

AUDITED ABRIDGED FINANCIAL STATEMENTS

for the year ended 29 February 2016



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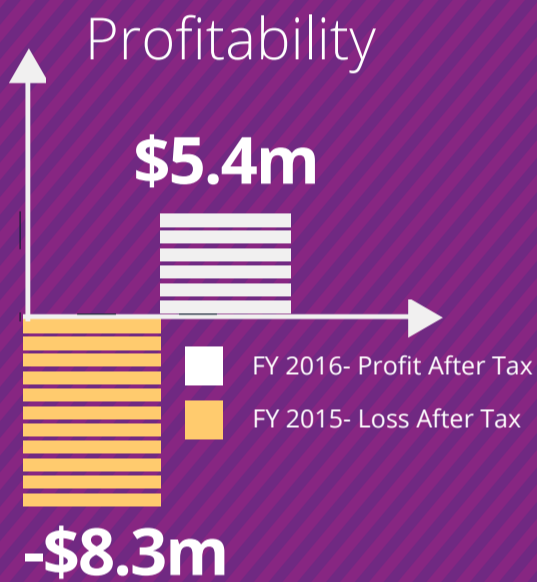
STEWARD BANK Your Money Our Commitment
A Subsidiary of Econet Wireless
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A Registered Commercial Bank Member of the Deposit Protection Corporation

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A Registered Commercial Bank Member of the Deposit Protection Corporation

"Our core purpose and strategic goal is to establish a financial services platform to provide banking services to every Zimbabwean, no matter who they bank with."



+23%
Revenue

Strong growth in transactional based revenue in line with strategic intent.

72%
Liquidity Ratio

More than double when compared to the minimum regulatory ratio of 30%

Tier 1 Capital
\$38.6m

38%

Reduction in Costs

Costs retreated by 38% on the back of business restructuring and optimisation initiatives.



+3000 Agents

FY15
35.0%

NPL

FY16
13.5%

The year 2015 saw significant growth for Steward Bank following rigorous business reorganisation and strategic alignment. Since takeover by Econet Wireless Zimbabwe Limited in 2013, I am pleased to announce that the Bank recorded its first full year profit before tax of US\$6.2 million from a loss before tax of US\$9.5 million in the previous year. We consider this to be a major step in our positioning as a leading financial services platform in the country, providing products and services to millions of Zimbabweans.

In the past few years, we have made some painful but strategic decisions, laying the foundation for growth through cost optimization, a rigorous clean-up of our loan book and refocusing of the business around our transactional banking model and supporting the EcoCash business country-wide. I would like to thank all our stakeholders for their patience during this re-organization process. We believe we have built the foundation for a leaner, stronger and technology driven business with the potential to compete both locally and globally.

Foundation Laid – The Future is Bright

Our core purpose and strategic goal is to make banking cost effective, universal and accessible to every Zimbabwean. In the year under review we have seen a significant increase in the number of new customers registering for the various services we offer. We have also registered an exponential increase in transaction count on our Card business, ATM, POS and other e-banking channels. We launched our hugely popular iSave account which has no monthly charges as a statement of intent on how serious we are about FREE banking. We registered and licensed 3,000 agents across the country contributing significantly to employment creation whilst increasing the number of serving points. Our universal agent banking platform provides banking services to every Zimbabwean no matter who they bank with. One of the Central Bank's key agenda is to promote financial inclusion and making banking services accessible to everyone no matter where they live. We believe we are firmly positioned to contribute to this vision.

A challenging operating Environment – United we can overcome

The evolving global commodity dynamics, evidenced by the decline of metal and tobacco prices in Q4 2014 into 2015 continues to present growth risks to commodity dependent economies such as Zimbabwe. The strengthening of the US dollar, which is our predominant trading currency has led to increased market volatility, coupled with the ongoing liquidity challenges.

Notwithstanding these tough macroeconomic headwinds, our business segments across electronic banking, retail and commercial banking all recorded growth. Our retail banking segment managed to grow the number of new customers by 60,000 in 2015 which we consider an

encouraging level of brand acceptance and preference by potential customers. Transactional Banking registered significant growth on the back of our universal banking platform. As a consequence, Steward Bank has become the second largest acquirer of ZimSwitch transactions in the country. The Bank recently launched and formalized the popular savings groups "mukando" by leveraging on our mobile capabilities to offer EcoCash Group Savings. Overall, the business has responded to the economic headwinds by innovating and simplifying our customer's requirements, reducing our costs, increasing efficiency and strong collaboration with other Econet group entities. This was evidenced by the launch of our financial solution for SMEs, the Zama Zama account which is bundled with services from Muzinda Hub (web development), OWNAI (access to markets) and Ecocash (merchant services and payroll).

Financial Performance

I am happy to report that for the first time since our birth as Steward Bank, the Bank has reported a full year profit before tax of \$6.2m for the financial year ended 29 February 2016. Our strategy has resulted in a smaller but more efficient balance sheet evidenced by our strong financial ratios in comparison with our peers. The Bank had a core capital base of \$38.6 million as at 29 February 2016 which exceeded the Reserve Bank of Zimbabwe's ("RBZ") minimum capital requirements of \$25 million. Our liquidity ratio stood at 72% over the same period, against a minimum regulatory ratio of 30%. Our loan to deposit ratio averaged 58% reflecting our cautious approach to lending. More significantly, as part of the clean-up process, we managed to reduce our NPL ratio from 35% in the previous year to 13.5% as at 29 February 2016.

Some Brownie Points – Awards Galore

During the financial year under reporting, Steward Bank and its management were recognized with a number of awards by various bodies. These include:-

1. Best Retail Bank Zimbabwe 2016 (Global Banking & Finance Review).
2. Best Bank for Card Services 2016 (Global Banking & Finance Review).
3. Most Innovative Digital Banking Product of the Year.
4. Top Leadership Excellence Bank of the Year Award.
5. Top Leadership Excellence CEO of the Year Award.
6. Zimbabwe Top Business Leader of the Year Award/Banking Industry.

These awards are dedicated to our customers whose demands allow us to continuously innovate and provide financial solutions to the many challenges they face. I give credit to our highly inspired Stewards who

have taken up the challenge to be market disruptors and innovators for the benefit of the Zimbabwean banking public.

Strengthening Corporate Governance and Board Developments

The Bank is committed to sound corporate governance practices. We have embarked on evaluation and alignment of the Bank's policies and procedures with the Zimbabwe National Code on Governance. In line with our continued emphasis to strengthen our corporate governance practices, in this financial year, the Board approved enhanced Board charters and policies.

Looking Into the Future

The Board is confident that our banking model, whilst different from that of our peers, represents what we believe is the FUTURE OF BANKING and positions us to serve the demands of a connected and cost sensitive clientele who are constantly looking to do banking services on the go, at the click of a button. In particular, our support of the EcoCash network will remain core to our strategy.

Appreciation

I would also like to announce my resignation as Steward Bank Board Chairman from April 2016 to pursue professional interests in the region. Whilst it's sad to say goodbye, I am immensely honored and privileged to have been part of the leadership that contributed to the Bank's turnaround. I am happy to be departing on the back of positive numbers.

On behalf of the Board, I would like to express profound gratitude to our staff, our valued customers, regulators, shareholders and key stakeholders for their confidence and continued support.

Dividend

No dividend will be declared.

Thank you and God bless you all.

OLUWATOMISIN ADEOLA FASHINA
CHAIRMAN

7 April 2016

AUDITED ABRIDGED FINANCIAL STATEMENTS

for the year ended 29 February 2016

CORPORATE GOVERNANCE

The Board of Directors recognises the importance of good corporate governance and is committed to conducting the business of the Bank with integrity and in accordance with generally accepted corporate practices in order to safeguard stakeholders' interests. The Board regularly reviews its structures and policies to ensure continued adherence to the governing instruments and international best practice. The Bank is committed to and supports the principles contained in the Reserve Bank of Zimbabwe ("RBZ") Guideline No. 01-2004/BSO as well as the King III Code which is an internationally recognized benchmark in Corporate Governance. The Bank is working to align with the Zimbabwe National Code on Governance.

BOARD OF DIRECTORS

The Board of Directors is responsible for the strategic direction and overall corporate governance of the Bank and ensuring that appropriate controls, systems and policies are in place. The Board monitors the implementation of these policies through a structured approach to reporting and accountability.

The Board of Directors is led by an independent Non-Executive Chairman, thereby ensuring constructive checks and balances between Executive management and the Board. Dr Lance Shingai Mambondiani, the Chief Executive Officer, was appointed as Executive Director during the year. The Board comprises a majority of Independent Non-Executive Directors who, together with the Executive Director, have an appropriate balance of skills, experience and expertise.

The Board held four (4) Board meetings during the year to assess risk, review performance and provide guidance to management.

Non-Executive Directors

Along with the Chairman and Executive Director, the Non-Executive Directors are responsible for ensuring that the Board fulfils its responsibilities under its Charter. The Non-Executive Directors combine diverse business and commercial experience with independent and objective judgement and provide independent challenge to the Executive team.

Independence of Directors

As required under the Board Charter, the majority of the Board, including the Chairman, are independent Directors. Directors must notify the Bank about any conflict of interest, potential material relationship with the Bank or circumstances relevant to their independence.

Transparency

The Board has unrestricted access to Company information, records, documents and management. Efficient and timely procedures for briefing Board members before Board meetings have been developed and implemented.

Board Committees

The Board has established and delegated specific roles and responsibilities to standing Committees, to assist it in discharging its mandate. The Committees meet quarterly or as necessary. Members of the Executive Committee and other management attend meetings of the various committees by invitation. Each Committee acts within written terms of reference approved by the Board and reviewed annually or as necessary. All Board Committees are chaired by Independent Non-Executive Chairpersons.

To assist the Board in the discharge of its responsibilities, the following standing Committees have been established namely:

- Board Audit Committee;
- Board Risk and Compliance Committee;
- Board Assets and Liabilities Committee;
- Board Credit Committee;
- Board Human Resources and Nominations Committee; and
- Board ICT Committee.

During the financial year, the Board established the Performance Review Committee which meets monthly to oversee and monitor the Bank's performance against the budget. This will include discussing and agreeing recommendations to the Board for corrective action.

Board Evaluation

The Board conducts an annual peer based performance evaluation of the effectiveness of its operations. The process entails the members collectively evaluating the effectiveness of the Board as well as each other individually as the members. The evaluation considers specific criteria such as structure of the Board, strategic leadership, effectiveness of Committees, attendance and participation of members and overall weaknesses noted. Action plans are put into place to address identified weaknesses with a view to continuously improving the performance and effectiveness of the Board and its members. The Board and Director Evaluation was concluded in March 2016 and the outcome was shared with the Reserve Bank of Zimbabwe.

Director Training and Development

Corporate Governance Training of the Board was conducted during the year. Training on Risk Management is scheduled in the next financial year.

Compliance

The Bank's Liquidity Ratio stood at 72% as at 29 February 2016 against the minimum prescribed ratio of 30%.

The audited Financial Statements for the year ended 29 February 2016 were approved at a meeting held on 7 April 2016.

AUDITOR'S STATEMENT

These financial results should be read in conjunction with the complete set of financial statements for the year ended 29 February 2016, which have been audited by Deloitte & Touche and an unmodified audit opinion issued thereon. The auditor's report on the financial results is available at the Company's registered office.

Deloitte & Touche
Harare, Zimbabwe

STATEMENT OF COMPREHENSIVE INCOME

For the year ended 29 February 2016

Notes	29 February 2016 US\$	28 February 2015 US\$
Interest and related income	3 9,049,092	7,262,076
Interest and related expense	4 (1,277,588)	(1,225,497)
Net interest income	7,771,504	6,036,579
Non-interest income	5 18,817,809	16,939,749
Impairment (charge)/ reversals:- Loans and advances	6 (1,772,507)	(3,251,676)
:- Loans and advances related to furniture customers	8 (476,893)	85,585
Net operating income	24,339,913	19,810,237
Operating expenditure	7 (18,136,703)	(29,293,976)
Profit/(loss) before tax	6,203,210	(9,483,739)
Income tax (expense)/credit	9 (791,130)	1,190,019
Profit/(loss) for the year	5,412,080	(8,293,720)
Other comprehensive income		
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:		
Loss arising on revaluation of property and equipment	(26,856)	-
Total comprehensive income/(loss) for the year	5,385,224	(8,293,720)

STATEMENT OF FINANCIAL POSITION

As at 29 February 2016

Notes	29 February 2016 US\$	28 February 2015 US\$
ASSETS		
Cash and cash equivalents	10 24,553,452	23,755,668
Financial assets at fair value through profit or loss	11 279,755	14,538,537
Loans and advances to customers	12 56,324,976	59,547,175
Loans and advances relating to furniture customers	13 1,622,598	3,292,051
Financial assets held-to-maturity	14 45,834,053	33,699,848
Other receivables	15 13,444,894	5,032,110
Investment property	16 4,647,906	3,430,267
Property and equipment	17 4,866,821	3,959,858
Intangible assets	18 6,222,347	5,692,935
Deferred tax asset	26 10,896,184	11,687,314
Total assets	168,692,986	164,635,763
EQUITY AND LIABILITIES		
EQUITY		
Share capital	19 4,077	4,077
Share premium	19 106,317,629	106,317,629
Other reserves	20 4,949,664	5,227,520
Accumulated loss	(42,379,882)	(48,042,962)
Total equity	68,891,488	63,506,264
LIABILITIES		
Deposits due to banks and customers	21 92,649,977	87,685,312
Loans and borrowings	22 3,565,302	8,840,300
Provisions	24 223,340	788,389
Other liabilities	25 3,362,879	3,815,498
Total liabilities	99,801,498	101,129,499
Total equity and liabilities	168,692,986	164,635,763

STATEMENT OF CHANGES IN EQUITY

For the year ended 29 February 2016

	Share capital US\$	Share premium US\$	Other reserves US\$	Accumulated loss US\$	Total US\$
Balance as at 28 February 2014	4,077	106,317,629	1,912,650	(36,434,372)	71,799,984
Total comprehensive loss	-	-	-	(8,293,720)	(8,293,720)
Loss for the year	-	-	-	(8,293,720)	(8,293,720)
Other comprehensive income	-	-	-	-	-
Impairment allowance for loans and advances	-	-	3,314,870	(3,314,870)	-
Balance as at 28 February 2015	4,077	106,317,629	5,227,520	(48,042,962)	63,506,264
Total comprehensive (loss)/income	-	-	(26,856)	5,412,080	5,385,224
Profit for the year	-	-	-	5,412,080	5,412,080
Other comprehensive loss	-	-	(26,856)	-	(26,856)
Impairment allowance for loans and advances	-	-	(251,000)	251,000	-
Balance as at 29 February 2016	4,077	106,317,629	4,949,664	(42,379,882)	68,891,488

STATEMENT OF CASH FLOWS

For the year ended 29 February 2016

	29 February 2016 US\$	28 February 2015 US\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(loss) before tax	6,203,210	(9,483,739)
Adjustments for:		
Change in operating assets	(5,998,235)	(44,372,904)
Change in operating liabilities	3,946,997	27,650,414
Other non-cash items	3,897,384	8,542,710
Net cash generated from/(used in) operations	8,049,356	(17,663,519)
Taxation paid	-	-
Net cash inflow/(outflow) from operating activities	8,049,356	(17,663,519)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	(1,153,249)	(2,717,479)
Purchase of intangible assets	(823,323)	(464,115)
Proceeds from disposal of financial assets at fair value	-	18,915,524
Proceeds from disposal of property and equipment	-	34,551
Net cash (outflow)/inflow from investing activities	(1,976,572)	15,768,481
CASH FLOWS FROM FINANCING ACTIVITIES		
Net (repayment of)/ proceeds from loans and borrowings	(5,275,000)	6,532,491
Net cash (outflow)/ inflow from financing activities	(5,275,000)	6,532,491
Net increase in cash and cash equivalents	797,784	4,637,453
Cash and cash equivalents at the beginning of the year	23,755,668	19,118,215
Cash and cash equivalents at the end of the year	24,553,452	23,755,668

NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

For the year ended 29 February 2016

1 GENERAL INFORMATION
Steward Bank Limited ("the Bank") was incorporated according to the laws of Zimbabwe on 9 October 1970 and was registered as a commercial bank in March 2008. Its registered office and principal place of business is 101 Union Avenue Building, 101 Kwame Nkrumah Avenue, Harare. The Bank's ultimate holding company is Econet Wireless Zimbabwe Limited.

The principal business of the Bank is to provide retail and corporate banking services in the key economic centres of Zimbabwe.

Currency of Account
These financial results are presented in United States dollars ("US\$"), being the functional and reporting currency of the primary economic environment in which the Bank operates.

2 BASIS OF PREPARATION

2.1 Statement of compliance
The Bank's audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and in a manner required by the Companies Act (Chapter 24:03), the relevant statutory instruments ("SI") SI 62/96 and SI 33/99 and the Zimbabwe Banking Act (Chapter 24:20).



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for the year ended 29 February 2016

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NOTES TO THE ABRIDGED FINANCIAL STATEMENTS (continued)
For the year ended 29 February 2016

29 RISK MANAGEMENT (Continued)

29.5 Reserve Bank Ratings

The Reserve Bank of Zimbabwe conducted an onsite inspection of the Bank in November 2014 and the final ratings that were determined on the Entity are detailed below:

29.5.1 CAMELS* Ratings

CAMELS Component	RBS** Ratings 30/11/2014
Capital Adequacy	1 - Strong
Asset Quality	4 - Weak
Management	2 - Satisfactory
Earnings	4 - Weak
Liquidity	2 - Satisfactory
Sensitivity to Market Risk	2 - Satisfactory
Composite Rating	3 - Fair

*CAMELS is an acronym for Capital Adequacy, Asset Quality, Management, Earnings, Liquidity and Sensitivity to Market Risk. The CAMELS rating system uses a scale of 1-5, where "1" is "Strong", "2" is "Satisfactory", "3" is "Fair", "4" is "Weak" and "5" is "Critical".

** RBS stands for Risk-Based Supervision

29.5.2 Summary risk matrix – 30 November 2014 onsite examination

Type of Inherent Risk	Level of Inherent Risk	Adequacy of Risk Management Systems	Overall Composite Risk	Direction of Overall Composite Risk
Credit	High	Acceptable	High	Stable
Liquidity	Moderate	Acceptable	Moderate	Stable
Interest Rate	Low	Acceptable	Low	Stable
Foreign Exchange	Low	Acceptable	Low	Stable
Strategic Risk	Moderate	Acceptable	Moderate	Stable
Operational Risk	Moderate	Acceptable	Moderate	Stable
Legal & Compliance Risk	Moderate	Acceptable	Moderate	Stable
Reputational Risk	Moderate	Acceptable	Moderate	Stable
Overall	Moderate	Acceptable	Moderate	Stable

KEY

Level of Inherent Risk:

Low – reflects a lower than average probability of an adverse impact on a banking institution's capital and earnings. Losses in a functional area with low inherent risk would have little negative impact on the banking institution's overall financial condition.

Moderate – could reasonably be expected to result in a loss which could be absorbed by a banking institution in the normal course of business.

High – reflects a higher than average probability of potential loss. High inherent risk could reasonably be expected to result in significant and harmful loss to the banking institution.

Adequacy of Risk Management Systems:

Weak – risk management systems are inadequate or inappropriate given the size, complexity and risk profile of the banking institution. Institution's risk management systems are lacking in important ways and therefore a cause of more than normal supervisory attention.

The internal control systems will be lacking in important aspects particularly as indicated by continued control exceptions or by the failure to adhere to written policies or procedures.

Acceptable – management of risk is largely effective but lacking to some modest degree. While the institution might be having some minor risk management weaknesses, these have been recognized and are being addressed. Management information systems are generally adequate.

Strong – management effectively identifies and controls all types of risk posed by the relevant functional areas or per inherent risk. The Board and senior management are active participants in managing risk and ensure appropriate policies and limits are put in place. The policies comprehensively define the bank's risk tolerance, responsibilities and accountabilities are effectively communicated.

Overall Composite Risk:

Low – would be assigned to low inherent risk areas. Moderate risk areas may be assigned a low composite risk where internal controls and risk management systems are strong and effectively mitigate much of the risk.

Moderate – risk management systems appropriately mitigates inherent risk. For a given low risk area, significant weaknesses in the risk management systems may result in moderate composite risk assessment. On the other hand, a strong risk management system may reduce the risk so that any potential financial loss from the activity would have only a moderate negative impact on the financial condition of the organization.

High – risk management systems do not significantly mitigate the high inherent risk. Thus, the activity could potentially result in a financial loss that would have a significant impact on the bank's overall condition.

Direction of Overall Composite Risk:

Increasing – based on the current information, risk is expected to increase in the next 12 months.

Decreasing – based on the current information, risk is expected to decrease in the next 12 months.

Stable – based on the current information, risk is expected to be stable in the next 12 months.

30 CAPITAL MANAGEMENT

The objective of the Bank's capital management is to ensure that it complies with the Reserve Bank of Zimbabwe (RBZ) requirements. In implementing the current capital requirements, the RBZ requires the Bank to maintain a prescribed ratio of total capital to total risk weighted assets. Risk weighted assets are arrived at by applying the appropriate risk factor as determined by the RBZ to the monetary value of the various assets as they appear on the Bank's statement of financial position.

Regulatory capital consists of:

- Tier 1 Capital ("the core capital"), which comprises of share capital, share premium, retained earnings (including the current year profit or loss), the statutory reserve and other equity reserves.

The core capital shall comprise not less than 50% of the capital base and portfolio provisions are limited to 1.25% of total risk weighted assets.

- Tier 2 Capital ("supplementary capital"), which includes subordinated term debt, revaluation reserves and portfolio provisions.

- Tier 3 Capital ("tertiary capital") relates to an allocation of capital to meet market and operational risks.

The Bank's regulatory capital position was as follows:

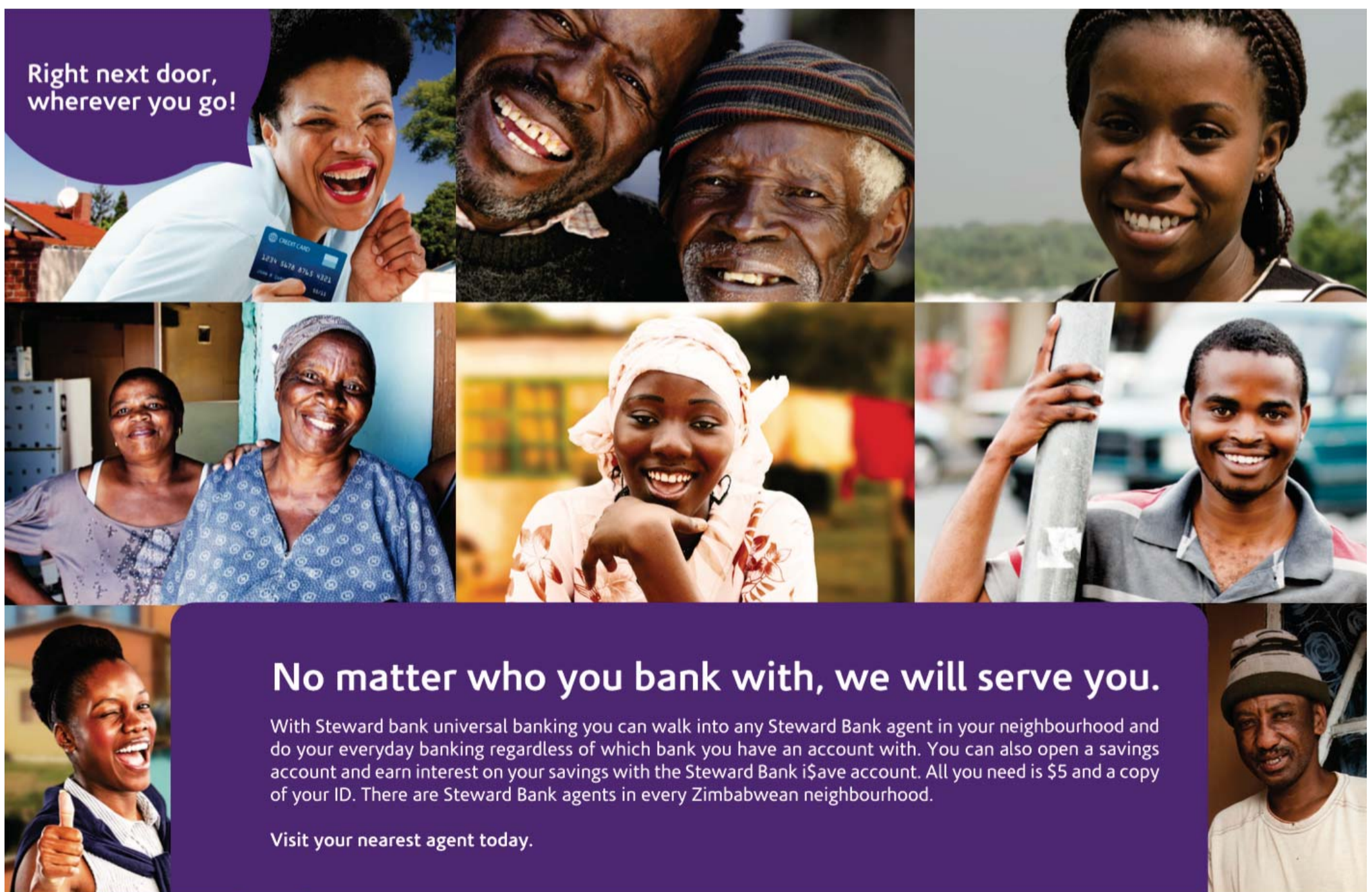
	29 February 2016 US\$	28 February 2015 US\$
Share capital	4,077	4,077
Share premium	106,317,629	106,317,629
Accumulated loss	(42,379,882)	(48,042,962)
Deferred tax asset	(10,896,184)	(11,687,314)
	53,045,640	46,591,430
Less: Capital allocated for market and operational risk	(2,399,213)	(2,400,917)
Advances to insiders	(12,003,802)	(1,774,997)
Guarantees to insiders	-	(88,389)
Tier 1 capital	38,642,625	42,327,127
Tier 2 capital		
Other reserves	-	26,856
General provisions	4,949,664	5,200,663
	4,949,664	5,227,519
Total Tier 1 and 2 capital	43,592,289	47,554,646
Tier 3 capital (sum of market and operational risk capital)	2,399,213	2,400,917
Total Capital Base	45,991,502	49,955,563
Total risk weighted assets	124,996,437	141,325,266
Tier 1 ratio	31%	30%
Tier 2 ratio	4%	4%
Tier 3 ratio	2%	1%
Total capital adequacy ratio	37%	35%
RBZ minimum requirement	12%	12%

31 EXTERNAL CREDIT RATINGS

	Most recent rating: September 2015	Previous rating: September 2014	Previous rating: December 2013
Rating agent: Global Credit Rating Co (GCR)	BBB-	BBB-	BBB-

32 GOING CONCERN

The Directors have assessed the ability of the Bank to continue as a going concern and believe that the preparation of these financial statements on a going concern basis is appropriate.



Right next door, wherever you go!

No matter who you bank with, we will serve you.

With Steward bank universal banking you can walk into any Steward Bank agent in your neighbourhood and do your everyday banking regardless of which bank you have an account with. You can also open a savings account and earn interest on your savings with the Steward Bank i\$ave account. All you need is \$5 and a copy of your ID. There are Steward Bank agents in every Zimbabwean neighbourhood.

Visit your nearest agent today.