# UNAUDITED SUMMARISED

# financial results and dividend announcement

for the half year ended 31 December 2015



# Key performance indicators

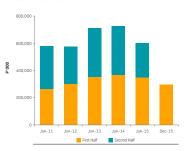
for the half year ended 31 December 2015

The Directors have pleasure in announcing the unaudited financial results of First National Bank of Botswana Limited (the Company or Bank) and its subsidiaries (the Group) for the half-year ended 31 December 2015.

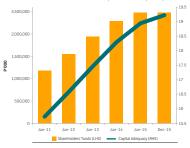
# FINANCIAL HIGHLIGHTS

|   | Unaudited<br>Six months<br>ended<br>31 December<br>2015 | Unaudited<br>Six months<br>ended<br>31 December<br>2014 | %<br>change             |
|---|---|---|-------------------------|
| Profit before tax (P'000)<br>Profit after tax (P'000)<br>Non-interest income (P'000)<br>Advances to customers (P'000) | 372,857<br>290,828<br>465,015<br>13,391,954             | 440,051<br>343,362<br>419,315<br>12,672,742             | (15)<br>(15)<br>11<br>6 |
| Ratios<br>Cost-to-income ratio (%)<br>Return on average assets (%)<br>Dividend (thebe)                                | 47.6<br>3.0<br>5  | 41.2<br>4.0<br>5  | 16<br>(25)<br>—         |

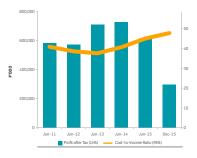
**Profit After Tax** 



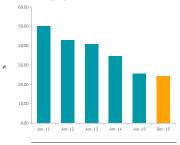
Shareholders' Funds vs Capital Adequacy



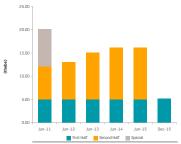
Profit After Tax vs Cost-To-Income Ratio



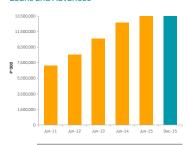
#### Return on Equity (%)



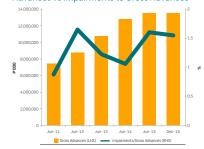
#### Dividends per Share (thebe)



Loans and Advances



Advances vs Impairments to Gross Advances

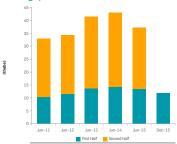


Non-Interest Revenue vs Sono-Interest Expenses

## Return on Assets (%)



Earnings per Share (thebe)



# **HIGHLIGHTS**



11% NON-INTEREST INCOME

-15% PROFIT BEFORE TAX

# BASIS OF PRESENTATION AND ACCOUNTING POLICIES

The summarised financial results have been prepared in terms of International Accounting Standard 34 ("IAS 34") – Interim Financial Reporting, and applying the recognition and measurement criteria in accordance with International Financial Reporting Standards ("IFRS") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

In preparing the underlying consolidated financial statements from which these summarised financial results were extracted, all International Financial Reporting Standards and International Reporting Interpretations Committee interpretations issued and effective for annual periods beginning on or after 1 July 2015 have been applied.

The Group's underlying consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). The principal accounting policies are consistent in all material aspects with those adopted in the previous year, except for the adoption of the revisions in the standards which have not had a material impact on the financial statements.

In the preparation of the summarised consolidated financial results, the Group has applied key assumptions concerning any inherent uncertainties in recording various assets and liabilities. These assumptions were applied consistently to the financial results for the half-year ended 31 December 2015. The assumptions and estimates are subject to ongoing review and possible amendments. The critical accounting estimates and areas of judgements are on the following elements of the consolidated financial statements:

- Credit impairment losses on loans and advances;
- Income taxes;
- Impairment of goodwill;
- Residual values and useful lives of property and equipment;
- Revenue recognition; and
- Fair valuation of financial instruments.

# SUMMARISED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

|  | Unaudited<br>Six months<br>ended<br>31 December<br>2015<br>P'000 | Unaudited<br>Six months<br>ended<br>31 December<br>2014<br>P'000 | % Change |
|--|--|--|----------|
| Interest and similar income  | 641,173  | 654,444  | (2)      |
| Interest expense and similar charges   | (209,524)  | (175,171)  | 20       |
| Net interest income before   |  |  |          |
| impairment of advances   | 431,649  | 479,273  | (10)     |
| Impairment of advances   | (96,611)   | (87,870)   | 10       |
| Net interest income after  |  |  |          |
| impairment of advances   | 335,038  | 391,403  | (14)     |
| Non-interest income  | 465,015  | 419,315  | 11       |
| Income from operations   | 800,053  | 810,718  | (1)      |
| Operating expenses   | (211,659)  | (177,152)  | 19       |
| Employee benefits costs  | (204,672)  | (188,324)  | 9        |
| Profit before indirect taxation  | 383,722  | 445,242  | (14)     |
| Indirect taxation  | (10,865)   | (5,191)  | 109      |
| Profit before direct taxation  | 372,857  | 440,051  | (15)     |
| Direct taxation  | (82,029)   | (96,689)   | (15)     |
| Profit for the period  | 290,828  | 343,362  | (15)     |
| Average number of shares in issue during the period (thousands)  | 2,563,700  | 2,563,700  |          |
| Earnings per share (thebe) (based on weighted average number of shares outstanding)  | 11.43  | 13.50  | (15)     |
| Diluted earnings per share (thebe) (based on weighted average number of shares in issue)   | 11.34  | 13.39  | (15)     |
| Average number of shares outstanding takes<br>into account 20 million shares held by the<br>FNBB Employees Share Participation Trust |  |  |          |

# SUMMARISED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

|  | Unaudited<br>Six months<br>ended<br>31 December<br>2015<br>P'000 | Unaudited<br>Six months<br>ended<br>31 December<br>2014<br>P'000 | % Change |
|--|--|--|----------|
| Profit for the period  | 290,828  | 343,362  | (15)     |
| Other comprehensive income for the period                    | -  | —  |          |
| Total comprehensive income<br>attributable to equity holders | 290,828  | 343,362  | (15)     |

# RATIOS AND MARKET INFORMATION

|  | Unaudited<br>Six months<br>ended<br>31 December<br>2015<br>P'000 | Unaudited<br>Six months<br>ended<br>31 December<br>2014<br>P'000 | % Change |
|--|--|--|----------|
| Dividend per share (thebe)                 | 5.00   | 5.00   | 0        |
| Dividend cover (times)                     | 2.3  | 2.7  | (15)     |
| Cost to income ratio (percent)             | 47.64  | 41.25  | 15       |
| * Return on equity (percent)               | 24   | 31   | (23)     |
| ** Return on average assets (percent)      | 3.0  | 4.0  | (25)     |
| *** Capital adequacy ratio (percent)       | 19.22  | 19.28  | (0)      |
| Closing share price (thebe)                | 382  | 362  | 6        |
| Dividend yield - ordinary shares (percent) | 2.6  | 2.7  | (4)      |
| Price earnings ratio                       | 16.8   | 13.5   | 24       |

\* Cost to income ratio is based on total non-interest

expenditure including indirect taxation (Value Added Tax). \*\* Return on Equity is annualised and includes proposed

dividend (dividend reserve).

\*\*\* Return on average assets is annualised.

#### SUMMARISED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

|  | Unaudited<br>At<br>31 December<br>2015<br>P'000 | Unaudited<br>At<br>31 December<br>2014<br>P'000   | % Change  |
|--|---|---|---|
| ASSETS<br>Cash and short-term funds<br>Derivative financial instruments<br>Advances to banks<br>Net advances to customers<br>Investment securities and other investments<br>Current taxation<br>Due from related companies<br>Accounts receivable<br>Property and equipment<br>Goodwill    | 2,980,603<br>54,213<br>                         | 2,770,766<br>26,784<br>475,511<br>12,672,742<br>1,132,093<br>23,604<br>6,305<br>294,143<br>514,768<br>26,963    | 8<br>102<br>(100)<br>6<br>185<br>82<br>(24)<br>(23)<br>7      |
| Total assets   | 20,510,165                                      | 17,943,679  | 14  |
| LIABILITIES AND SHAREHOLDERS' FUNDS Liabilities Deposits from banks Deposits from customers Accrued interest payable Derivative financial instruments Current taxation Due to related companies Creditors and accruals Employee Liabilities Borrowings Deferred taxation Total liabilities | 313,183<br>16,410,600<br>114,124<br>16,424<br>  | 46,314<br>14,516,528<br>46,388<br>16,634<br><br>44,573<br>286,156<br>43,112<br>499,478<br>117,170<br>15,616,353 | 576<br>13<br>146<br>(1)<br><br>40<br>1<br>5<br>29<br>37<br>16 |
| Capital and reserves attributable to<br>ordinary equity holders<br>Stated capital<br>Reserves<br>Dividend reserve<br>Total equity  | 51,088<br>2,275,534<br>128,185<br>2,454,807     | 51,088<br>2,148,053<br>128,185<br>2,327,326   | 6<br>5  |
| Total equity and liabilities   | 20,510,165                                      | 17,943,679  | 14  |

#### CONTINGENCIES AND COMMITMENTS (OFF BALANCE SHEET ITEMS)

| Undrawn commitments to customers    | 1,548,658 | 1,271,112 | 22  |
|-------------------------------------|-----------|-----------|-----|
| Guarantees and letters of credit    | 1,064,281 | 1,081,734 | (2) |
| Total contingencies and commitments | 2,612,939 | 2,352,846 | 11  |

# **TOTAL BORROWINGS**

# P642<sup>million</sup>

A senior debt funding programme was launched and P238 million was successfully raised, bringing total borrowings to P642 million.

# **BALANCE SHEET**



Despite operating in an economy which is expected to post growth of no more than 1% in 2015, the Bank successfully grew its balance sheet by 14%.

# **GROWTH IN ADVANCES**



Given the pressures on the economy, the Bank continued to be prudent in its lending, but still achieved growth in advances of 6% on the prior year.

# UNAUDITED SUMMARISED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

|  | Stated<br>capital<br>P'000 | Other non-<br>distributable<br>reserves<br>P'000 | Equity settled<br>employee<br>benefits<br>reserve<br>P'000 | Retained<br>earnings<br>P'000 | Dividend<br>reserve<br>P'000 | Total<br>P'000 |
|--|----------------------------|--|--|-------------------------------|------------------------------|----------------|
| Balance at 1 July 2015                                 | 51,088                     | 55,189   | 14,570   | 2,043,132                     | 282,007                      | 2,445,986      |
| Profit for the period                                  | _                          | _  | —  | 290,828                       | _                            | 290,828        |
| Dividend paid - 2015 final                             | _                          | _  | —  | _                             | (282,007)                    | (282,007)      |
| Dividend proposed - 2016 interim                       | —                          | —  | —  | (128,185)                     | 128,185                      | _              |
| Transfer from equity settled employee benefits reserve | —                          | —  | (14,570)   | 14,570                        | —                            | —              |
| Balance at 31 December 2015                            | 51,088                     | 55,189   | _  | 2,220,345                     | 128,185                      | 2,454,807      |

# SUMMARISED CONSOLIDATED STATEMENT OF CASH FLOWS

|  | Unaudited<br>Six months<br>ended<br>31 December<br>2015<br>P'000 | Unaudited<br>Six months<br>ended<br>31 December<br>2014<br>P'000 | % Change |
|--|--|--|----------|
| Cash flows from operating activities                     |  |  |          |
| Cash generated by operations<br>Taxation paid            | 487,479<br>(77,271)  | 543,797<br>(109,070)   | (10)     |
|  | 410,208  | 434,727  |          |
| Change in funds from operating activities                | 1,826,579  | (456,765)  |          |
| Net generated from / (utilised in) operating activities  | 2,236,787  | (22,038)   |          |
| Net cash used in investing activities                    | (38,454)   | (19,006)   |          |
| Net cash used in financing activities*                   | (267,226)  | (315,199)  |          |
| Net increase / (decrease) in cash and cash equivalents   | 1,931,107  | (356,243)  |          |
| Cash and cash equivalents at the beginning of the period | 3,607,925  | 3,964,168  |          |
| Cash and cash equivalents at the end of the period       | 5,539,032  | 3,607,925  | 54       |
| Cash and short-term funds at the end of the period       |  |  |          |
| Cash and short-term funds                                | 2,980,603  | 2,770,766  | 8        |
| Investment in Bank of Botswana Certificates              | 2,558,429  | 837,159  | 206      |
|  | 5,539,032  | 3,607,925  | 54       |

\* Included in the financing activities is P238 million raised as part of the Senior Debt issuance programme during the period

# SUMMARISED SEGMENTAL REPORTING (UNAUDITED)

|   | Retail<br>P'000 | Business<br>P'000 | RMB<br>P'000 | WesBank<br>P'000 | Treasury<br>P'000 | Total<br>P'000 |
|---|-----------------|-------------------|--------------|------------------|-------------------|----------------|
| Six months ended 31 December 2015       |                 |                   |              |                  |                   |                |
| Income statement                        |                 |                   |              |                  |                   |                |
| Net Interest income                     | 152,972         | 114,986           | 65,783       | 35,734           | 62,174            | 431,649        |
| Non- interest income                    | 215,270         | 154,933           | 93,849       | 3,352            | (2,389)           | 465,015        |
| Total segment revenue                   | 368,242         | 269,919           | 159,632      | 39,086           | 59,785            | 896,664        |
| Impairment of advances                  |                 |                   |              |                  |                   | (96,611)       |
| Net income after impairment of advances |                 |                   |              |                  |                   | 800,053        |
| Total other expenditure                 |                 |                   |              |                  |                   | (416,331)      |
| Profit before indirect taxation         |                 |                   |              |                  |                   | 383,722        |
| Indirect taxation                       |                 |                   |              |                  |                   | (10,865)       |
| Profit before direct taxation           |                 |                   |              |                  |                   | 372,857        |
| Direct taxation                         |                 |                   |              |                  |                   | (82,029)       |
| Profit for the period                   |                 |                   |              |                  |                   | 290,828        |

#### STATEMENT OF FINANCIAL POSITION

| Net advances to customers         | 5,805,521 | 4,306,299 | 1,101,636 | 2,178,498 | _         | 13,391,954 |
|-----------------------------------|-----------|-----------|-----------|-----------|-----------|------------|
| Deposits from banks and customers | 2,902,714 | 5,318,101 | 6,514,015 | —         | 1,988,953 | 16,723,783 |

# SUMMARISED SEGMENTAL REPORTING (RESTATED) (UNAUDITED)

|   |                 |                   |              |                  |                   | _              |
|---|-----------------|-------------------|--------------|------------------|-------------------|----------------|
|   | Retail<br>P'000 | Business<br>P'000 | RMB<br>P'000 | WesBank<br>P'000 | Treasury<br>P'000 | Total<br>P'000 |
| Six months ended 31 December 2014       |                 |                   |              |                  |                   |                |
| Income statement                        |                 |                   |              |                  |                   |                |
| Net Interest income                     | 164,553         | 155,294           | 60,174       | 49,950           | 49,302            | 479,273        |
| Non- interest income                    | 174,800         | 142,532           | 103,738      | 3,449            | (5,204)           | 419,315        |
| Total segment revenue                   | 339,353         | 297,826           | 163,912      | 53,399           | 44,098            | 898,588        |
| Impairment of advances                  |                 |                   |              |                  |                   | (87,870)       |
| Net income after impairment of advances |                 |                   |              |                  |                   | 810,718        |
| Total other expenditure                 |                 |                   |              |                  |                   | (365,476)      |
| Profit before indirect taxation         |                 |                   |              |                  |                   | 445,242        |
| Indirect taxation                       |                 |                   |              |                  |                   | (5,191)        |
| Profit before direct taxation           |                 |                   |              |                  |                   | 440,051        |
| Direct taxation                         |                 |                   |              |                  |                   | (96,689)       |
| Profit for the period                   |                 |                   |              |                  |                   | 343,362        |
| STATEMENT OF FINANCIAL POSITION         |                 |                   |              |                  |                   |                |
| Net advances to customers               | 4,848,264       | 4,497,835         | 1,339,888    | 1,986,755        | _                 | 12,672,742     |
| Deposits from banks and customers       | 2,732,738       | 4,622,816         | 3,949,418    |                  | 3,257,870         | 14,562,842     |

Note: As part of the process of refining and embedding the segmentation model, the Bank has restated its prior year reported segmentation results.

# GLOBAL ECONOMIC OVERVIEW

Global markets have been fluctuating in a generally bearish trend. The Shanghai equity market plunge compounded with sharp yuan weakness has added to global market losses at the start of 2016

# Commentary on Unaudited Summarised financial results and dividend announcement

for the half year ended 31 December 2015

# GLOBAL ECONOMIC OVERVIEW

# Divergent growth remains in global markets

At the time of reporting, global markets have been fluctuating in a generally bearish trend. The Shanghai equity market plunge compounded with sharp yuan weakness has added to global market losses at the start of 2016. Brent oil has also dropped to below US\$30 per barrel which marks the lowest level in the past twelve years. Not only will this lead to deflationary pressures on oil importers, but the oil price is considered a general indicator of trends in the global economy.

Global growth is, however, expected over the next two years. Although the emerging markets are facing severe economic challenges, the major developed economies are maintaining steady growth. There is no clear sign yet of near-term improvements in commodity prices, which, together the strength of the US dollar, will continue to impede the recovery of commodity-dependent, exporting countries, and especially those with high levels of US dollar-denominated debt. Emerging markets will continue to struggle with the fallout of commodities leading to capital outflows, further currency weakness, increased debt and fiscal deficits, unemployment and stagnanting economies.

While the steady improvement in US economic activity is positive for the global economy, it has prompted the Federal Reserve to take the first step in its interest rate normalisation process by raising the rate by 0.25% on 16 December 2015.

The South African growth outlook has continued to deteriorate. Policy uncertainty following the recent changes in the Ministry of Finance, negative rating actions from rating agencies, slowing inward capital flows, the threat to mining jobs from very low commodity prices, and pro-cyclical monetary policy, will all weigh on domestic demand. The recent significant drop in the value of the Rand not only increases South Africa's cost of servicing its debts but also poses a threat of inflation in the near term.

Going into 2016, Sub-Saharan Africa's once dominant oil exporters, Angola and Nigeria, will continue to grapple with low oil prices. Middle income economies like South Africa, Zambia, Ghana and Botswana will not escape unscathed as their output remains vulnerable to a combination of supply-side shocks, unfavourable financing conditions and depressed commodity prices, all requiring considerable fiscal and monetary policy restraint.

We expect markets will continue to grapple with all these global headwinds throughout 2016. Currently there is no sign of a dramatic recovery in the near term.

# BOTSWANA ECONOMY

# SLOW DOWN IN ECONOMIC GROWTH

Forecasts indicate that the economy will have grown by no more that 1% in 2015, and that growth in 2016 will be subdued at 3.1% with risks to the downside. The aggregate growth numbers do not, however, reflect the diversified sectoral performance. Importantly, the non-mining private sector has been able to maintain positive growth in a period when the mining sector contracted. This robust performance of the non-mining sector now faces supply-side challenges such as water and power shortages, together with possible demand-side weakness from reduced consumer spending power.

3Q15 GDP figures reflect an economy under strain with GDP contracting by 3.5%, compared with growth of 4.0% in the same quarter of the prior year. The sectors which most contributed to the contraction were water and electricity (-114.9%), mining (-40.6%), and agriculture, which contracted 0.7% owing to the severe regional drought.

If the current moderate growth in the developed economies is maintained, and if this feeds into the prices of diamonds and other commodities, economic growth could accelerate from 2017, especially if Government is successful in its economic diversification strategy. Budget deficit of around 2% of GDP is expected for 2015, and with deficits also forecast for the next two years. The implementation of an Economic Stimulus Package (ESP), NDP11 and Vision 2036 should be a welcome boost to the economy if effectively implemented, and if the planned public private-partnerships are successful.

# INFLATION

Inflation is expected to remain within the Bank of Botswana's 3 - 6% target range. Inflation is forecast to reach 3.5% by the middle of 2016 before climbing back to 4% over the medium term. Potential water and electricity tariff increases, levies on alcohol, a drought-induced increase in food prices, and potential inflation spill overs from South Africa all pose upside risk to inflation, despite the cushion created by the prevailing strength of the pula against the rand. Low wage growth, contraction of employment in the mining sector and the high levels of consumer debt should counter the upward inflationary pressures on the supply side.

#### **RATES IMPLICATION**

The benign inflation outlook, positive current account and relatively high real interest rate differentials with trading partners, suggest that the interest rate may be subject to a further reduction, although we expect this to represent the bottom of the cycle. Despite very low nominal interest rates, it is noted that a number of structural factors are limiting credit growth which is expected to slow below 7% in 2016 in response to continued normalisation of property values and increased caution in credit supply policies.

# PULA EXCHANGE RATE

The growing challenges in South Africa's economic fundamentals have weighed heavily on the Pula. Some Pula movement against the SDR, particularly the Dollar has been on the back of the Rand weakness as BWP/USD closely tracks USD/ZAR. The recent upward adjustment of the crawling peg to 0.38% is aimed at stabilising the Pula in times of turbulence in emerging market currencies.

# BOTSWANA ECONOMY

## GROWTH

1%

Forecasts indicate that the economy will have grown by no more that 1% in 2015, and that growth in 2016 will be subdued at 3.1% with risks to the downside.

# 3.5%

Inflation is expected to remain within the Bank of Botswana's 3 – 6% target range. Inflation is forecast to reach 3.5% by the middle of 2016 before climbing back to 4% over the medium term.



# Commentary on Unaudited Summarised financial results and dividend announcement (continued)

# FINANCIAL PERFORMANCE

# STATEMENT OF FINANCIAL POSITION

Despite operating in an economy which is expected to post growth of no more than 1% in 2015, the Bank successfully grew its balance sheet by 14%. This growth was led by an increase in customer deposits of 13%. This was as a result of the Bank embarking on a successful deposit raising strategy following the banking sector experiencing tight liquidity constraints in the first half of 2015.

Additionally, to lengthen the liability tenure of the Bank, a senior debt funding programme was launched and P238 million was successfully raised, bringing total borrowings to P642 million. In an environment of low market credit growth, the excess liquidity was placed in investment securities. This positions the Bank well for productive credit growth opportunities.

Given the pressures on the economy, the Bank continued to be prudent in its lending, but still achieved growth in advances of 6% on the prior year. This growth emanated mainly from group schemes, where deductions are from source, and from both home loans and WesBank where each loan is secured by the asset. This deliberate approach is geared towards ensuring a healthy advances book and hence preserving and ensuring sustainability in the Bank's overall earnings. The Bank will continue to be cautious in extending credit and optimising recoveries, with a view to enhancing the quality of overall lending.

# STATEMENT OF COMPREHENSIVE INCOME

Faced with limited viable lending opportunities and a declining interest rate cycle, interest income fell by 2% on the prior period.

Despite the difficult economic conditions, and assisted by both priority focus on collection strategies and selective lending practices, growth in impairments was confined to 10%.

Non-interest income increased by 11%, reflecting the Bank's success in increasing transactional volumes through cross selling to its customer base, and by increasing the numbers of Automated Teller Machines (ATMs), Advance Deposit Taking Machines (ADTs) and clients using Online Banking.

Investments in the Bank's operating systems, resourcing for the increasing requirements for risk management and compliance, and introduction of new products, resulted in an increase in operating expenses of 19%. Retention strategies aimed at preserving talent within the Bank, together with the need to further resource the risk and compliance function, led to a 9% increase in employee benefit costs.

Profit before tax declined by 15% from first half of the prior year, compared to a year-on-year decline of 18% for the full year ended 30 June 2015. Our performance in the first half of the current year indicates an improving trend.

# LOOKING AHEAD

The Bank continues with its policy of embedding its segmentation model aimed at providing tailor-made products and solutions and superior service in line with customer-centric strategies, and accordingly is well positioned in what is a very competitive banking environment.

Notwithstanding the subdued expectations for the local and regional economies, the Directors are confident that the Bank is well placed to take advantage of certain carefully selected opportunities.

# CAPITAL MANAGEMENT

The Group's objectives when managing capital, which is a broader concept than "equity" as shown on the statement of financial position, is to ensure compliance with increasing regulatory requirements, safeguard shareholders' returns, continue as a going concern and maintain a strong capital base to support growth and development of the business.

The Group continues to manage its capital in line with the Board's approved capital management framework and Basel II, being the new Bank of Botswana requirements which will be adopted in Botswana in 2016.

As part of our capital management strategy, we assess on a regular basis if the Group is appropriately capitalised from an economic risk point of view. Economic capital is defined as the capital which the Group must hold, commensurate with its risk profile, under severe stress conditions. This is to give comfort to stakeholders that the Bank will be able to discharge its obligations to third parties in accordance with an indicated degree of certainty even under stress conditions and would continue to operate as a going concern.

The regulatory capital requirements are strictly observed when managing economic capital.

The Group's capital adequacy ratio, which excludes the dividend reserve, has been maintained at 19.22% as at 31 December 2015, and is above the Group's internal limit as well as the Bank of Botswana required ratio of 15%.

In line with the substantial growth in assets, the planned impact of the introduction of Basel II, and the effect that these factors will have on the capital adequacy ratio, the Directors believe that it is appropriate to continue with the prudent approach to capital management.

On this basis, the Directors propose that the interim dividend be maintained at 5.0 thebe per share.

#### EVENTS AFTER REPORTING DATE

There were no material events that occurred after the reporting date that require adjustment to the amounts recognised in the financial statements or that require disclosure.

#### **CORPORATE GOVERNANCE**

The Board and Management are responsible for ensuring that the Group's operations are conducted in accordance with all applicable laws and regulations, including the responsibility for ensuring the following:

- Adequate and effective management of corporate governance and risk and in accordance with recommended current best practice;
- Maintenance of appropriate internal controls including the reporting of material malfunctions;
- The Group's continued capability to operate as a going concern.

The Board comprises a majority of independent, non-executive Directors and meets regularly, overviews executive management performance and retains effective control over the Group. The Board is assisted by committees, which are responsible for different aspects of governance.

The main Board committees include Audit, Credit, Directors Affairs and Governance, Risk and Remuneration.

# SOCIAL RESPONSIBILITY

The Group remains aware of its social responsibility to the community, which function it performs through the FNBB Foundation.

The FNBB Foundation, which has an independent board, supporting educational, arts and culture, and social welfare development in Botswana by identifying beneficiaries who are in need and deserving of assistance, and where such assistance will have real and lasting benefits.

FNB Botswana has committed to contributing up to 1% of its profit after tax to the Foundation. Since the inception of the Foundation in 2001, the Group has made grants in excess of P45 million to the Foundation, and in turn, the Foundation has approved donations and pledges to qualifying beneficiaries. Details of the foundation and criteria for eligibility can be found at the Group's website: www.fnbbotswana.co.bw.

## **DECLARATION OF DIVIDEND**

Notice is hereby given that an interim dividend of 5.0 thebe per share has been declared for the half year ended 31 December 2015. The dividend will be paid on or about 25 March 2016 to shareholders registered at the close of business on 4 March 2016. The transfer registers will be closed from 7 March to 11 March 2016, both dates inclusive.

In terms of the Income Tax Act (Cap 52.01) as amended, withholding tax at the rate of 7.5% will be deducted by the Group from gross dividends. If a change of address or dividend instructions is to apply to this dividend, notification should reach the Transfer Secretaries by 8 March 2016.

## For and on behalf of the Board.



P D Stevenson Chairman

S L Bogatsu Chief Executive Officer

Gaborone, 26 January 2016

### **TRANSFER SECRETARIES**

PricewaterhouseCoopers (Proprietary) Limited Plot 50371, Fairgrounds PO Box 294 GABORONE

# DIRECTORS:

Peter D Stevenson (Chairman), Steven L Bogatsu (CEO - Executive Director) Jabulani R Khethe (Non-Executive Director), John K Macaskill (Non-Executive Director) Dorcas Kgosietsile (Non-Executive Director), Sifelani Thapelo (Non-Executive Director) Nelson D Mokgethi (Non-Executive Director), Mmasekgoa G Masire-Mwamba (Non-Executive Director) Michael W Ward (Non-Executive Director), Doreen Ncube (Non-Executive Director) Richard C Wright (Alternate to CEO)

Log on to **www.fnbbotswana.co.bw** to access our latest and historic financial reports.

## MARKETING & COMMUNICATIONS

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