6 292 404	6 012 301
- Due by reinsurers	436 287	566 701
- Due by retrocessionaires	2 539 016	2 034 269
	9 267 707	8 613 271
Impairment allowance	(147 470)	(513 742)
	9 120 237	8 099 529
Current	9 120 237	8 099 529
Non-current	-	-
Total	9 120 237	8 099 529
5.3 Irrevocable commitments		
There are no irrevocable commitments to extend credit, which can expose the Group to penalties or disproportionate expense.		
5.4 Allowance for impairment		
Balance as at 1 January 2015	22 697 655	396 742
Impairment allowance through statement of comprehensive income	3 208 576	117 000
Impairment reversal	(7 657 711)	-
Interest in suspense	2 136 102	-
	20 384 622	513 742
Balance as at 31 December 2015	20 384 622	513 742
Balance as at 1 January 2016	20 384 622	513 742
Impairment allowance through statement of comprehensive income	7 874 767	-
Impairment reversal	(1 043 687)	-
Amounts written off during the year as uncollectible	(6 291 469)	(366 272)
Interest in suspense/(recoveries)	(1 824 033)	-
	19 100 200	147 470
Balance as at 31 December 2016	19 100 200	147 470
6 BONDS AND DEBENTURES		
Maturing after 1 year but within 7 years	9 139 955	8 702 320
Bonds and debentures have fixed interest rates of 10% and 5%. They all mature between 30 June 2018 and 30 September 2020.		
7 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS		
Listed securities at market value	1 102 173	1 050 037
Current	1 102 173	1 050 037
Non-current	-	-
Total	1 102 173	1 050 037
Financial assets at fair value through profit or loss are presented within 'operating activities' as part of changes in working capital in the statement of cash flows.		
Changes in fair values of financial assets at fair value through profit or loss are recorded in 'other operating income' in the statement of comprehensive income. The fair value of all equity securities is based on their bid prices on an active market, the Zimbabwe Stock Exchange at year end.		
8 AVAILABLE FOR SALE FINANCIAL ASSETS		
Listed securities at market value	862 886	377 568
Current	862 886	377 568
Non-current	-	-
Total	862 886	377 568
9 INVENTORY		
Raw materials	67 719	274 442
Work in progress	1 835 080	4 039 788
Finished goods	3 268 537	1 798 424
	5 171 336	6 112 654
Current	5 171 336	6 112 654
Non-current	-	-
Total	5 171 336	6 112 654

31 FINANCIAL RISK MANAGEMENT

The Group has a defined risk appetite that is set by the Board and it outlines the amount of risk that business is prepared to take in pursuit of its objectives and it plays a pivotal role in the development of risk management plans and policies. The Group regularly reviews its policies and systems to reflect changes in markets, products, regulations and best market practice.

The policies specifically cover foreign exchange risk, liquidity risk, interest rate risk, credit risk and the general use of financial instruments. Group Risk and Compliance, Group Internal audit review from time to time the integrity of the risk control systems in place and ensure that risk policies and strategies are effectively implemented within the Group.

The Group's risk management strategies and plans are aimed at achieving an appropriate balance between risk and return and minimise potential adverse effects on the Group's financial performance.

The Group's activities and operations results in exposure to the following risks:

- (a) Credit risk
- (b) Market risk
 - (b.i) Interest rate risk,
 - (b.ii) Currency risk, and
 - (b.iii) Price risk
- (c) Liquidity risk
- (d) Settlement risk
- (e) Operational risk
- (f) Capital risk

- Other risks:
- g) Reputational risk
 - h) Legal and Compliance risk
 - i) Strategic risk

The Group controls these risks by diversifying its exposures and activities among products, clients, and by limiting its positions in various instruments and investments.

31.1 Credit risk

Credit risk is the risk of loss due to the inability or unwillingness of a counterparty to meet their obligations as and when they fall due. Credit risk arises from lending, trading, insurance products and investment activities and products. Credit risk and exposure to loss are inherent parts of the Group's business.

The Group manages, limits and controls concentrations of credit risk in respect of individual counterparties and groups. The Group structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one counterparty or group of counterparties and to geographical and industry segments. Such risks are monitored on a revolving basis and are subject to an annual or more frequent review, when considered necessary. Limits on the level of credit risk by product and industry sector are approved by the Board of Directors of the subsidiary companies.

The Board Credit Committees of the Bank, Microplan and the Building Society periodically review and approve the Group's policies and procedures to define, measure and monitor the credit and settlement risks arising from the Group's lending and investment activities. Limits are established to control these risks. Any facility exceeding established limits of the subsidiary's Management Credit Committee must then be approved by the subsidiary Board Credit Committee.

The Group Credit Management Division evaluates the credit exposures and assures ongoing credit quality by reviewing individual credit and concentration and monitoring of corrective action.

The Group Credit Division periodically prepares detailed reports on the quality of the customers for review by the Board Loans Review Committees of the subsidiary companies and assess the adequacy of the impairment allowance. Any loan or portion thereof which is classified as a 'loss' is written off. To maintain an adequate allowance for credit losses, the Group generally provides for a loan or a portion thereof, when a loss is probable.

Credit policies, procedures and limits

The Group has sound and well-defined policies, procedures and limits which are reviewed at least once every year and approved by the Board of Directors of the subsidiary companies and strictly implemented by management. Credit risk limits include delegated approval and write-off limits to Credit Managers, Management, Board Credit Committees and the Board. In addition there are counterparty limits, individual account limits, group limits and concentration limits.

Credit risk mitigation and hedging

As part of the Group's credit risk mitigation and hedging strategy, various types of collateral is taken by the banking subsidiaries. These include mortgage bonds over residential, commercial and industrial properties, cession of book debts and the underlying moveable assets financed. In addition, a guarantee is often required particularly in support of a credit facility granted to counterparty. Generally, guarantor counterparties include parent companies and shareholders. Creditworthiness for the guarantor is established in line with the credit policy.

Credit risk stress testing

The Group recognises the possible events or future changes that could have a negative impact on the credit portfolios which could affect the Group's ability to generate more business. To mitigate this risk, the Group has put in place stress testing framework that guides the Group's banking subsidiaries in conducting credit stress tests.

Impairments

An allowance for loan impairment is established if there is objective evidence that the Group will not be able to collect all amounts due according to the original contractual terms of loans. The amount of the allowance is the difference between the carrying amount and the recoverable amount, being the present value of expected cash flows, including amounts recoverable from guarantees and collateral, discounted at the original effective interest rate of loans.

Credit terms:

Default

This is failure by a borrower to comply with the terms and conditions of a loan facility as set out in the facility offer letter or loan contract. Default occurs when a debtor is either unwilling or unable to repay a loan.

Past due loans

These are loans in which the debtor is in default by exceeding the loan tenure or expiry date as expressly set out in the loan contract i.e. the debtor fails to repay the loan by a specific given date.

Impaired loans

The Group's policy regarding impaired/doubtful loans is that all loans where the degree of default becomes extensive such that the Group no longer has reasonable assurance of collection of the full outstanding amount of principal and interest; all such loans are classified in the categories 8, 9 and 10 under the Basel II ten tier grading system.

Provisioning policy and write offs

Determination of general and specific provisions

The Group complies with the following Reserve Bank of Zimbabwe provisioning requirements:

Rating	Descriptive classification	Risk level	Level of allowance	Old five grade/ tier system	2012 Grading and level of allowance	Type of allowance
1	Prime grade	Insignificant	1%	Pass	A (1%)	General
2	Strong	Modest	1%			
3	Satisfactory	Average	2%			
4	Moderate	Acceptable	3%	Special Mention	B (3%)	
5	Fair	Acceptable with care	4%			
6	Speculative	Management attention	5%			
7	Highly Speculative	Special mention	10%			
8	Substandard	Vulnerable	20%	Substandard	C (20%)	Specific
9	Doubtful	High default	50%	Doubtful	D (50%)	
10	Loss	Bankrupt	100%	Loss	E (100%)	

General allowance for impairment

Prime to highly speculative grades "1 to 7"

General allowance for impairment for facilities in this category are maintained at the percentage (detailed in table above) of total customer account outstanding balances and off balance sheet (i.e. contingent) risks.

Specific allowance for impairment

Sub-standard to loss grades "8 to 10" - Timely repayment and/or settlement may be at risk

Specific allowance for impairment for facilities in this category are currently maintained at the percentages (detailed above) of total customer outstanding balances and off balance sheet (i.e. contingent) risks less the value of tangible security held.

The basis for writing off assets

When an advance which has been identified as impaired and subjected to a specific allowance for impairment, continues to deteriorate, a point will come when it may be concluded that there is no realistic prospect of recovery. Board approval will be sought by Group Credit Management Division for the exposure to be immediately written off from the Group's books while long term recovery strategies are then pursued.

Credit risk and Basel II

The Group applied Credit Risk Basel II standards in line with the regulatory authorities' approach. Internal processes have been revamped to comply with the requirements. Policies and procedure manuals have been realigned to comply with the minimum requirements of Basel II.

31.1.1 Exposure to credit risk

Loans and advances

Past due and impaired

Grade 8: Impaired
Grade 9: Impaired
Grade 10: Impaired

Gross amount, past due and impaired

Allowance for impairment

Carrying amount, past due and impaired

Past due but not impaired

Grade 4 - 7:

Neither past due nor impaired

Grade 1 - 3:

Gross amount, not impaired

Allowance for impairment

Carrying amount, not impaired

Total carrying amount

Loans and advances neither past due nor impaired

Loans and advances neither past due nor impaired and which are not part of renegotiated loans are considered to be within the grade 1 to 3 category. Past due loans and advances are those whose repayments (capital and interests) are outstanding for more than 30 days.

Loans and advances past due but not impaired

Late processing and other administrative delays on the side of the borrower can lead to a financial asset being past due but not impaired. Loans and advances less than 90 days past due are not considered impaired, unless other information is available to indicate the contrary.

31.1.2 Sectorial analysis of utilizations of loans and advances to customers

	2016 US\$	2016 %	2015 US\$	2015 %
Mining	15 242 921	5%	13 511 235	4%
Manufacturing	54 380 168	18%	53 833 631	18%
Mortgage	48 267 804	16%	40 603 547	13%
Wholesale	13 034 556	4%	15 680 752	5%
Distribution	26 452 316	9%	29 904 593	10%
Individuals	82 283 624	29%	88 306 979	29%
Agriculture	23 929 185	8%	17 750 980	6%
Communication	8 689 704	3%	6 720 323	2%
Construction	4 344 851	1%	2 240 106	1%
Local authorities	10 862 130	4%	20 160 967	7%
Other services	8 147 754	3%	14 643 202	5%
	295 635 013	100%	303 356 315	100%

Reconciliation of allowance for impairment for loans and advances

Allowances for impairment	31 December 2016			31 December 2015		
	Specific allowance US\$	Collective allowance US\$	Total US\$	Specific allowance US\$	Collective allowance US\$	Total US\$
Balance at 1 January	14 476 111	5 908 511	20 384 622	18 169 753	4 527 902	22 697 655
Increase in impairment allowance	5 900 908	1 973 859	7 874 767	1 827 967	1 380 609	3 208 576
Impairment reversal	(948 353)	(95 334)	(1 043 687)			
Write off	(6 291 469)	-	(6 291 469)	(7 657 711)	-	(7 657 711)
Interest in suspense	(1 824 033)	-	(1 824 033)	2 136 102	-	2 136 102
	11 313 164	7 787 036	19 100 200	14 476 111	5 908 511	20 384 622

31.1.3 Trade and other receivables including insurance receivables

Past due and impaired

Allowance for impairment

Carrying amount

Past due but not impaired

Neither past due nor impaired

Gross amount, not impaired

Allowance for impairment

Carrying amount, not impaired

Total carrying amount

31.2 Liquidity risk

Liquidity risk is the risk of not being able to generate sufficient cash to meet financial commitments, to extend credit, meet deposit maturities, settle claims and other unexpected demands for cash. Liquidity risk arises when assets and liabilities have differing maturities.

Management of liquidity risk

The Group does not manage liquidity risk in isolation as it is often triggered by consequences of other financial risks such as credit risk and market risk. The Group's liquidity risk management framework is therefore designed to ensure that its subsidiaries have adequate liquidity to withstand any stressed conditions. To achieve this objective, the Board of Directors of the Company, through the Board Asset Liability Committees of the Bank, Microplan and the Building Society and Board

Risk and Compliance Committees, is ultimately responsible for liquidity risk management. The responsibility for managing the daily funding requirements is delegated to the Heads of Treasury Divisions for the banking entities and the Finance Managers for non-banking entities with independent day to day monitoring being provided by Group Risk Management.

Liquidity and funding management

The Group's management of liquidity and funding is decentralised and each entity is required to fully adopt the liquidity policy approved by the Board with independent monitoring being provided by the Group Risk Management Division. The Group uses concentration risk limits to ensure that funding diversification is maintained across products, counterparties, and sectors. Major sources of funding are in the form of deposits across a spectrum of retail and wholesale clients for banking subsidiaries.

The following subsidiaries have their capital regulated by the regulatory authorities:

Company As at 31 December 2016	Regulatory Authority	Minimum Capital Required US\$	Net Regulatory Capital US\$	Total Equity US\$
FBC Bank Limited	RBZ	25 000 000	63 506 925	65 066 009
FBC Building Society	RBZ	20 000 000	41 153 844	41 271 010
FBC Reinsurance Limited	IPEC	1 500 000	12 952 212	12 952 212
FBC Securities (Private) Limited	SECZ	150 000	622 937	622 937
Eagle Insurance Company (Private) Limited	IPEC	1 500 000	6 532 692	6 532 692
Microplan Financial Services (Private) Limited	RBZ	10 000	7 055 800	7 055 800

Company As at 31 December 2015	Regulatory Authority	Minimum Capital Required US\$	Net Regulatory Capital US\$	Total Equity US\$
FBC Bank Limited	RBZ	25 000 000	41 387 308	43 067 712
FBC Building Society	RBZ	20 000 000	35 029 984	35 029 984
FBC Reinsurance Limited	IPEC	1 500 000	11 830 862	11 830 862
FBC Securities (Private) Limited	SECZ	150 000	264 865	264 865
Eagle Insurance Company (Private) Limited	IPEC	1 500 000	5 772 560	5 772 560
Microplan Financial Services (Private) Limited	RBZ	10 000	5 491 778	5 491 778

31.7 Reputational risk

Reputational risk refers to the risk of damage to the Group's image, which may affect its ability to retain and generate business. The Group manages reputational risk by ensuring that business is conducted in accordance with the legal and regulatory requirements. In addition, the Group's corporate governance structure conforms to international standards. The Group also has systems in place to monitor customer service satisfaction levels as well as processes to resolve customer queries and complaints.

31.8 Legal and compliance risk

Legal and compliance risk is the risk that arises due to the Group's failure to adhere to legal and regulatory obligations. The Group manages this risk through dedicated Legal and Compliance units, and deliberations by its Board Risk and Compliance Committee.

31.9 Strategic risk

Strategic risk refers to the potential for opportunity loss arising from failure to optimise the earnings potential of the Group. The Board approves the Group's strategy as formulated by top management, while the Chief Executive Officer has the overall responsibility of strategy implementation. The Board conducts a quarterly review of the strategy's performance and its continued applicability.

32 STATEMENT OF COMPLIANCE

The Group complies with the following statutes inter alia:-
The Banking Act (Chapter 24:20) and Banking Regulations, Statutory Instrument 205 of 2000; Bank Use Promotion & Suppression of Money Laundering (Chapter 24:24); Exchange Control Act (Chapter 22:05); the National Payments Systems Act (Chapter 24:23); Insurance Act (Chapter 24:07) and the Companies Act (Chapter - 24:03). In addition, the Group also complies with the Reserve Bank of Zimbabwe and Insurance and Pensions Commission's directives on liquidity management, capital adequacy as well as prudential lending guidelines.

33 INTERNATIONAL CREDIT RATINGS

All banking and insurance subsidiaries have their credit ratings reviewed annually by an international credit rating agency, Global Credit Rating, except for the micro lending unit which only got to be rated in 2016 by Microfinanza rating agency. The ratings are as illustrated below:

Subsidiary	2016	2015	2014	2013	2012	2011
FBC Bank Limited	BBB+	A-	A-	A-	A-	A-
FBC Reinsurance Limited	A-	A-	A-	A-	A-	A-
FBC Building Society	BBB-	BBB-	BBB-	BBB-	BBB-	BBB-
Eagle Insurance Company Limited	A-	A-	BBB-	BBB-	BB+	BB
Microplan Financial Services Limited	BBB-	N/A	N/A	N/A	N/A	N/A

34 SUBSEQUENT EVENTS

Dividend Declared

Notice is hereby given that a final dividend of 0.2976 US cents per share was declared by the Board on 671 949 927 ordinary shares in issue on 21 March 2017 in respect of the year ended 31 December 2016. The dividend is payable to shareholders registered in the book of the company at the close of business on Friday, 7 April 2017. The shares of the company will be traded cum-dividend on the Zimbabwe Stock Exchange up to the market day of 31 March 2017 and ex-dividend as from 3 April 2017. Dividend payment will be made to shareholders on or about 21 April 2017.

CORPORATE GOVERNANCE

The Board is committed to the principles of openness, integrity and accountability. It recognises the developing nature of corporate governance and assesses its compliance with local and international generally accepted corporate governance practices on an ongoing basis through its various subcommittees.

The Board is responsible to the shareholders for setting the direction of the Group through the establishment of strategies, objectives and key policies. The Board monitors the implementation of these policies through a structured approach to reporting and accountability.

The Board meets regularly, with a minimum of four scheduled meetings annually. To assist the Board in the discharge of its responsibilities a number of committees have been established, of which the following are the most significant: (i) Board Audit Committee, (ii) Board Human Resources and Remuneration Committee, (iii) Board Finance and Strategy Committee (iv) Board Risk and Compliance Committee (v) Board Marketing and Public Relations Committee.

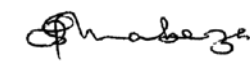
Board Attendance

Board member	Main board				Board Audit				Board HR				Board Finance & Strategy				Board Risk & Compliance				Board Marketing & PR			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Herbert Nkala	a	a	a	a	N/A	N/A	N/A	N/A	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
John Mushayavanhu	a	a	a	a	N/A	N/A	N/A	N/A	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a
Kleto Chiketsani	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Philip M Chiradzwa	a	r	a	a	N/A	N/A	N/A	N/A	a	a	a	a	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Gertrude S Chikwava	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	a	a	a	r	a	a	a	a	a	a	a	a
Felix Gwandekwande	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Franklin H Kennedy	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Trynos Kufazvinei	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Canada Malunga	a	a	a	a	a	a	a	a	N/A	N/A	N/A	N/A	a	a	a	a	N/A	N/A	N/A	N/A	a	a	a	a
Chipo Mtasa	a	a	a	a	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	r	N/A	N/A	N/A	N/A	r	a	a	a
Godfrey G Nhemachena	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a	a
Webster Rusere	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Robin Vela	a	a	a	a	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	a	a	a	a	r	a	a	a	N/A	N/A	N/A	N/A

Legend

Not a member	N/A
Attended	a
Apologies	r
Quarter	Q
Meeting postponed	P

By order of the Board



Tichaona K. Mabeza
GROUP COMPANY SECRETARY

21 March 2017

Audit opinion

The Auditors of the Group, Deloitte & Touche have audited the financial results of the Group for the year ended 31 December 2016. The audit report is unqualified.



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Statement of Financial Position

As at 31 December 2016

	Notes	Audited 31 Dec 2016 US\$	Audited 31 Dec 2015 US\$
Assets			
Cash and cash equivalents	1	62 171 276	55 523 967
Financial assets held to maturity	2	17 241 384	-
Loans and advances to customers	3	58 413 922	57 996 110
Inventory	4	5 171 336	6 112 654
Other assets	5	239 398	499 063
Investment property		25 000	25 000
Property and equipment	6	4 338 318	4 439 627
Intangible assets	7	81 396	157 839
Total assets		147 682 030	124 754 260
Liabilities			
Deposits from banks	8.1	39 882 130	31 427 450
Deposits from customers	8.2	53 889 378	50 157 622
Borrowings	8.3	3 139 988	3 735 164
Other liabilities	9	9 499 524	4 404 040
Total liabilities		106 411 020	89 724 276
Equity			
Share capital		156 175	156 175
Share premium		11 110 424	11 110 424
Revaluation reserve		93 915	93 915
Retained earnings		29 910 496	23 669 470
Total equity		41 271 010	35 029 984
Total equity and liabilities		147 682 030	124 754 260

Statement of Comprehensive Income

For the year ended 31 December 2016

	Notes	Audited 31 Dec 2016 US\$	Audited 31 Dec 2015 US\$
Interest income	10	14 225 764	11 861 778
Interest expense	11	(4 887 783)	(4 978 685)
Net interest income		9 337 981	6 883 093
Revenue from property sales		7 001 895	6 709 923
Cost of sales		(6 039 694)	(5 758 871)
Net income from property sales		962 201	951 052
Fees and commission income		5 283 243	4 931 845
Fees and commission expense		(159 266)	(63 014)
Net fees and commission income		5 123 977	4 868 831
Other income	12	166 284	175 108
Total net income		15 590 443	12 878 084
Impairment allowance on loans and advances	3.2	(649 634)	(636 560)
Operating expenses	13	(6 423 959)	(5 934 409)
Total operating expenses		(7 073 593)	(6 570 969)
Surplus for the year		8 516 850	6 307 115
Other comprehensive income		-	-
Total comprehensive income for the year		8 516 850	6 307 115

Statement of Changes in Equity

For the year ended 31 December 2016

	Share capital US\$	Share premium US\$	Revaluation reserve US\$	Retained earnings US\$	Total US\$
Opening balance at 1 January 2015	156 175	11 110 424	93 915	18 392 295	29 752 809
Surplus for the year	-	-	-	6 307 115	6 307 115
Total comprehensive income	-	-	-	6 307 115	6 307 115
Transactions with owners recorded directly in equity					
Dividend paid	-	-	-	(1 029 940)	(1 029 940)
Shareholders equity as at 31 December 2015	156 175	11 110 424	93 915	23 669 470	35 029 984
Opening balance at 1 January 2016	156 175	11 110 424	93 915	23 669 470	35 029 984
Surplus for the year	-	-	-	8 516 850	8 516 850
Total comprehensive income	-	-	-	8 516 850	8 516 850
Transactions with owners recorded directly in equity					
Dividend paid	-	-	-	(2 275 824)	(2 275 824)
Shareholders equity as at 31 December 2016	156 175	11 110 424	93 915	29 910 496	41 271 010

MASOTSHA NDLOVU PHASE 5, WATERFALLS



20 Year Mortgage
Facility Available.

FBC Building Society
(Registered Building Society)

Statement of Cash Flows

For the year ended 31 December 2016

	Notes	Audited 31 Dec 2016 US\$	Audited 31 Dec 2015 US\$
CASH FLOW FROM OPERATING ACTIVITIES			
Surplus for the year		8 516 850	6 307 115
Adjustments for:			
Depreciation of property and equipment	6	221 084	167 101
Amortisation and impairment of intangible assets	7	76 443	72 295
Loss/(profit) on disposal of property and equipment		7 133	(1 613)
Impairment allowance on loans and advances	3.2	649 634	636 560
Net cash generated before changes in working capital		9 471 144	7 181 458
Increase in financial assets held to maturity		(17 241 384)	-
Increase in loans and advances to customers		(1 067 446)	(8 476 450)
Decrease/(increase) in inventory		941 318	(1 886 841)
Decrease/(increase) in other assets		259 665	(310 334)
Increase in deposits from banks		8 454 680	6 058 790
Increase in deposits from customers		3 731 756	5 744 484
Increase/(decrease) in other liabilities		5 106 368	(1 138 527)
Net cash generated from operating activities		9 656 101	7 172 580
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of property and equipment	6	(135 663)	(156 713)
Purchase of intangible assets	7	-	(84 353)
Proceeds from disposal of property and equipment		8 755	8 731
Net cash used in investing activities		(126 908)	(232 335)
CASH FLOW FROM FINANCING ACTIVITIES			
Borrowings repayment		(606 060)	(606 060)
Dividend paid		(2 275 824)	(1 029 940)
Net cash used in financing activities		(2 881 884)	(1 636 000)
Net increase in cash and cash equivalents		6 647 309	5 304 245
Cash and cash equivalents at the beginning of the year		55 523 967	50 219 722
Cash and cash equivalents at the end of the year		62 171 276	55 523 967

Notes to the Financial Results

For the year ended 31 December 2016

	Audited 31 Dec 2016 US\$	Audited 31 Dec 2015 US\$
1. CASH AND CASH EQUIVALENTS		
Cash on hand	362 615	956 590
Cash at bank	5 143 816	824 615
Interbank short term investments	56 664 845	53 742 762
62 171 276	55 523 967	
2. FINANCIAL ASSETS HELD TO MATURITY		
Treasury bills	17 241 384	-
17 241 384	-	
2.1 Maturity analysis of financial assets held to maturity		
Up to 3 months	6 393 267	-
3 months to 1 year	2 670 837	-
1 year to 5 years	8 177 280	-
17 241 384	-	
3. LOANS AND ADVANCES TO CUSTOMERS		
Short term loan advances	23 829 196	24 831 765
Mortgage loan advances	37 385 683	35 540 105
Gross loans and advances to customers	61 214 879	60 371 870
Allowance for impairment	(2 800 957)	(2 375 760)
Net loans and advances to customers	58 413 922	57 996 110
3.1 Maturity analysis of loans and advances		
Up to 1 month	1 661 860	1 701 642
1 month to 3 months	3 323 721	3 403 283
3 months to 1 year	12 227 531	11 624 697
1 year to 5 years	21 938 750	23 580 836
Over 5 years	19 262 060	17 685 652
58 413 922	57 996 110	
3.2 Impairment allowance on loans and advances		
Balance at beginning of the year	2 375 760	1 748 261
Impairment charge for the year	649 634	636 560
Interest in suspense	165 479	153 191
Amounts written off during the year	(389 916)	(162 252)
2 800 957	2 375 760	
3.3 Exposure to credit risk		
Carrying amount	58 413 922	57 996 110
Past due and impaired		
Grade 8: Impaired	490 668	501 087
Grade 9: Impaired	623 042	482 975
Grade 10: Impaired	2 512 742	4 117 362
Gross carrying amount	3 626 452	5 101 424
Allowance for impairment	(1 938 327)	(1 215 796)
Carrying amount	1 688 125	3 885 628
Neither past due nor impaired		
Grade 4-7: watch list	10 367 822	9 548 830
Grade 1-3: low fair risk	47 220 605	45 721 616
Gross carrying amount	57 588 427	55 270 446
Allowance for impairment	(862 630)	(1 159 964)
Carrying amount	56 725 797	54 110 482
Total carrying amount	58 413 922	57 996 110
4. INVENTORY		
Raw materials	67 719	274 442
Work in progress	1 835 080	4 039 788
Completed units	3 268 537	1 798 424
5 171 336	6 112 654	
5. OTHER ASSETS		
Prepayments	85 794	96 232
Other	153 604	402 831
239 398	499 063	

