Citizen Entrepreneurial Development Agency (CEDA)

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014

Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Index

The reports and statements set out below comprise the group annual financial statements presented to the members:

| Index  | Page    |
|--|---------|
| General Information                            | 1 - 2   |
| Directors' Responsibilities and Approval       | 3       |
| Directors' Report                              | 4 - 5   |
| Report of the Independent Auditors             | 6 - 7   |
| Blank page                                     | 8       |
| Statement of Comprehensive Income              | 9       |
| Statement of Financial Position                | 10      |
| Statement of Changes in capital and funding    | 11 - 12 |
| Statement of Cash Flows                        | 13      |
| Accounting Policies                            | 14 - 31 |
| Notes to the Group Annual Financial Statements | 32 - 61 |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### General Information

| Country of incorporation and do |
|---------------------------------|
|---------------------------------|

Nature of business and principal activities

### Botswana

The Citizen Entrepreneurial Development Agency ('CEDA") was established by the Government of the Republic of Botswana to provide financial and technical support for business development with the view of promoting viable and sustainable citizen owned business enterprises. CEDA was incorporated as a company limited by guarantee on 12 April 2001 and commenced operations in June 2001. In order to fulfil its objectives, CEDA provides the following

services:

- Financial assistance to enterprises in the form of loans, which are offered at subsidised interest rates and guarantees issued on behalf of entrepreneurs;
- Training and mentoring, providing management and marketing skills to the managers of its customers in order to enhance their opportunities for success;
- Provision of loan finance to young farmers;
- Provide access to finance for Small, Micro and Medium Enterprises (SMME) and to assist businesses operating in the SMME sector of the economy to fulfil the security requirements of commercial banks and other development financial institutions; and
- Provision of risk capital to citizen owned projects and joint ventures between citizens and non-citizens through CEDA Venture Capital Fund.

Registered office

Plot 54350, Four Thirty Square Phillip Matante Road

CBD

Gaborone

Business address

Plot 54350, Four Thirty Square

Phillip Matante Road

CBD Gaborone

Postal address

Private Bag 00504

Gaborone

Bankers

Standard Chartered Bank Botswana Limited Barclays Bank of Botswana

Limited

First National Bank of Botswana

Limited Banc ABC

Stanbic Bank Botswana Limited Bank Gaborone

Limited

Auditors

PricewaterhouseCoopers

Certified Auditors

Secretary

Cynthia Sebonego

Company registration number

CO/2001/2412

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Directors' Responsibilities and Approval

The directors are required in terms of the Companies Act (Chapter 42:01) to maintain adequate accounting records and are responsible for the content and integrity of the group annual financial statements and related financial information included in this report. It is their responsibility to ensure that the group annual financial statements fairly present the state of affairs of the group as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretation Committee ("IFRIC") interpretations issued by the International Accounting Standards Board and effective at the time of preparation of these financial statements. The external auditors are engaged to express an independent opinion on the group annual financial statements.

The group annual financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretation Committee ('IFRIC") interpretations issued by the International Accounting Standards Board and effective at the time of preparation of these financial statements and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgments and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the directors set standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the group and all employees are required to maintain the highest ethical standards in ensuring the group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the group is on identifying, assessing, managing and monitoring all known forms of risk across the group. While operating risk cannot be fully eliminated, the group endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the group annual financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the group's cash flow forecast for the year to 31 March 2015 and, in the light of this review and the current financial position, they are satisfied that the group has or has access to adequate resources to continue in operational existence for the foreseeable future.

The group annual financial statements set out on page 9 to 61, which have been prepared on the going concern basis, were approved by the board of directors on 16 IAN 200 and were signed on its behalf by:

Director

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Directors' Report

The directors have pleasure in submitting their report on the group annual financial statements of Citizen Entrepreneurial Development Agency (CEDA) for the year ended 31 March 2014.

### 1. Nature of business

There have been no material changes to the nature of the group's business from the prior year.

### 2. Review of financial results and activities

The consolidated group annual financial statements have been prepared in accordance with International Financial Reporting Standards. The accounting policies have been applied consistently compared to the prior year.

Full details of the financial position, results of operations and cash flows of the group are set out in these consolidated group annual financial statements.

### 3. Stated Capital

There were no changes in the stated capital of the company during the year under review.

### 4. Directors

The directors in office at the date of this report are as follows:

### 5. Fixed assets

There has been no major changes in the nature of the fixed assets of the company and the group during the year under review and the policy relating to their use.

### 6. Events after the reporting period

Refer to note 34 on the material subsequent events that occurred from reporting date to the date of signature of the annual financial statements.

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Directors' Report

### 7. Going concern

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of the business.

### 8. Auditors

PricewaterhouseCoopers are prepared to continue in office in accordance with the Companies Act (Chapter 42:01).

### 9. Secretary

The company secretary is Cynthia Sebonego.

Postal address

Private Bag 00504 Gaborone



### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CITIZEN ENTREPRENEURIAL DEVELOPMENT AGENCY

### Report on the financial statements

We have audited the group annual financial statements of Citizen Entrepreneurial Development Agency, which comprise the consolidated statement of financial position as at 31 March 2014, and the consolidated statement of comprehensive income, consolidated statement of changes in capital and funding and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 9 to 61.

### Directors' Responsibility for the Financial Statements

The company's directors are responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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



### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CITIZEN ENTREPRENEURIAL DEVELOPMENT AGENCY (continued)

**Opinion** 

In our opinion, the consolidated financial statements give a true and fair view of, the consolidated financial position of Citizen Entrepreneurial Development Agency as at 31 March 2014, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards.

Individual practicing member: Rudi Binedell

Registration number: 20040091

Gaborone 24 February 2020

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# Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Statement of Comprehensive Income

|  |            |     | Group         |               |  |  |
|--|------------|-----|---------------|---------------|--|--|
| Figures in Pula  | Notes      |     | 2014          | 2013          |  |  |
| Revenue  | 1          |     | 146 185 475   | 223 742 969   |  |  |
| Cost of sales  | 2          |     | (63 999 233)  | (117 861 743) |  |  |
| Gross profit   |            | 357 | 82 186 242    | 105 881 226   |  |  |
| Government grants  | <b>a</b> 3 |     | 341 356 179   | 218 674 600   |  |  |
| Other operating Income                                   | 4          |     | 14 685 013    | 32 976 162    |  |  |
| Textile grant expenses                                   | 5          |     | (1 356 760)   | (581 322)     |  |  |
| Operating expenses                                       | 6          |     | (73 701 594)  | (82 582 360)  |  |  |
| Management fees  | 7          |     | (4 293 333)   | (5 600 000)   |  |  |
| Staff expenses   | 8          |     | (103 401 993) | (99 104 076)  |  |  |
| Provision for guarantee claims                           | 559        |     | (7 476 055)   | (3 565 095)   |  |  |
| Profit arising on disposal of investments                | 9          |     | 2 350 000     | 26 265 619    |  |  |
| (charge) / release for impairment                        | 10         |     | (157 803 564) | (262 590 832) |  |  |
| Operating (loss)/ profit                                 |            |     | 92 544 135    | (70 226 079)  |  |  |
| Share of (loss)/ profits from associates                 | 4.0        |     | (3 033 333)   | (6 254 604)   |  |  |
| Finance cost   | 12         |     | (4 198 704)   | (7 028 240)   |  |  |
| Profit/(loss) before taxation                            |            |     | 85 312 098    | 83 508 923    |  |  |
| Taxation   | 13         |     | 768 485       | 311 022       |  |  |
| Profit/(loss) for the year<br>Other comprehensive income |            |     | 86 080 853    | (83 197 901)  |  |  |
| Gain on revaluation of property plant and equipment      |            |     | -             | 2 293 829     |  |  |
| Impairment on aircrafts                                  |            |     | φ             | (3 943 704)   |  |  |
| Total comprehensive income/(loss) for the year           |            |     | 86 080 583    | (84 847 776)  |  |  |
| Profit/(loss) attributable to :                          |            |     |               |               |  |  |
| Owners of the parent                                     |            |     | 114 024 773   | (69 079 148)  |  |  |
| Non-controlling interest                                 |            |     | (27 944 190)  | (14 118 753)  |  |  |
| 9  |            |     | 86 080 583    | (83 197 901)  |  |  |
| Total comprehensive income/(loss) attributable to:       |            |     |               |               |  |  |
| Owners of the parent                                     |            |     | 114 024 773   | (68 717 733)  |  |  |
| Non-controlling interest                                 |            |     | (27 944 190)  | (16 130 042)  |  |  |
|  |            |     | 86 080 583    | (84 847 776)  |  |  |

# Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014.

### Statement of Financial Position as at 31 March 2014

|   |                            | Group   |  |  |
|---|----------------------------|---|--|--|
| Figures in Pula   | Notes                      | 2014  | 2013   |  |
| Assets  |                            | 0   |  |  |
| Cash and cash equivalents   | 14                         | 246 209 191   | 98 443 759   |  |
| Loans and advances  | 15                         | 797 714 994   | 808 508 526  |  |
| Other assets  | 16                         | 89 380 964  | 117.730.127  |  |
| Investments in subsidiaries   | 17                         | 2   | :  |  |
| Investments in associates   | 18                         | 52 512 064  | 43 118 586   |  |
| Inventories   | 20                         | ÷   | 22 074 082   |  |
| Property, plant and equipment   | 22                         | 13 075 388  | 49 490 786   |  |
| Assets held for sale/distribution   | 19                         | 1   |  |  |
| Total assets  |                            | 1 198 892 602                                       | 1 139 365 866  |  |
| Accumulated losses  Capital and funding attributable to owners of the parent  |                            | (216 942 562)<br>1 037 374 362<br>(34 370 743)      | 933 464 689<br>(6 426 553)                                     |  |
| Non-controlling interest Total capital and funding  |                            | 1 003 003 619                                       | 927 038 136  |  |
| Liabilities  Bank overdrafts  Trade and other payables  Finance leases  Other financial liabilities  Deferred tax liabilities | 14<br>24<br>25<br>26<br>21 | 2 681 403<br>118 723 567<br>3 435 225<br>71 048 788 | 30 167 504<br>85 744 431<br>5 552 112<br>86 939 145<br>911 132 |  |
| Current tax liabilities   | 21                         | *   | 3 013 406  |  |
| Total liabilities   | 4-1                        | 195 888 983   | 212 327 730  |  |
| Total natifices  Total capital, funding and liabilities   |                            | 1 198 892 602                                       | 1 139 365 866  |  |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

# Statement of Changes in capital and funding for the year ended 31 March 2014

| Total Non- Total equity attributable to controlling equity holders of interest the group | 1 009 227 251 2 659 142 1 011 886 393 | (69 079 148) (14 118 753) (83 197 901) | 0 0 0 0 0 0 0                         |   | (1 932 415) (2 011 289) (3 943 704)  | 8 513 828                |   | (6 196 807) 6 196 807  | o (847 540) 847 540 | 933 464 689 (6 426 553) 927 038 136 |
|--|---------------------------------------|--|---------------------------------------|---|--|--------------------------|---|--|---------------------|-------------------------------------|
| Accumulated loss To att  | (268 269 287)                         | (69 079 148)                           |                                       |   |  |                          |   | (6 407 259)  | r                   | (336 089 405)                       |
| Revaluation reserve  | 17 064 019                            | (                                      | 2 293 348                             |   | (1 932 415)  | (8 513 828)              |   | 210 451  | 3                   | 9 121 575                           |
| Stated capital   | 1 260 432 519                         | bis                                    | ,                                     |   |  | 1                        |   |  |                     | 1 260 432 519                       |
| Figures in Pula  | Balance at 01 April 2012              | Other comprehensive income             | Gain on revaluation of motor vehicles | Impairment on revaluation of property, plant and equipment $^{\iota}$ | Transfer from revaluation reserve on disposal of property, plant and equipment | Transactions with owners | Dilution of interest due to issue of shares by subsidiaries | Acquisition of non - controlling interest in Delta Dairies $P  t_Y \rangle  L t_d )$ |                     | Balance at 31 March 2013            |

# Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

# Statement of Changes in capital and funding for the year ended 31 March 2014

| 5  | Stated capital | Revaluation | Revaluation Accumulated Total | Total                          | NO.          | Total parity  |
|--|----------------|-------------|-------------------------------|--------------------------------|--------------|---------------|
|  |                | reserve     | loss                          | attributable to                | controlling  | י סרמו פקטונץ |
| Figures in Pula  |                |             |                               | equity holders<br>of the group | interest     |               |
| Balance at 01 April 2013   | 1 260 432 519  | 9 121 575   | 9 121 575 (336 089 405)       | 933 464 689                    | (6 426 553)  | 927 038 136   |
| Profit for the year  | Ĩ              | 5           | 114 024 772                   | 114 024 772                    | (27 944 190) | 86 080 582    |
| Revaluation reserve  |                | 2 393 780   |                               | 2 393 780                      |              | 2 393 780     |
| Total comprehensive income for the year  | ï              | 2 383 780   | 114 024 772                   | 116 418 552                    | (27 944 190) | 88 474 362    |
| Write off of reserves on account of assets written off                         |                | (2 927 429) |                               | (2 927 429)                    |              | (2 927 429)   |
| Adjustment of capital  | (8 408 442)    | 1           | í                             | 0 (8 408 442)                  |              | (8 408 442)   |
| Transfer from revaluation reserve on disposal of property, plant and equipment | ï              | (5 122 069) | 5 122 069                     | S                              |              |               |
| Acquisition of non-controlling interest in PG Industries                       |                | (1 173 010) |                               | (1 1763 010)                   |              | (1 173 010)   |
| Total contributions and distribution to owners                                 | (8 408 442)    | (9 222 508) | 5 122 069                     | (12 8508 881)                  |              | (12 508 881)  |
| Balance at 31 March 2014   | 1 252 024 077  | 2 292 847   | 2 292 847 (216 942 562)       | 1 037 374 361                  | (34 370 743) |               |
| Note(s)  |                | 23          | 8                             |                                |              |               |

Citizen Entrepreneurial Development Agency (CEDA)
(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Statement of Cash Flows

| Not the real of the control of the state of | and the section of th | Group        |              |
|---|--|--------------|--------------|
| Figures in Pula`  | Notes  | 2014         | 2013         |
|   |  |              |              |
| Cash flows from operating activities:   |  |              |              |
| Cash generated from operations  |  | 214 339 092  | 37 009 918   |
| Income tax/ vat paid  |  | (3 013 406)  |              |
| Net cash generated from operating activities  | 27   | 211 325 686  | 37 009 918   |
| 0   | ٥  | ٥            |              |
| Cash flows from investing activities:   |  |              |              |
| Purchase of property, plant and equipment   |  | (8 158 716)  | (7 247 181)  |
| Proceeds on disposal of investment in associates  |  | 2 350 000    | 76 939 400   |
| Investment in associates net of interest capitalised  |  | (26 384 464) | (56 420 066) |
| Movement in investment in subsidiaries  |  | (6 617 000)  |              |
| Proceeds on disposal of plant and equipment   |  | 942 989      | 26 924 246   |
| Net cash used in investing activities:  |  | (37 867 191) | 40 196 399   |
| Cash flows from financing activities  |  |              |              |
| Interest paid   |  | (4 198 704)  | (7 028 240)  |
| Net movement in interest bearing loans  |  | (2 116 887)  | (23 708 914) |
| Net cash used in financing activities   |  | ( 6 315 591) | (30 737 154) |
|   |  |              |              |
| Net increase/decrease in cash and cash equivalents  |  | 167 142 904  | 46 469 163   |
| Cash at the beginning of the year   |  | 68 276 255   | 21 807 092   |
| Adjustment for Delta Dairies Over draft   |  | 8 108 629    | -            |
| Adjusted Cash at the beginning of the year  |  | 76 384 884   |              |
| Total cash at end of the year   | 14   | 243 527 788  | 68 276 255   |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1. Presentation of Group Annual Financial Statements

The annual financial statements of Citizen Entrepreneurial Development Agency ("CEDA") and its subsidiaries ("group") have been prepared in accordance with International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretation Committee ("IFRIC") interpretations issued by the International Accounting Standards Board and effective at the time of preparation of these financial statements. The group annual financial statements have been prepared on the historical cost basis as modified by the revaluation of property, plant and equipment, and incorporate the principal accounting policies set out below. They are presented in Botswana Pula.

### 1.1 Consolidation

### Basis of consolidation

The group annual financial statements incorporate the annual financial statements of the company and all investees which are controlled by the group and investees where the group has significant influence.

### Investment in subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group and de-consolidated from the date that control ceases.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the group. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any non-controlling interest. The excess of the cost of acquisition over the fair value of the group's share of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the statement of comprehensive income.

The results of the entities acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries and special purpose funds to bring their accounting policies in line with those used by CEDA. All intra-group transactions, balances, income and expenses and unrealised gains/losses on transactions between group companies are eliminated on consolidation. Transactions which result in changes in ownership levels, where the group has control of the subsidiary both before and after the transaction are regarded as equity transaction and are recognised directly in the statement of changes in equity.

### Non-controlling interests

The group applies a policy of treating those with non-controlling interest as those with parties internal to the group. Disposal to minority interest results in gains and losses for the group and are recorded in the statement of comprehensive incomes. Purchase from non-controlling interest result in goodwill being the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary. Losses of subsidiaries attributable to non-controlling interests are allocated to non-controlling interest even if this results in a debit balance being recognized for non-controlling interest.

The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the parent.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.1 Consolidation (continued)

Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest.

### Investment in associates

An associate is an entity over which the group has significant influence and which is neither a subsidiary nor a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

An investment in associate is accounted for using the equity method, except when the investment is classified as held-for-sale in accordance with IFRS 5 Non-current assets held-for-sale and discontinued operations. Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost adjusted for post acquisition changes in the group's share of net assets of the associate, less any impairment losses.

Losses in an associate in excess of the group's interest in that associate are recognised only to the extent that the group has incurred a legal or constructive obligation to make payments on behalf of the associate.

Any goodwill on acquisition of an associate is included in the carrying amount of the investment, however, a gain on acquisition is recognised immediately in profit or loss.

Profits or losses on transactions between the group and an associate are eliminated to the extent of the group's interest therein.

When the group reduces its level of significant influence or loses significant influence, the group proportionately reclassifies the related items which were previously accumulated in equity through other comprehensive income to profit or loss as a reclassification adjustment. In such cases, if an investment remains, that investment is measured to fair value, with the fair value adjustment being recognised in profit or loss as part of the gain or loss on disposal.

### 1.2 Significant judgements and sources of estimation uncertainty

In preparing the group annual financial statements, management is required to make estimates and assumptions that affect the amounts represented in the group annual financial statements and related disclosures. Use of available information and the application of judgement is inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the group annual financial statements. Significant judgements include:

### Trade receivables and Loans and receivables

The group assesses its trade receivables and loans and receivables for impairment at the end of each reporting period. In determining whether an impairment loss should be recorded in profit or loss, the group makes judgements as to whether there is observable data indicating a measurable decrease in the estimated future cash flows from a financial asset.

### Impairment testing

### Impairment losses on loans and advances

In determining whether an impairment loss should be recorded in the statement of comprehensive income, the group makes judgements as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows from an individual loan or a portfolio of loans before the decrease can be identified with an individual loan in that portfolio.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### **Accounting Policies**

### 1.2 Significant judgements and sources of estimation uncertainty (continued)

This evidence may include observable data indicating that there has been an adverse change in the payment status of borrowers in a group, or national or local economic conditions that correlate with defaults on assets in the group. Management uses estimates based on historical loss experience for assets with credit risk characteristics and objective evidence of impairment similar to those in the portfolio when scheduling its future cash flows. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any differences between loss estimates and actual loss experience.

The historical loss experience is based on a 12 month observation period of loans in arrears moving into default, with default defined as loans in arrears greater than 150 days or loans which have been classified as non-performing. Objective evidence of impairment is assumed to be evident once a loan moves to more than 90 days in arrears.

The projected future cash flows of the loans which reflect objective evidence of default are based on the historical recovery experience of a representative sample of non-performing loans. The projected future cash flows are discounted at the ruling contract rate

Recovery rate experience is the average duration that a classified account is expected to be recovered over a specified amount of time. The recovery rate experience is dependent on the nature of security and duration of the original loan granted. The security percentage realisable is calculated using the value as at the reporting date. Where recent valuation is not held, either external data may be used to validate the difference, i.e. movements in the price indices or justification should be provided to demonstrate that the value used is still an accurate reflection of the security value.

Allowance for slow moving, damaged and obsolete stock

An allowance for stock to write stock down to the lower of cost or net realisable value. Management has made estimates of the selling price and direct cost to sell on certain inventory items. The write down is included in the operating profit note. During the year write downs amounted to P15 131 681(2013: P2 020 826).

### Specific impairment provision considerations

Management periodically evaluate all loans that have been rescheduled on payment terms or moratorium period. These loans are impaired by comparing the holding value to recoverable security values. This is accounted for as a specific provision

Sensitivity analysis on impairment provision as per management's estimates is shown as follows:

| 31 March 2014       | Existing<br>impairment<br>allowance |              | ges in Emergence<br>riod | Impact on<br>changes in Roll<br>rates | Impact on<br>changes in<br>Roll rates | Impact on ch<br>Recovery ex | _      |
|---------------------|-------------------------------------|--------------|--------------------------|---------------------------------------|---------------------------------------|-----------------------------|--------|
| P'000               |                                     | (+) 3 months | (-) 3 months             | (-)5%                                 | (+)5%                                 | (+)5%                       | (-)5%  |
| Portfolio provision | 755 307                             | 2 165        | (2 165)                  | (46 610)                              | 46 610                                | (7 941)                     | 7 941  |
| Specific provision  | 39 637                              | -            | -                        | -1                                    | - 2                                   | (9 528)                     | 9 528  |
| Total provision     | 794 944                             | 2 165        | (2 165)                  | (46 610)                              | 46 610                                | (17 469)                    | 17 469 |
| 31 March 2013       | Existing impairment allowance       |              | es in Emergence<br>iod   | Impact on<br>changes in Roll<br>rates | Impact on<br>changes in<br>Roll rates | Impact on ch<br>Recovery ex | _      |
| P'000               |                                     | (+) 3 months | (-) 3 months             | (-)5%                                 | (+)5%                                 | (+)5%                       | (-)5%  |
| Portfolio provision | 595 649                             | (3 324)      | 3 324                    | (54 095)                              | 54 095                                | (41 125)                    | 41 125 |
| Specific provision  | 90 453                              |              |                          | -                                     | 2                                     | (13 537)                    | 14 242 |
| Total provision     | 686 102                             | (3 324)      | 3 324                    | (54 095)                              | 54 095                                | (54 662)                    | 55 367 |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.2 Significant judgements and sources of estimation uncertainty (continued)

### Impairment losses on investments

At each reporting date, the group reviews the carrying amount of its investments with respect to results of the portfolio investments to determine whether there is any indication that those investments have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, its carrying amount is reduced to its recoverable amount. Impairment losses are recognised in the statement of comprehensive income.

### Provisions

Provisions are raised when management determine an estimate based on the information available. Provisions for Guarantees as at year end were P33 368 856 (2013: P25 892 802).

### Taxation

Judgement is required in determining the provision for income taxes due to the complexity of legislation. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

The group recognises the net future tax benefit related to deferred income tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future. Assessing the recoverability of deferred income tax assets requires the group to make significant estimates related to expectations of future taxable income. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the group to realise the net deferred tax assets recorded at the end of the reporting period could be impacted.

### 1.3 Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset when:

- it is probable that future economic benefits associated with the item will flow to the company; and
- the cost of the item can be measured reliably.

Property, plant and equipment is initially measured at cost.

Costs include costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to, or replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

Plant and equipment is carried at revalued amount, being the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Property, plant and equipment are depreciated on a straight line basis over their expected useful lives to their estimated residual value.

Property, plant and equipment is carried at cost less accumulated depreciation and any impairment losses.

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014

### **Accounting Policies**

### 1.3 Property, plant and equipment (continued)

The useful lives of items of property, plant and equipment have been assessed as follows:

Average useful life Item Not depreciated Land Buildings 40 years Leasehold property Lease period Plant and machinery 6 years Motor vehicles 4 years 10 years Office furniture & fittings Computer equipment 4 years Computer software 3 years Aircrafts 20 years

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting period. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

Depreciation charge for each period is recognised in profit or loss unless it is included in the carrying amount of another asset.

The gain or loss arising from the derecognition of an item of property, plant and equipment is included in profit or loss when the item is derecognised. The gain or loss arising from the derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

### 1.4 Financial instruments

### Classification

The group classifies financial assets and financial liabilities into the following categories:

- · Financial assets at fair value through profit or loss held fortrading
- Financial assets at fair value through profit or loss designated
- Held-to-maturity investment
- Loans and receivables
- Available-for-sale financial assets
- Financial liabilities at fair value through profit or loss held for trading
- Financial liabilities at fair value through profit or loss designated
- Financial liabilities measured at amortised cost

Classification depends on the purpose for which the financial instruments were obtained /incurred and takes place at initial recognition. Classification is re-assessed on an annual basis, except for derivatives and financial assets designated as at fair value through profit or loss, which shall not be classified out of the fair value through profit or loss category.

Financial assets classified as at fair value through profit or loss which are no longer held for the purposes of selling or repurchasing in the near term may be reclassified out of that category:

- in rare circumstances
- if the asset met the definition of loans and receivables and the entity has the intention and ability to hold the asset for the foreseeable future or until maturity.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.4 Financial instruments (continued)

No other reclassifications may be made into or out of the fair value through profit or loss category. A financial asset classified as available-for-sale that would have met the definition of loans and receivables may be reclassified to loans and receivables if the entity has the intention and ability to hold the asset for the foreseeable future or until maturity.

### Initial recognition and measurement

Financial instruments are recognised initially when the group becomes a party to the contractual provisions of the instruments.

The group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

Financial instruments are measured initially at fair value, except for equity investments for which a fair value is not determinable, which are measured at cost and are classified as available-for-sale financial assets.

For financial instruments which are not at fair value through profit or loss, transaction costs are included in the initial measurement of the instrument.

Transaction costs on financial instruments at fair value through profit or loss are recognised in profit or loss.

### Subsequent measurement

Financial instruments at fair value through profit or loss are subsequently measured at fair value, with gains and losses arising from changes in fair value being included in profit or loss for the period.

Net gains or losses on the financial instruments at fair value through profit or loss include dividends and interest.

Loans and receivables are subsequently measured at amortised cost, using the effective interest method, less accumulated impairment losses.

Held-to-maturity investments are subsequently measured at amortised cost, using the effective interest method, less accumulated impairment losses.

Available-for-sale financial assets are subsequently measured at fair value. This excludes equity investments for which a fair value is not determinable, which are measured at cost less accumulated impairment losses.

Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in equity until the asset is disposed of or determined to be impaired. Interest on available-for-sale financial assets calculated using the effective interest method is recognised in profit or loss as part of other income. Dividends received on available-for-sale equity instruments are recognised in profit or loss as part of other income when the group's right to receive payment is established.

Changes in fair value of available-for-sale financial assets denominated in a foreign currency are analysed between translation differences resulting from changes in amortised cost and other changes in the carrying amount. Translation differences on monetary items are recognised in profit or loss, while translation differences on non-monetary items are recognised in other comprehensive income and accumulated in equity.

Financial liabilities at amortised cost are subsequently measured at amortised cost, using the effective interest method.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.4 Financial instruments (continued)

### Impairment of financial assets

At each reporting date the group assesses all financial assets, other than those at fair value through profit or loss, to determine whether there is objective evidence that a financial asset or group of financial assets has been impaired.

For amounts due to the group, significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy and default of payments are all considered indicators of impairment.

In the case of equity securities classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is considered an indicator of impairment. If any such evidence exists for available- for-sale financial assets, the cumulative loss - measured as the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss - is removed from equity as a reclassification adjustment to other comprehensive income and recognised in profit or loss.

Impairment losses are recognised in profit or loss.

Impairment losses are reversed when an increase in the financial asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to the restriction that the carrying amount of the financial asset at the date that the impairment is reversed shall not exceed what the carrying amount would have been had the impairment not been recognised.

Reversals of impairment losses are recognised in profit or loss except for equity investments classified as available-for-sale.

Impairment losses are also not subsequently reversed for available-for-sale equity investments which are held at cost because fair value was not determinable.

Where financial assets are impaired through use of an allowance account, the amount of the loss is recognised in profit or loss within operating expenses. When such assets are written off, the write off is made against the relevant allowance account. Subsequent recoveries of amounts previously written off are credited against operating expenses.

### Loans to/(from) related parties

These include loans to/(from) entities under the same control and are recognised initially at fair value plus direct transaction costs.

Loans to related parties are classified as loans and advances.

Loans from related parties are classified as financial liabilities measured at amortised cost.

### Loans to shareholders, directors, managers and employees

These financial assets are classified as loans and advances.

### Trade and other receivables

Trade receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### **Accounting Policies**

### 1.4 Financial instruments (continued)

The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in profit or loss within operating expenses. When a trade receivable is uncollectable, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against operating expenses in profit or loss.

Trade and other receivables are classified as other assets.

### Trade and other payables

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are initially and subsequently recorded at fair value.

### Bank overdraft and borrowings

Bank overdrafts and borrowings are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the group's accounting policy for borrowing costs.

### 1.5 Tax

### Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

### Deferred tax assets and liabilities

A deferred tax asset is recognised for the carry forward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.5 Tax (continued)

### Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or a different period, to other comprehensive income, or
- a business combination.

Current tax and deferred taxes are charged or credited to other comprehensive income if the tax relates to items that are credited or charged, in the same or a different period, to other comprehensive income.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly in equity.

### 1.6 Leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

### Finance leases - lessee

Finance leases are recognised as assets and liabilities in the statement of financial position at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation.

The discount rate used in calculating the present value of the minimum lease payments is the interest rate implicit in the lease.

The lease payments are apportioned between the finance charge and reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate on the remaining balance of the liability.

### Operating leases - lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term. The difference between the amounts recognised as an expense and the contractual payments are recognised as an operating lease asset. This liability is not discounted.

Any contingent rents are expensed in the period they are incurred.

### 1.7 Inventories

Inventories are measured at the lower of cost and net realisable value.

Inventories are measured at the lower of cost and net realisable value on the first-in-first-out basis.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.7 Inventories (continued)

The cost of inventories of items that are not ordinarily interchangeable and goods or services produced and segregated for specific projects is assigned using specific identification of the individual costs.

When inventories are sold, the carrying amount of those inventories are recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, are recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

### 1.8 Assets held for sale (and) (disposal groups)

Assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Assets held for sale (or disposal group) are measured at the lower of its carrying amount and fair value less costs to sell.

Asset is not depreciated (or amortised) while it is classified as held for sale, or while it is part of a disposal group classified as held for sale.

Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale are recognised in profit or loss.

### 1.9 Impairment of assets

The group assesses at each end of the reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the group estimates the recoverable amount of the asset.

Irrespective of whether there is any indication of impairment, the group also:

- tests intangible assets with an indefinite useful life or intangible assets not yet available for use for impairment annually by comparing its carrying amount with its recoverable amount. This impairment test is performed during the annual period and at the same time every period.
- tests goodwill acquired in a business combination for impairment annually.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. Any impairment loss of a revalued asset is treated as a revaluation decrease.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.9 Impairment of assets (continued)

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

### 1.10 Stated capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Ordinary shares are classified as equity.

If the group reacquires its own equity instruments, the consideration paid, including any directly attributable incremental costs (net of income taxes) on those instruments are deducted from equity until the shares are cancelled or reissued. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the group's own equity instruments. Consideration paid or received shall be recognised directly in equity.

### 1.11 Employee benefits

### Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

### 1.12 Provisions and contingencies

Provisions are recognised when:

- the group has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision.

Provisions are not recognised for future operating losses.

If an entity has a contract that is onerous, the present obligation under the contract shall be recognised and measured as a provision.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.12 Provisions and contingencies (continued)

A constructive obligation to restructure arises only when an entity:

- has a detailed formal plan for the restructuring, identifying at least:
  - the business or part of a business concerned;
  - the principal locations affected;
  - the location, function, and approximate number of employees who will be compensated for terminating their services;
    - the expenditures that will be undertaken; and
    - when the plan will be implemented; and
- has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features to those affected by it.

After their initial recognition contingent liabilities recognised in business combinations that are recognised separately are subsequently measured at the higher of:

- the amount that would be recognised as a provision; and
- the amount initially recognised less cumulative amortisation.

Contingent assets and contingent liabilities are not recognised but are disclosed in note 32.

### 1.13 Government grants

Government grants are recognised when there is reasonable assurance that:

- the group will comply with the conditions attaching to them; and
- · the grants will be received.

Government grants are recognised as income over the periods necessary to match them with the related costs that they are intended to compensate.

A government grant that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs is recognised as income of the period in which it becomes receivable.

Government grants related to assets, including non-monetary grants at fair value, are presented in the statement of financial position by setting up the grant as deferred income or by deducting the grant in arriving at the carrying amount of the asset.

Grants related to income are presented as a credit in the profit or loss (separately).

Repayment of a grant related to income is applied first against any un-amortised deferred credit set up in respect of the grant. To the extent that the repayment exceeds any such deferred credit, or where no deferred credit exists, the repayment is recognised immediately as an expense.

Repayment of a grant related to an asset is recorded by increasing the carrying amount of the asset or reducing the deferred income balance by the amount repayable. The cumulative additional depreciation that would have been recognised to date as an expense in the absence of the grant is recognised immediately as an expense.

### 1.14 Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business net of discounts and sales related taxes.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.14 Revenue (continued)

### Interest income

Interest income for all interest-bearing financial instruments except for those classified as held for trading or designated at fair value through profit or loss are recognised within 'interest income' in the statement of comprehensive income using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or when appropriate a shorter period to the net carrying amount of the financial asset. When calculating the effective interest rate the group estimates cash flows considering all contractual terms of the financial instrument (for example prepayment options) but does not consider future credit losses. The calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate transaction costs and all other premiums or discounts.

Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss interest income is recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

### Fees and commission

The company recognises fees charged to customers in the statement of comprehensive income on the accruals basis when a service is rendered and payment is due.

Dividends are recognised in profit or loss when the company's right to receive payment has been established.

The group recognises fees charged to customers in the statement of comprehensive income on the accruals basis when a service is rendered and payment is due.

### Salvage and subrogation reimbursements

The group has the right to pursue third parties for payment of some or all of the costs. Salvage income comprise recoveries from the loans in default for which claims by participating banks were already paid. Salvage income is accounted for as and when it is realised.

### Recovery of Micro Credit Scheme debts

The group receives from time to time net proceeds from collections relating to the loans advances by the Micro Credit Scheme which were fully provided prior to the winding up of this scheme but are still being pursued by debt collectors. Such proceeds are recognised as other operating income and are credited to the Statement of comprehensive income.

### Insurance Premiums

Insurance premiums comprise revenue charged by CEDA Credit Guarantee Scheme ("CCGS") on the balance of the loans guaranteed by CCGS at the beginning of the year at the rate of 1.5% and the period covered is twelve months. Premiums on loans that are guaranteed during the year are charged proportionally over the coverage period up to year end. Premiums are shown in the statement of comprehensive income before any deductions.

### Financial Assistance Policy (FAP) grants

The financial statements reflect only approved FAP grants which were disbursed during the year. Amounts refundable for FAP claims made in excess of entitlement and other balances recovered as a result of non-compliance with the FAP agreements are accounted for on the receipts basis.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 1.15 Cost of sales

When inventories are sold the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized. The amount of any write-down of inventories to net realizable value and all losses of inventories are recognized as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories arising from an increase in net realizable value is recognized as a reduction in the amount of inventories recognized as an expense in the period in which the reversal occurs.

The related cost of providing services recognized as revenue in the current period is included in cost of sales.

### 1.16 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

### 1.17 Translation of foreign currencies

### Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Pula, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At the end of the reporting period:

foreign currency monetary items are translated using the closing rate

onn-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and

on non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous group annual financial statements are recognised in profit or loss in the period in which they arise.

When a gain or loss on a non-monetary item is recognised to other comprehensive income and accumulated in equity, any exchange component of that gain or loss is recognised to other comprehensive income and accumulated in equity. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss. Cash flows arising from transactions in a foreign currency are recorded in Pula by applying to the foreign currency amount the exchange rate between the Pula and the foreign currency at the date of the cash flow.

### 1.18 Insurance claim expenses

Insurance claims and loss adjustment expenses are charged to the statement of comprehensive income as incurred based on:

(i) The actual claims submitted by the participating banks; and

(ii) Estimated liabilities for compensation to participating banks (as determined in the provision note below)

This includes direct or indirect claim settlement costs and arise from events that have occurred up to the reporting date even if they have not been reported to the group. The group recognises its liability when a loan granted by the participating banks fall in arrears for more than four months and the liability is estimated as the 75% of the outstanding capital plus interest up to a maximum of twelve months on the capital balance.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### **Accounting Policies**

### 1.19 Financial guarantee contracts

Financial guarantee contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument. Such financial guarantees are given to banks on behalf of customers to secure loans, overdrafts and other banking facilities.

Financial guarantees are initially recognised in the financial statements at fair value on the date the guarantee was given. Subsequent to initial recognition, the bank's liabilities under such guarantees are measured at the higher of the initial measurement, less amortisation-calculated to recognise in the statement of comprehensive income the fee income earned on a straight line basis over the life of the guarantee and the best estimate of the expenditure required to settle any financial obligation arising at the reporting date. These estimates are determined based on experience of similar transactions and history of past losses, supplemented by the judgement of management. Any increase in the liability relating to guarantees is taken to the statement of comprehensive income under other operating expenses.

### Outstanding claims payable

This is a provision for claims payable for which the participating banks have submitted claims in accordance with the Agency Agreement.

### Provision for guaranteed loans in arrears

The Agency Agreement defines that a borrower is deemed to be in default on a loan, if they fail to meet their scheduled payment obligations for four consecutive months before a participating bank can submit a claim under the scheme. Provision for claims comprise the portion of the loss expected to be incurred by the group for the guaranteed loans that are four months or more in arrears but not yet claimed by the bank.

Citizen Entrepreneurial Development Agency (CEDA)
(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### **Accounting Policies**

### 2. New Standards and Interpretations

### 2.1 Standards and interpretations effective and adopted in the current year

In the current year, the group has adopted the following standards and interpretations that are effective for the current financial year and that are relevant to its operations:

|   | Standard/Interpretation:  | Effective date:<br>Years beginning<br>on or after | Expected impact:                             |
|---|---|---|--|
| 0 | IFRS 1 - Annual Improvements for 2009 - 2011 cycle  | 01 January 2013                                   | The impact of the amendment is not material. |
| o | Government Loans (Amendment to IFRS 1)  | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IAS 1 - Annual Improvements for 2009 - 2011 cycle   | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IAS 16 - Annual Improvements for 2009 - 2011 cycle  | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IAS 34 - Annual Improvements for 2009 - 2011 cycle  | 01 January 2013                                   | The impact of the amendment is not material. |
| • | Consolidated Financial Statements, Joint Arrangements and Disclosures of Interests in Other Entities: Transition Guidance | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine  | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IAS 27 Separate Financial Statements  | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IFRS 10 Consolidated Financial Statements   | 01 January 2013                                   | The impact of the amendment is not material. |
| 0 | IFRS 11 Joint Arrangements  | 01 January 2013                                   | The impact of the amendment is not material. |
| ٥ | IAS 19 Employee Benefits Revised  | 01 January 2013                                   | The impact of the amendment is not material. |
| ٠ | IFRS 12 Disclosure of Interests in Other Entities   | 01 January 2013                                   | The impact of the amendment is not material. |
| ٥ | Disclosures - Offsetting Financial Assets and Financial Liabilities (Amendments to IFRS 7)                                | 01 January 2013                                   | The impact of the amendment is not material. |
| c | IAS 1 Presentation of Financial Statements  | 01 January 2013                                   | The impact of the amendment is not material. |

# Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Accounting Policies

### 2.2 Standards and interpretations not yet effective

The group has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the group's accounting periods beginning on or after 01 April 2014 or later periods:

| Standard/Interpretation:  | Effective date:<br>Years beginning<br>on or after | Expected impact:                            |
|---|---|---|
| ° IFRS 9 Financial Instruments €  | 01 January 2018                                   | Unlikely there will be a material impact    |
| <ul> <li>IFRS 15 Revenue from Contracts with Customers</li> </ul>   | 01 January 2017                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IFRS 11: Accounting for Acquisitions of Interests<br/>in Joint Operations</li> </ul>  | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendments to IAS 16 and IAS 38: Clarification of<br/>Acceptable Methods of Depreciation and Amortisation</li> </ul>                       | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendments to IFRS 10 and IAS 28: Sale or Contribution<br/>of Assets between an Investor and its Associate or Joint<br/>Venture</li> </ul> | 01 January 2016                                   | Unlikely there will be a material impact    |
| Amendment to IAS 27: Equity Method in Separate<br>Financial Statements  | 01 January 2016                                   | Unlikely there will be a<br>material impact |
| IFRS 14 Regulatory Deferral Accounts  | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendments to IFRS 10, 12 and IAS 28: Investment<br/>Entities. Applying the consolidation exemption</li> </ul>                             | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendments to IAS 16 and IAS 41: Agriculture: Bearer<br/>Plants</li> </ul>   | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IFRS 5: Non-current Assets Held for Sale<br/>and Discontinued Operations: Annual Improvements<br/>project</li> </ul>          | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IFRS 7: Financial Instruments: Disclosures:<br/>Annual Improvements project</li> </ul>  | 01 January 2016                                   | Unlikely there will be a<br>material impact |
| Amendment to IAS 19: Employee Benefits: Annual Improvements project   | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Disclosure Initiative: Amendment to IAS 1: Presentation of Financial Statements</li> </ul>   | 01 January 2016                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IAS 34: Interim Financial Reporting.</li> <li>Annual Improvements project</li> </ul>  | 01 January 2016                                   | Unlikely there will be a material impact    |
| Amendment to IFRS 8: Operating Segments: Annual improvements project  | 01 January 2014                                   | Unlikely there will be a material impact    |
| Amendment to IAS 24: Related Party Disclosures: Annual improvements project   | 01 January 2014                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IAS 16: Property, Plant and Equipment:<br/>Annual improvements project</li> </ul>   | 01 January 2014                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IAS 40: Investment Property: Annual improvements project</li> </ul>   | 01 January 2014                                   | Unlikely there will be a<br>material impact |
| Amendment to IAS 19: Defined Benefit Plans: Employee     Contributions  | 01 January 2014                                   | Unlikely there will be a material impact    |
| Amendment to IFRS 3: Business Combinations: Annual improvements project   | 01 January 2014                                   | Unlikely there will be a material impact    |
| <ul> <li>Amendment to IFRS 3: Business Combinations: Annual</li> </ul>  | 01 January 2014                                   | Unlikely there will be a material impact    |
| <ul> <li>improvements project</li> <li>Amendment to IFRS 2: Share-based Payment: Annual improvements project</li> </ul>                             | 01 January 2014                                   | Unlikely there will be a material impact    |

## Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412). Group Annual Financial Statements for the year ended 31 March 2014

### **Accounting Policies**

| S | tandard/ Interpretation:  | Effective date:<br>Years beginning<br>on or after | Expected impact:                         |
|---|---|---|--|
| 0 | Amendment to IFRS 13: Fair Value Measurement: Annual improvements project         | 01 January 2014                                   | Unlikely there will be a material impact |
| c | Amendment to IAS 38: Intangible Assets: Annual improvements project               | 01 January 2014                                   | Unlikely there will be a material impact |
| o | Amendments to IFRS 10, IFRS 12 and IAS 27: Investment Entities                    | 01 January 2014                                   | Unlikely there will be a material impact |
| 0 | Amendment to IAS 32: Offsetting Financial Assets and Financial Liabilities        | 01 January 2014                                   | Unlikely there will be a material impact |
| 0 | Amendment to IAS 39: Novation of Derivatives and Continuation of Hedge Accounting | 01 January 2014                                   | Unlikely there will be a material impact |
| o | Amendment to IAS 36: Recoverable Amount Disclosures for Non-Financial Assets      | 01 January 2014                                   | Unlikely there will be a material impact |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

| e de la companya de l | Group       |             |
|--|-------------|-------------|
| Figures in Pula  | 2014        | 2013        |
|  |             |             |
| 1. Revenue   |             |             |
| Total revenue  | 146 185 475 | 223 742 969 |
| The amount included in revenue arising from exchanges of goods or services included in revenue are as follows:   |             |             |
| c  | •           | ٥           |
| Interest income (1.1)  | 59 706 721  | 63 161 236  |
| Bond fee income  | 1 158 056   | 2 914 748   |
| Interest from associates   | 3 229 783   | 10 199 490  |
| Gross premiums - Credit Guarantee<br>Scheme  | 3 014 867   | 2 736 566   |
| Sale of goods and services   | 79 076 048  | 144 730 929 |
|  | 146 185 475 | 223 742 969 |
| 1.1 Interest income  |             |             |
| Interest on loans and advances   | 53 575 145  | 57 718 467  |
| Staff loan interest  | 332 749     | 3 980 318   |
| Interest from short term investments   | 5 798 827   | 1 462 451   |
|  | 59 706 721  | 63 161 236  |
| 2. Cost of sales   |             |             |
| Sale of goods and services   |             |             |
| Sale of goods  | 63 999 233  | 117 861 743 |
| Funds received from Government - CEDA  | 340 000 000 | 218 093 500 |
| Funds received from Government - Textile   | 1 356 179   | 581 099     |
| runus received from Government - Textile   | 341 356 179 | 218 093 599 |

The Government provides a financial grant for companies involved in Textile & Clothing projects. The subsidy is for citizen unskilled labour only. The government approved P20,539,200 to be disbursed over a period of two years, P10,269,600 to be utilised during the 2013/2014 and the rest for year 2014/2015. The funds were disbursed once in January 2014 to CEDA. Processing of claims and monitoring of projects is done by Ministry of Investment Trade and Industry. A steering Committee chaired by the Deputy Permanent Secretary to the Ministry of Investment Trade and Industry approves the grants to deserving entities.

### 4. Other income

| i. Other meeme                        |            |            |
|---------------------------------------|------------|------------|
| Profit on sale of property, plant and |            |            |
| equipment                             | 280 146    | 341 912    |
| Other income                          | 14 404 867 | 32 634 250 |
|                                       | 14 685 013 | 32 976 162 |

## Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

|   | Grou        | Group      |  |
|---|-------------|------------|--|
| Figures in Pula                                       | 2014        | 2013       |  |
| 5. Textile grant expenses                             |             |            |  |
| 5. Textile grant expenses Labour grants - Small scale | 664 800     | 401 532    |  |
| Labour grants - Medium scale                          | 177 280     | 173 170    |  |
| 3   | 514 680     | 6 620      |  |
| textile grant - Medium scale                          |             |            |  |
| 6   | 1 356 760   | 581 322    |  |
| 6. Operating expenses                                 |             |            |  |
| Auditors' remuneration                                | 2 079 689   | 2 387 776  |  |
| Depreciation  | 8 892 787   | 10 452 380 |  |
| Directors' emoluments                                 | 156 303     | 217 983    |  |
| Mentoring expenses                                    | 4 123 115   | 4 737 548  |  |
| Consultancy fees                                      | 3 107 178   | 2 352 974  |  |
| Operating leases                                      | 10 835 018  | 10 468 661 |  |
| Security expenses                                     | 1 947 419   | 1 189 734  |  |
| Computer and IT support costs                         | 5 215 536   | 5 447 256  |  |
| Legal costs   | 3 039 802   | 3 492 395  |  |
| Public Relations expenses                             | 4 166 806   | 3 824 453  |  |
| Training expenses                                     | 193 083     | 305 537    |  |
| Due diligence consultancies                           | 115 212     | 1 642 656  |  |
| Other administration expenses                         | 29 829 646  | 36 063 007 |  |
|   | 73 701 594  | 82 582 360 |  |
| 7. Management Fees                                    |             |            |  |
| Management fees                                       | 4 293 333   | 5 600 000  |  |
| D. Chaff expenses                                     |             |            |  |
| 3. Staff expenses                                     | 74 761 964  | 74 083 737 |  |
| Salaries and wages                                    | 1 702 211   | 1 802 724  |  |
| Leave pay   | 5 426 608   | 5 884 013  |  |
| Gratuity  | 5 585 784   | 5 438 028  |  |
| Pension scheme contributions                          | 3 327 798 . | 2 886 595  |  |
| Medical aid contributions                             | 3 324 733   | 2 338 547  |  |
| taff training costs                                   | 9 272 893   | 6 670 432  |  |
| taff travelling and other expenses                    |             |            |  |
|   | 103 401 993 | 99 104 076 |  |

# Citizen Entrepreneurial Development Agency (CEDA) (Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

|   | Group        |              |
|---|--------------|--------------|
| Figures in Pula                                     | 2014         | 2013         |
| 9. Profit/(loss) arising on disposal of investments |              |              |
| 9.1. AON Botswana (Pty) Ltd                         |              |              |
| Cost  |              | 26 553 750   |
| Share of post-acquisition results                   | -            | 10 414 393   |
| Net_proceeds on disposal                            | -            | (55 087 500) |
| Profit  |              | 18 119 357   |
| 9.2. MRI Botswana (Pty) Ltd                         |              |              |
| Cost  |              | 8 918 800    |
| Share of post-acquisition results                   | -            | (2 265 062)  |
| Net proceeds on disposal                            | -            | (14 800 000) |
| Profit  | -            | 8 146 262    |
| 9.3. Hyperbola (Pty) Ltd                            |              |              |
| Cost  | -            | 2 603 161    |
| Share of post acquisition results                   | -            | (648 478)    |
| Net proceeds on disposal                            | -            | (1 954 683)  |
| Profit  | -            |              |
| 9.4. Latex Medical Products (Pty) Ltd               |              |              |
| Cost  | 26 713 661   | -            |
| Accumulated Impairment                              | (26 713 661) | ~            |
| Sale proceeds                                       | 100 000      |              |
| Profit  | 100 000      | -            |
| 9.5., ZS Botswana (Pty) Ltd                         |              |              |
| Cost  | 7 551 883    | *            |
| Accumulated Impairment                              | (7 551 883)  |              |
| Sale proceeds                                       | 2 250 000    |              |
| Profit  | 2 250 000    | -            |
| Total profit arising on disposal of investments     | 2 350 000    | 26 265 619   |

### Notes to the Group Annual Financial Statements

|  | Group                  |              |
|--|------------------------|--------------|
| Figures in Pula  | 2014                   | 2013         |
| 10. Impairment charge  |                        |              |
| Impairment of loans and advances   | 108 841 704            | 128 327 087  |
| Impairment charge/(release) on   | 14 125 379             | 63 335 896   |
| associates (Note 10.1) Impairment charge on receivables                  | 2 000 000              | 40 264 916   |
| Impairment charge of receivables  Impairment loss on property, plant and | 21 895 961             | 22 267 218   |
| equipment  | (6 308 191)            | 6 047 499    |
| Impairment charge on assets held for sale                                | 6 (0.500 (171)         | 0 047 477    |
| Bad debts on trade receivables   | 2 117 030              | 2 348 216    |
| Impairment of inventory  | 15 131 681             | -            |
|  | 157 803 564            | 262 590 832  |
| 10.1 Impairment charge/(release) on                                      |                        |              |
| associates Mobility (Pty) Ltd  |                        | 13 279 611   |
| Pula Steel casting and Manufacturing                                     | 9 904 051              |              |
| (Pty) Ltd  | _                      | 16 840 070   |
| Pule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd         | 4 256 416              | -            |
| Ta Shebube (Pty) Ltd   | (2 232 859)            | 20 838 163   |
| Rim Rock (Pty) Ltd   | 2 503 630<br>(305 859) | 12 378 052   |
| Stoffberg Investments (Pty) Ltd  | 14 125 379             | 63 335 896   |
|  | 17 125 377             |              |
| 11. Summarised financial information of associates                       |                        |              |
| Revenue - post acquisition results                                       | 59 761 358             | 56 914 215   |
| (Loss)/profit after tax - post acquisition                               | (32 670                |              |
| results  | 981)                   | (25 186 196) |
|  |                        | 5 -          |
| Statement of financial position  |                        | -            |
| Non-current assets   | 104 378 180            | 73 405 465   |
| Current assets   | 52 548 905             | 67 151 326   |
| Total assets   | 156 927 085            | 140 556 791  |
|  | -                      | -            |
| Equity   | 24 481 470             | 15 673 141   |
| Total liabilities  | 132 445 615            | 124 883 650  |
| Total equity and liabilities   | 156 927 085            | 140 556 791  |
| (a) Ti   | 4 198 704              | 7 028 240    |
| 12. Finance costs  | 4 170 704              | 7 020 240    |
| 13. Income tax (credit)/expense  |                        |              |
| Current  | 768 485                | 8            |
| Deferred tax   |                        | 311 022      |
|  | 768 485                | 311 022      |

### Notes to the Group Annual Financial Statements

|                               | G           | roup         |
|-------------------------------|-------------|--------------|
| Figures in Pula               | 2014        | 2013         |
|                               |             |              |
| 14. Cash and cash equivalents |             |              |
| Cash on hand                  | 330 690     | 130 718      |
| Bank balances                 | 81 944 241  | 69 508 525   |
| Short term deposits           | 163 934 260 | 28 804 516   |
| c c                           | 246 209 191 | 98 443 759   |
| Cash and cash equivalents     | 246 209 191 | 98 443 759   |
| Bank overdrafts               | (2 681 403) | (30 167 504) |
|                               | 243 527 788 | 68 276 255   |

Short term deposits represent amounts placed with commercial banks bearing interest at rates of 6.3% per annum (2013:6.65%). All deposits are callable within three months. Cash and cash equivalents include the above for the purposes of the statement of cash flows.

### 15. Loans and advances

The loans have been advanced for a period up to 84 months. Interest on advances is charged at 5% per annum on loans up to P0.5million. 7.5% on loans above

797 714 994 808 508 526

| P0.5million, 7.5% on loans above P0.5million and prime linked on loans up to P30million |               |               |
|---|---------------|---------------|
|   | 797 714 994   | 808 508 526   |
| 15.1. Net loans and advances  |               |               |
| Loans and advances  | 1 592 658 807 | 1 494 610 635 |
| Impairment  | (794 943 813) | (686 102 109) |
|   | 797 714 994   | 808 508 526   |
| 15.2. Impairment provision of loans and advances  | 9             |               |
| Opening balance   | 686 102 109   | 557 775 022   |
| Provision for impairment  | 108 841 704   | 128 327 087   |
| Closing balance   | 794 943 813   | 686 102 109   |

### Notes to the Group Annual Financial Statements

|                                  |   | Gro               | oup          |
|----------------------------------|---|-------------------|--------------|
| Figures in Pula                  |   | 2014              | 2013         |
| 0000                             |   |                   |              |
| 16. Other assets                 |   |                   |              |
| Trade receivables                |   | -                 | 14 083 709   |
| Staff loans                      |   | 75 843 184        | 77 036 395   |
| Loans to related parties         |   | 2000 NOODO 100 00 | 1 051 632    |
| Receivables from related parties |   | ¥                 | 10 816 523   |
| Prepayments                      |   | 2 471 729         | 3 283 039    |
| Deposits                         | e | 624 503           | 928 433      |
| Other receivables                |   | 13 649 839        | 53 195 312   |
| Impairment of receivables        |   | (3 208 292)       | (42 664 916) |
|                                  |   | 89 380 963        | 117 730 127  |

The directors consider the carrying amount of trade and other receivables to approximate their fair values.

### 17. Interests in subsidiaries

The following table lists the entities, which are controlled by the group, either directly or indirectly through subsidiaries.

| Name of company                    | Held by                      | % voting power | % voting power | %<br>holding | % holding |
|------------------------------------|------------------------------|----------------|----------------|--------------|-----------|
|                                    |                              | 2014           | 2013           | 2014         | 2013      |
| CEDA Venture Capital Fund          | CEDA                         | 100.00 %       | 100.00%        | 100.00%      | 100.00%   |
| PG Industries (Botswana) (Pty) Ltd | CEDA Venture Capital<br>Fund | 51.00 %        | 51.00 %        | 51.00 %      | 51.00 %   |
| Phika Entrepreneurs (Pty) Ltd      | CEDA Venture Capital<br>Fund | 54.00 %        | 54.00 %        | 49.00 %      | 49.00 %   |
| Delta Dairies (Pty) Ltd            | CEDA Venture Capital<br>Fund | 98.46%         | 98.46%         | 98.46%       | 98.46%    |
| Latex Medical Products (Pty) Ltd   | CEDA Venture Capital<br>Fund |                | 99.00%         | -            | 99.00%    |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### Interests in subsidiaries (continued)

### a) PG Industries Botswana (Pty) Ltd

On 31 December 2007, PG Industries Botswana (Pty) Ltd ("PGIB") and Builders Merchants (Botswana) (Pty) Ltd ("BMB") were amalgamated to create a single business called PG Industries Botswana (Pty) Ltd. The amalgamation was by way of issuing shares to the existing shareholders of BMB. In previous periods, the Fund's 400,000 preference shares valued at P4 million were converted into 2,797,203 fully paid up ordinary shares at an issue value of P1.43 per share. This was as a result of the company, PG, undertaking a non underwritten rights issue of shares. Subsequent to this, the group now holds 13,156,236 shares representing 54% shareholding. The company has been consolidated as a subsidiary in the previous years. In the current year, the company the company has been accounted for on a liquidation basis as it was placed under liquidation in February 2015 and the group lost control in the financial year 2014/2015.

### b) Phika Entrepreneurs (Pty) Ltd

The interest in Phika Entrepreneurs (Pty) Limited was acquired in November 2004. The group holds a 49% equity interest in this company. The group has subscribed for 226 convertible debentures with a nominal value of P10 000 each. There is therefore a possible conversion of an additional 226 shares, which has the potential to increase the effective holding to 54%. Interest on debentures is charged at prime plus 1% and is payable on a semi-annual basis. These debentures may be convertible to ordinary shares at the rate of one to one. The debentures are secured by deed of hypothecation over all movable assets of the company. The company has been consolidated as a subsidiary in previous years. In the current year the company was accounted for on a break up basis in these consolidated financial statements because it has been making losses for the past six years and its ability to continue as a going concern cannot be fully supported.

### c) Delta Dairies (Pty) Ltd

The interest in Delta Dairies (Pty) Limited was acquired in December 2005. The group increased its shareholding to 82% equity interest on 1 January 2009 in this company.

The company went through a statement of financial position restructuring on 1 January 2009 where P9,431,679 debenture notes and accrued interest of P10,568,321 were converted into ordinary shares by way of the company issuing additional shares.

An additional investment of P8,200,000 was made during the financial year ended 2011 as a shareholder loan. The group also granted shareholder loans of P16,367,900 to Delta Dairies (Pty) Ltd during the year, of which P11,267,900 was unsecured, interest free and convertible to stated capital and P5,100,000 was unsecured, accrued interest at prime plus 3% per annum and convertible to stated capital. P 55,035,034 which represent all outstanding loans together with accrued interest thereon were converted to stated capital by issue of additional shares in the company. This resulted in increase of group's current shareholding in the company to 98,46% of issued stated capital.

The company was treated as a disposal group and its net assets were measured at a consideration of P1.00 in the consolidated annual financial statements for the year ended 31 March 2014.

### d) Latex Medical Products (Pty) Ltd

The interest in Latex Medical Products (Pty) Ltd was acquired in May 2007. The company went into creditors liquidation in 2012/2013 year and has been accounted for as a disposal in the prior year. Disposal proceeds amounting to P100,000 were received during the year.

### Notes to the Group Annual Financial Statements

### 18. Investments in associates

### 18.1. Associates

The following associates are to the group:

|   | Nature of business                         | Method   | % Owners!  | hip Interest   |
|---|--|----------|--|--|
| 0   |  |          | 2014   | 2013   |
| Mobility (Pty) Ltd  | Telecommunication and equipment investment | d Equity | - %  | 49 %   |
| Pula Steel Casting and Manufacturing  | Steel casting and manufacturing            | Equity   | 35 %   | 35 %   |
| Pule Modisana Holdings (Pty) Ltd  | Funeral and financial services             | Equity   | 40 %   | 40 %   |
| Hoisting Solutions (Pty) Ltd  | Contracting                                | Equity   | 49 %   | 49 %   |
| Rim Rock (Pty) Ltd  | Contracting                                | Equity   | 40 %   | 40 %   |
| Ta Shebube (Pty) Ltd  | Tourism                                    | Equity   | 49 %   | 49 %   |
| United Refineries (Pty) Ltd   | Manufacturing                              | Equity   | 40 %   | - %  |
| Stoffberg Investments (Pty) Ltd   | Tourism                                    | Equity   | 30 %   | - %  |
| Biz Capital (Pty) Ltd   | Micro lending                              | Equity   | - %  | 49 %   |
| ZS Botswana (Pty) Ltd   | Manufacturing                              | Equity   | - %  | 49 %   |
| Mobility (Pty) Ltd  |  |          |  | 9  |
| Mobility (Pty) Ltd<br>Pula Steel Casting and Manufacturing  |  |          | 7 000 000  |  |
| Pty) Ltd  |  |          |  | 5 337 53   |
|   |  |          | 7 000 000  | 5 337 52   |
|   |  |          | 40   |  |
| Pule Modisana Holdings (Pty) Ltd  |  |          |  | 2  |
| Pule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd  |  |          | 40   | 3 329 58   |
| Pule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd<br>Rim Rock (Pty) Ltd  |  |          | 40<br>3 329 587  | 3 329 58<br>2 527 02   |
| Pule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd<br>Rim Rock (Pty) Ltd<br>Ta Shebube (Pty) Ltd  |  |          | 40<br>3 329 587<br>2 527 020                           | 3 329 58<br>2 527 02   |
| rule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd<br>Lim Rock (Pty) Ltd<br>Fa Shebube (Pty) Ltd<br>Inited Refineries (Pty) Ltd   |  |          | 40<br>3 329 587<br>2 527 020<br>4 641 461              | 3 329 58<br>2 527 02   |
| Pule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd<br>Kim Rock (Pty) Ltd<br>Fa Shebube (Pty) Ltd<br>United Refineries (Pty) Ltd<br>toffberg Investments (Pty) Ltd                   |  |          | 40<br>3 329 587<br>2 527 020<br>4 641 461<br>7 333 333 | 3 329 58<br>2 527 02<br>4 641 46   |
| Pule Modisana Holdings (Pty) Ltd Hoisting Solutions (Pty) Ltd Itim Rock (Pty) Ltd Ta Shebube (Pty) Ltd Juited Refineries (Pty) Ltd Itoffberg Investments (Pty) Ltd Daintree US Botswana (Pty) Ltd |  |          | 40<br>3 329 587<br>2 527 020<br>4 641 461<br>7 333 333 | 3 329 58<br>2 527 02<br>4 641 46<br>2 000 00                                     |
| Pule Modisana Holdings (Pty) Ltd<br>Hoisting Solutions (Pty) Ltd<br>Kim Rock (Pty) Ltd<br>Ta Shebube (Pty) Ltd<br>Juited Refineries (Pty) Ltd<br>Ktoffberg Investments (Pty) Ltd<br>Daintree      |  |          | 40<br>3 329 587<br>2 527 020<br>4 641 461<br>7 333 333 | 5 337 52<br>3 329 58<br>2 527 02<br>4 641 46<br>2 000 00<br>1 249 30<br>1 000 00 |

Notes to the Group Annual Financial Statements

|   | Grou                    | dτ                      |
|---|-------------------------|-------------------------|
| Figures in Pula                                   | 2014                    | 2013                    |
|   |                         |                         |
| Investments in associates (continued)             |                         |                         |
| 18.3. Preference share investments in             |                         |                         |
| associates at cost                                |                         | 22 500 000              |
| Mobility (Pty) Ltd                                |                         | 28 500 000              |
| Pule Modisana (Pty) Ltd                           | 16 934 712<br>6 306 482 | 16 934 712<br>6 306 482 |
| Hoisting Solutions (Pty) Ltd                      | 15 552 650              | 13 049 020              |
| Rim Rock (Pty) Ltd<br>Ta Shebube (Pty) Ltd        | 22 471 909              | 22 471 909              |
| Stoffberg Investments (Pty) Ltd                   | 3 628 571               | -                       |
| ZS Botswana (Pty) Ltd                             | -                       | 6 302 583               |
| Biz Capital (Pty) Ltd                             |                         | 8 041 283               |
|   | 64 894 324              | 101 605 989             |
| 18.4. Debenture investments in                    |                         |                         |
| associates at cost                                |                         |                         |
| Pula Steel Casting and Manufacturing<br>(Pty) Ltd | 13 000 000              | 13 000 000              |
| Hoisting Solutions (Pty) Ltd                      | 10 000 000              | 10 000 000              |
| United Refineries (Pty) Ltd                       | 11 337 337              | -                       |
|   | 34 337 337              | 23 000 000              |
|   | 126 634 531             | 144 690 969             |

Notes to the Group Annual Financial Statements

Figures in Pula

|                                       |  |      | Carrying amounts (2013) 16 488 949 17 895 026 1 043 943 5 690 668   | ı  | 2 000 000 | 43 118 586   |
|---------------------------------------|--|------|---|--|-----------|--------------|
|                                       |  |      | Carrying amounts (2014) 6 495 421. 14 870 766 6 275 207 6 200 000   | 18 670 670                               |           | 52 512 064   |
| c                                     | c  |      | Accumulated impairments (10 388 524) (16 445 236) (4 256 417) (14 881 682) (18 605 304) 305 859   | T.                                       |           | (64 271 304) |
|                                       |  |      | Share of post acquisition profit/(loss) (3 116 055) (489 516) (508 886) (3 197 988) (2 232 859) (305 859)   | ı  |           | (9 851 163)  |
|                                       |  |      | Total investments at cost 20 000 000 16 934 752 19 636 069 18 079 670 27 113 370 6 200 000  | 18 670 670                               |           | 126 634 531  |
| investments in associates (continued) | 18.5. Summarised financial information of associates | 2014 | Breakdown of carrying amounts of investments in associates Pula Steel Casting and Manufacturing (Pty) Ltd Pule Modisana Holdings (Pty) Ltd Hoisting Solutions (Pty) Ltd Rim Rock (Pty) Ltd Ta Shebube (Pty) Ltd Stoffberg Investments (Pty) Ltd | Onited Neillierles (FLY) Ltd<br>Daintree |           |              |

## Notes to the Group Annual Financial Statements

Figures in Pula

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|---|---|
| Ξ | Ξ |
| c | _ |

| carrying   | (2012)                       | 18 263 924                                     | 16 840 070                       | ı                            |                    |                      | 3                     |                       | 1                  | 49 910 063   |
|--|------------------------------|--|----------------------------------|------------------------------|--------------------|----------------------|-----------------------|-----------------------|--------------------|--------------|
| Carrying<br>amount   | (2013)                       | 16 488 949                                     | 1                                | 17 895 026                   | 1 043 943          | 5 690 668            | - X                   | r                     | 2 000 000          | 43 118 586   |
| Accumulated impairments                                    | (747 CEN AC)                 | (10, 10, 11)                                   | (16 445 236)                     | ji                           | (12 378 052)       | o (20 838 163)       | (106 023)             | (6 125 474)           | - 0                | (80 325 602) |
| Share of post<br>acquisition                               | profit/(loss)<br>(4.067.282) | (1 848 574)                                    | (489 516)                        | (1 741 043)                  | (2 154 045)        | (584 539)            | (7445860)             | (2 915 809)           | ,                  | (21 246 781) |
| Investments<br>at cost                                     | 28 500 049                   | 18 337 523                                     | 16 934 752                       | 19 636 069                   | 15 576 040         | 27 113 370           | 7 551 883             | 9 041 283             | 2 000 000          | 144 690 969  |
| Breakdown of carrying amounts of investments in associates | Mobility (Pty) Ltd           | Pula Steel Casting and Manufacturing (Pty) Ltd | Pule Modisana Holdings (Pty) Ltd | Hoisting Solutions (Pty) Ltd | KIM Kock (Pty) Ltd | la shebube (Pty) Ltd | 25 Botswana (Pty) Ltd | Biz Capital (Pty) Ltd | Daintree (Pty) Ltd |              |

Notes to the Group Annual Financial Statements

| Notes to the Group Annual Financial Statements            | Gro                          | UD                                     |
|---|------------------------------|--|
| Fig. 1. Duly  | 2014                         | 2013                                   |
| Figures in Pula   | 2014                         | 2013                                   |
| 19. Assets held for distribution/sale                     |                              |  |
| 40.4 Investment in subsidiary hold for                    |                              |  |
| 19.1. Investment in subsidiary held for distribution:     |                              |  |
| BIZ Capital (Pty) Ltd                                     |                              |  |
| Cost  | 9 041 282                    | 9 041 282                              |
| Accumulated impairment                                    | (6 125 474)<br>• (2 915 808) | (6 125 474)<br>(2 915 808)             |
| Accumulated share of profit/(loss)                        | - (2,713,000)                | (2 713 000)                            |
| Easy Concrete Products (Pty) Ltd                          |                              |  |
| Cost  | 21 498 142                   | 21 498 142<br>(14 430 900)             |
| Accumulated impairment Accumulated share of profit/(loss) | (14 430 900)<br>(7 067 242)  | (7 067 242)                            |
| Accumulated share or profit/ (toss)                       | (7007 112)                   | (, , , , , , , , , , , , , , , , , , , |
| Latex Medical Products (Pty) Ltd                          | 24 712 444                   | 24 742 444                             |
| Cost  | 26 713 661<br>(26 713 661)   | 26 713 661<br>(26 713 661)             |
| Accumulated Impairment                                    | (20 713 001)                 | (20 ) 13 001)                          |
| 19.2. Investment in subsidiary held for                   |                              |  |
| sale:   |                              |  |
| Delta Dairies (Pty) Ltd                                   |                              | 70 5 // /2/                            |
| Cost  | 79 546 436                   | 79 546 436                             |
| Accumulated impairment                                    | (79 546 436)                 | (79 546 436)                           |
| Proceeds  | 1                            |  |
|   | 1                            |  |
| ZS Botswana (Pty) Ltd                                     | 7 551 882                    | 2                                      |
| Cost  |                              |  |
| Impairments   | (7 551 882)                  |  |
|   | -                            |  |
| Mobility (Pty) Ltd  |                              |  |
| Cost  | 28 500 049                   |  |
| Accumulated impairment                                    | (28 500 049)                 |  |
|   |                              |  |
| Fannery Industries (Botswana) (Pty) Ltd                   |                              |  |
| Cost  | 4 453 931                    | 4 453 931                              |
| Accumulated impairment                                    | (4 453 931)                  | (4 453 931)                            |
|   | -                            | E: 5=0                                 |
|   |                              |  |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### Assets held for distribution/sale (continued)

### Biz Capital (Pty) Ltd

Biz Capital (Pty) Ltd went into liquidation on 20 September 2012 and liquidation proceeds of P145,310 were received in October 2015. The investment was accounted for as held for distribution.

### Easy Concrete Products (Pty) Ltd

The group holds 49% of the equity in Easy Concrete Products (Pty) Ltd through ordinary shares acquired in July 2008.

The group holds 12,108,591 redeemable, cumulative convertible and non-voting preference shares issued on 23 . June 2008. The shares carry a dividend rate equivalent to the prime lending rate plus 0.5% as determined by Barclays Bank of Botswana from time to time applied on an annual basis.

The Easy Concrete Products (Pty) Ltd was placed under provisional liquidation on 30 March 2012 and the final order was granted in June 2012. As of yearend, the management does not expect any liquidation proceeds and hence this investment was classified as assets held for distribution and measured at the lower of its carrying amount and fair value less costs to sell.

### Latex Medical Products (Pty) Ltd

The interest in Latex Medical Products (Pty) Ltd was acquired in May 2007. The company went into creditors liquidation in 2012/13 year and has been accounted for as a disposal in current financial statements. As of year end, the management does not expect any liquidation proceeds and hence this investment was classified as assets held for distribution and measured at the lower of its carrying amount and fair value less costs to sell.

### Delta Dairies (Ptv) Ltd

The interest in Delta Dairies (Pty) Limited was acquired in December 2005. The group increased its shareholding to 82% equity interest on 1 January 2009 in this company.

The company went through a statement of financial position restructuring on 1 January 2009 where P9,431,679 debenture notes and accrued interest of P10,568,321 were converted into ordinary shares by way of the company issuing additional shares.

An additional investment of P8,200,000 was made during the financial year ended 2011 as a shareholder loan. The group also granted shareholder loans of P16,367,900 to Delta Dairies (Pty) Ltd during the year, of which P11,267,900 was unsecured, interest free and convertible to stated capital and P5,100,000 was unsecured, accrued interest at prime plus 3% per annum and convertible to stated capital. P 55,035,034 which represent all outstanding loans together with accrued interest thereon were converted to stated capital by issue of additional shares in the company. This resulted in increase of group's current shareholding in the company to 98.46% of issued stated capital.

The company was classified as held for sale by 31 March 2014. It was treated as a disposal group and its net assets were measured at a consideration of P1.00 in the consolidated annual financial statements for the year ended 31 March 2014.

### ZS Botswana (Pty) Ltd

The group currently holds 49% of the equity in ZS Botswana (Proprietary) Limited through ordinary shares acquired in January 2007. The investment in the company has been equity accounted in these group financial statements.

The group holds 3 670 redeemable and cumulative preference shares of P 1 300 per share. The dividend is payable at a coupon rate of 12% annually.

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

|                | Group   |
|----------------|---------|
| igures in Pula | 2014 20 |

### Assets held for distribution/sale (continued)

Preference shares are redeemable in three instalments from the third anniversary of the effective date (January, 2008) or earlier on mutual agreement with the ordinary shareholders, at a premium that will give an internal rate of return (IRR) of 23% to the holder.

The investment in ZS Botswana (Pty) Ltd was disposed of in 2014 for a consideration amounting to P2 250 000.

### Mobility (Pty) Ltd.

The group holds 49% of the equity in Mobility (Pty) Limited through ordinary shares acquired in April 2011. The investment in the company has been equity accounted in these group financial statements.

The group holds 28,500,000 cumulative preference shares 16,094,954 shares paid in September 2011 and 12,405,046 shares paid in January 2012. The shares carry a cumulative preference dividend calculated at a fixed coupon rate of 13% on an annual basis.

### Tannery Industries (Botswana (Pty) Ltd

The interest in Tannery Industries (Botswana) (Pty) Ltd was acquired in June 2005. The company went into creditors liquidation in December 2010 and has been accounted for as a disposal in previous financial statements. The residual amount of P4,453,931 on the final liquidation account has not yet been remitted by the liquidator and this has been accounted for as assets held for distribution after recognition of an impairment charge.

### 20. Inventories

| Raw materials   |           | 206 182     |
|---|-----------|-------------|
| Finished goods  |           |             |
|   | *         | 504 210     |
| Merchandise   | -         | 23 384 516  |
| Inventories (write-downs)   |           | (2 020 826) |
|   | -         | 22 074 082  |
| The inventories were impaired and written off during the year.    |           |             |
| 21. Deferred tax Deferred tax liability                           |           |             |
| Accelerated capital allowances for tax purposes                   | 768 485   | (142 647)   |
| Deferred tax liability  | 768 485   | (142 647)   |
| Deferred tax asset  | (768 485) | (768 485)   |
|   |           | (911 132)   |
| Reconciliation of deferred tax asset/(liability)                  |           |             |
| At beginning of year  | (911 132) | 6 435 403   |
| Originating and reversal of temporary differences on fixed assets | 142 647   | (916 591)   |
| Tangible fixed assets Derecognised                                | 768 485   | (4 607 480) |

## Notes to the Group Annual Financial Statements

Figures in Pula

22. Property, plant and equipment

| lotal   | Computer equi                               | Plant and machinery Furniture and fixture  |   | Group |
|---|---|--|---|-------|
|   | Computer equipment and software Aircrafts   | Plant and machinery Furniture and fixtures |   | •     |
| 44 209 994  | 14 938 764<br>21 061 481                    | 8 209 749                                  | Cost /<br>Valuation                       |       |
| (31 134 605)  | (11 859 609)<br>(15 555 039)                | (3 719 957)                                | Accumulated depreciation                  | 2014  |
| 13 075 389  | 3 079 155<br>5 506 442                      | 4 489 792                                  | Carrying value                            |       |
| 131 802 654   | 22 186 900<br>24 831 622<br>7 439 044       | 5 999 203<br>59 242 341<br>12 103 544      | Cost /<br>Valuation                       |       |
| (31 134 605) 13 075 389 131 802 654 (82 311 867) 49 490 786 | (15 145 587)<br>(16 858 770)<br>(7 439 044) | (496 215)<br>(35 673 419)<br>(6 698 832)   | Cost / Accumulated Valuation depreciation | 2013  |
| 49 490 786  | 7 041 313<br>7 972 851                      | 5 502 988<br>23 568 922<br>5 404 712       | Carrying value                            |       |

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

## Notes to the Group Annual Financial Statements

Figures in Pula

Property, plant and equipment (continued)

Reconciliation of property, plant and equipment - Group - 2014

|       |                        | computer equipment and software | Motor venicles | Materials and fixtures | Flant and machinery | Leasehold property | Land and buildings |   |                   |
|-------|------------------------|---------------------------------|----------------|------------------------|---------------------|--------------------|--------------------|---|-------------------|
|       |                        |                                 |                |                        |                     | 0                  |                    | nggoons N                                 |                   |
|       | 49 490 787             | / 9/2 852                       | 7 041 313      | 5 404 /12              | 23 568 922          |                    | 5 502 988          | Opening balance                           |                   |
|       | 8 158 716 (1 212 105)  | 2 118 455                       | 3 026 604      | 1 874 251              | 98 157              | 1 041 249          |                    | Additions                                 | Characte as decin |
|       | (1 212 105)            | (58 414)                        | (512928)       | (46 428)               | (45073)             |                    | $(549\ 262)$       | Disposals                                 |                   |
|       | (31 984 393)           | (714 257)                       | (3 129 882)    | (1 557 969)            | (18 399 300)        | (783 337)          | (7 399 648)        | Classified as held for sale               |                   |
|       | 2 393 897              | Ē                               | 1              | 1                      | ¥                   | ï                  | 2 393 897          | Revaluations Depreciation Impairment loss |                   |
|       | 2 393 897 (8 892 787)  | (3 797 214)                     | (3 273 593)    | (885 181)              | (540 963)           | (257 912)          | (137 924)          | Depreciation                              |                   |
| (     | (4 878 726) 13 075 389 | (14980)                         | (72 359)       | (299 593)              | (4 681 743)         | E                  | 189 949            | Impairment<br>loss                        |                   |
| 0 000 | 13 075 389             | 5 506 442                       | 3 079 155      | 4 489 792              | ı                   | 1                  |                    | Total                                     |                   |

Reconciliation of property, plant and equipment - Group - 2013

| 49 490 786 | (10 452 381) (26 210 922) 49 490 786 | (10 452 381) | 2 293 350    | ı         | 7 247 181 (26 582 332) | 7 247 181  | 103 195 891 |                                 |
|------------|--------------------------------------|--------------|--------------|-----------|------------------------|------------|-------------|---------------------------------|
| ·          | (5 266 922)                          | (350 050)    | ï            | ī         |                        | 1          | 5 616 972   | Allcialts                       |
| 7 972 851  | r.                                   | (3 710 276)  | ï            | i         | (104 041)              | 3 202 983  | 8 584 185   | Computer equipment and software |
| 7 041 313  |                                      | (3 249 740)  | 2 293 350    | 33 225    | (1 307 127)            | 1 821 663  | 7 449 942   | Motor vehicles                  |
| 5 404 712  |                                      | (879 482)    | , "          |           | (102 814)              | 1 120 004  | 5 267 004   | Furniture and fixtures          |
| 23 568 922 | (20 944 000) 23 568 922              | (2 162 572)  | ٠,           | (33 225)  | (68 351)               | 306 741    | 46 470 329  | Flant and machinery             |
| 5 502 988  | ī                                    | (100 261)    | 1            | 1         | (25 000 000)           | 795 790    | 29 807 459  | Land and buildings              |
| Total      | Impairment<br>loss                   | Depreciation | Revaluations | Iransters | Disposais              | Additions  | balance     |                                 |
|            |                                      |              | -            | - C       | フニーションー                | A 44:+:000 | Ononing     |                                 |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

Notes to the Group Annual Financial Statements

|  | Gr          | oup                     |
|--|-------------|-------------------------|
| Figures in Pula  | 2014        | 2013                    |
| 23. Revaluation reserve  |             |                         |
| Reconciliation   |             |                         |
| Opening balance Gain on property revaluation                         | 9 121 575   | 29 065 400<br>2 293 348 |
| Write off of reserves on account of written off assets               | (1 706 659) | (16 693 781)            |
| Impairment on revaluation of property                                |             | (3 943 704)             |
| Attributable to minority Reserve transfer on account of depreciation | (5 122 069) | (1 599 688)             |
| Closing balance  | 2 292 847   | 9 121 575               |
| 24. Trade and other payables   |             |                         |
| Trade payables   | 26 513 582  | 24 110 997              |
| Deferred income  | 22 495 761  | 1 017 299               |
| VAT  | 571 113     | 3 967 544               |
| Provisions   | 33 368 856  | 25 892 801              |
| Accrued bonus  | 2 544 103   | 2 594 647               |
| Other payroll accruals   | 16 078 647  | 17 547 192              |
| PAYE accrual   | 6 752       | 976 444                 |
| Accrued BURS interest & penalties                                    | 2 (22 26)   | 2 574 526               |
| Accrued audit fees   | 2 433 396   | 1 940 930               |
| Other payables   | 14 711 357  | 5 122 051<br>85 744 431 |

### Fair value of trade and other payables

The directors consider the carrying amount of trade and other payables to approximate their fair value.

### 25. Finance lease obligation

|   | 3 435 225 | 5 552 112 |
|---|-----------|-----------|
| - in second to fifth year inclusive         | 1 346 442 | 1 650 705 |
| - within one year                           | 2 088 783 | 3 901 407 |
| Present value of minimum lease payments due |           | 0         |

It is group policy to lease certain motor vehicles and equipment under finance leases.

The average lease term was 3-5 years and the average effective borrowing rate was 10% (2013: 11%).

Interest rates are linked to prime at the contract date. All leases have fixed repayments and no arrangements have been entered into for contingent rent.

The group's obligations under finance leases are secured by the lessor's charge over the leased assets.

### Notes to the Group Annual Financial Statements

|  |   | Group      | )          |
|--|---|------------|------------|
| Figures in Pula  |   | 2014       | 2013       |
| 26. Other financial liabilities  |   |            |            |
| Held at amortised cost:  Barclays Bank of Botswana Limited  The company sold its staff loan scheme to Barclays Bank of Botswana Limited with effect from 1st January 2013. However due to the fact that the company retained the credit risk of these loans. The asset was derecognised and company continues to recognise the staff loans under loans and advances. The amount of proceeds received from the bank is recognised as a financial liability in accordance with IAS39 Financial Instruments: Recognition and measurement: | 0 | 52 972 031 | 76 936 304 |
| First National Bank of Botswana Limited The loan was secured by a first covering mortgage bond for P1,200,000 over lot 2716 Selebi Phikwe. It attracted interest at prime minus 1% and was repayable over a period of 120 months. The loan was paid off after year end.  |   | 12 527 855 | -          |
| Botswana Development Corporation This is short term invoice discounting and letters of credit liabilities due to Botswana Development Corporation under a 90-day facility agreement. The facility is limited to P5m and attracts a discount charge of 13%.   |   | -          | 5 002 841  |
| Banc ABC This is a short term loan secured by a deed of hypothecation over the group's movable assets including inventory and debtors.   |   | 5 548 902  |            |
| Credit Guarantee Liability  This amount relates to a credit guarantee liability that was paid off during the year.   |   |            | 5 000 000  |
|  |   | 71 048 788 | 86 939 145 |

The directors consider the carrying amount of other financial liabilities to approximate their fair value.

### Currencies - At amortised cost

The carrying amounts of financial liabilities at amortised cost are denominated in Pula.

Notes to the Group Annual Financial Statements

|   |            | Grou          | Р             |
|---|------------|---------------|---------------|
| Figures in Pula                                     |            | 2014          | 2013          |
|   |            |               |               |
| 27. Cash generated from (used in) operations        |            |               |               |
| Profit before income tax and finance costs          |            | 92 544 134    | (70 226 079)  |
| Adjustments for:                                    |            |               |               |
| Interests from associates                           |            | (3 229 783)   | (10 199 490)  |
| Profit on disposal of plant and equipment           |            | (280 146)     | (341 912)     |
| Profit on disposal of investment in associates      |            | (2 350 000)   | (26 265 619)  |
| Depreciation ° °                                    | 22         | 8 892 787 🔊   | 10 452 380    |
| Staff loan benefit charge                           |            | 2 248 949     | -             |
| Charge for impairments                              | 10         | 157 803 564   | 262 590 832   |
| Net cash generated from operating activities before | changes in |               |               |
| operating assets and liabilities                    |            | 255 629 505   | 166 010 112   |
| Changes in operating assets and liabilities:        |            |               |               |
| - Inventories                                       |            | 22 074 082    | 14 762 699    |
| - Loans and advances                                | 27.1       | (98 048 172)  | (211 219 258) |
| - Trade and other payables                          | 27.2       | 14 839 831    | 62 020 113    |
| - Other assets                                      | 27.3       | 19 843 846    | 5 436 252     |
| Cash generated from operations                      | 27.3       | 214 339 092   | 37 009 918    |
| Cash generated from operations                      |            | 211337372     |               |
| 27.1 Change in loans and advances:                  |            |               |               |
| Balance at the beginning of the year                |            | 808 508 526   | 725 616 355   |
| Balance at the end of the year                      |            | (797,714,994) | (808 508 526) |
| mpairment charge                                    |            | (108,841,704) | (128 327 087) |
| mpairment charge                                    |            |               | (211 219 258) |
|   |            | (70,010,172)  | (211217200)   |
| 27.2 Change in trade and other payables:            |            |               |               |
| Balance at the beginning of the year                |            | (172,683,576) | (110 663 463) |
| Balance at the end of the year                      |            | 189,772,356   | 172 683 576   |
| Staff loan benefit                                  |            | (2,248,949)   |               |
|   |            | 14 839 831    | 62 020 113    |
| 27.3 Change in other assets:                        |            |               |               |
| Balance at the beginning of the year                |            | 117,730,127   | 165 779 511   |
| Balance at the end of the year                      |            | (89,380,964)  | (117 730 127) |
| mpairment charge                                    |            | (8,505,317)   | (42 613 132)  |
| mpaninene enarge                                    |            | (-,,-,        | ( /           |

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### 28. Related parties

Relationships Shareholders Subsidiaries

Associates

Government of the Republic of Botswana CEDA Venture Capital Fund PG Industries (Botswana) (Pty) Ltd Delta Dairies (Pty) Ltd Phika Entrepreneurs (Pty) Ltd Latex Medical Products (Pty) Ltd

Mobility (Pty) Ltd
Pula Steel Casting & Manufacturing (Pty) Ltd
Pule Modisana Holdings (Pty) Ltd
Hoisting Solutions (Pty) Ltd
Ta Shebube (Pty) Ltd
Rim Rock (Pty) Ltd
Stoffberg Investments (Pty)
Ltd United Refineries (Pty)
Ltd Daintree (Pty) Ltd
ZS Botswana (Pty) Ltd
BIZ Capital (Pty) Ltd
Easy Concrete Products (Pty) Ltd
Tannery Industries (Botswana) (Pty)

### Notes to the Group Annual Financial Statements

### 29. Key Management's emoluments

The following is the compensation of key management personnel and these are set by the remuneration committee in relation to performance and market trends.

### Executive

### 2014

|              | Salaries  | 0  | Housing<br>allowance | Car<br>allowance | Gratuity,<br>medical<br>aids, and<br>other | Non<br>executive<br>directors'<br>fees | Total      |
|--------------|-----------|--|----------------------|------------------|--|--|------------|
| For services | 5 236 688 | The state of the s | 1 224 915            | 912 000          | 2 920 843                                  | 156 303                                | 10 450 749 |

### 2013

|              | Salaries  | Housing<br>allowance | Car<br>allowance | Gratuity,<br>medical<br>aids, and<br>other | Non<br>executive<br>directors'<br>fees | Total      |
|--------------|-----------|----------------------|------------------|--|--|------------|
| For services | 5 927 523 | 1 398 415            | 1 038 000        | 3 278 020                                  | 217 983                                | 11 859 941 |

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### 30. Risk management

### Financial risk management

The group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

The group's risk management policies are designed to identify and analyse these risks, to set appropriate risk limits and controls, and to monitor the risks and adherence to limits by means of reliable and up-to date information systems. The group regularly reviews its risk management policies and systems to reflect changes in markets, products and emerging best practice.

Risk management is carried out by an audit committee under policies approved by the Board of directors. Audit committee identifies, evaluates and minimise financial risks in close co-operation with the group's operating units. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as interest rate risk and credit risk and investment of excess liquidity.

### Liquidity risk

Liquidity risk is the risk of the group's inability to meet its payment obligations associated with its financial liabilities when they fall due. Liquidity risk may arise in situations where there are mismatches between maturities of assets and liabilities. The group's exposure to the risk is managed by the maturity profiles of the assets and liabilities.

The group's liquidity management process, as carried out within the group and monitored by a separate team in the group finance department, includes:

Day-to-day funding, managed by monitoring future cash flows to ensure that requirements can be met. This includes replenishment of funds as they are due towards customers;

- Maintaining a portfolio of highly marketable assets that can easily be liquidated as protection against any unforeseen interruption to cash flow;
- Monitoring statement of financial position liquidity ratios against internal requirements; and
- Managing the concentration and profile of debt maturities.
- Monitoring and reporting take the form of cash flow measurement and projections for the next day, week and month respectively, as these are key periods for liquidity management. The starting point for those projections is an analysis of the contractual maturity of the financial liabilities and the expected collection date of the financial assets.
- The Finance department also monitors unmatched medium-term assets, the level and type of undrawn lending commitments and the impact of contingent liabilities such as standby letters of "credit and guarantees."
- The table below analyses the group's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

| Figures in Pula   |                         |                          |                          |                           |
|---|-------------------------|--------------------------|--------------------------|---------------------------|
| Group   | 1-3 Months              | 3-12 Months              | 1-5 years                | Total                     |
| At 31 March 2014<br>Trade and other payables                              | 17 151 625              | 76 532 198               | 25 039 794               | 118 723 567               |
| Borrowings and bank overdrafts  | 6 613 721               | 5 530 607                | 65 021 087               | 77 165 415                |
| At 31 March 2013 Trade and other payables  Borrowings and bank overdrafts | 47 742 418<br>1 843 535 | 28 434 087<br>39 599 518 | °9 567 926<br>81 215 708 | 85 744 431<br>122 658 761 |

### Interest rate risk

The group's interest rate risk arises from long-term borrowings. Borrowings issued at variable rates expose the group to cash flow interest rate risk. Borrowings issued at fixed rates expose the group to fair value interest rate risk. During 2013 and 2014, the group's borrowings at variable rate were denominated in the Pula.

At 31 March 2014, if interest rates on Pula-denominated borrowings had been 1% higher/lower with all other variables held constant, pre-tax profit for the year would have been P 688 115 (2013: P 266 070) (Company: P252,356 (2013: P70,256)) lower/higher, mainly as a result of higher/lower interest expense on floating rate borrowings.

### Credit risk

The group takes on exposure to credit risk, which is the risk that a counterparty will cause a financial loss for the group by failing to discharge an obligation. Credit risk is the most important risk for the group's business; management therefore carefully manages its exposure to credit risk. Credit exposures arise principally in lending activities that lead to loans and advances, and investment activities that bring debt securities and other bills into the group's asset portfolio. There is also credit risk in off-statement of financial position financial instruments, such as loan commitments. The credit risk management and control are centralised in credit risk management team of group and reported to the Board of Directors and head of each business unit regularly.

### Loans and advances

In measuring credit risk of loan and advances to customers at a counterparty level, the group reflects three components (i) the 'probability of default' by the client or counterparty on its contractual obligations; (ii) current exposures to the counterparty and its likely future development, from which the group derive the 'exposure at default'; and (iii) the likely recovery ratio on the defaulted obligations (the 'loss given default').

The group assesses the probability of default of individual counterparties using internal rating tools tailored to the various categories of counterparty. They have been developed internally and combine statistical analysis with credit officer judgement. The group's rating scale, which is shown below, reflects the range of default probabilities defined for each rating class. This means that, in principle, exposures migrate between classes as the assessment of their probability of default changes. The rating tools are kept under review and upgraded as necessary. The group regularly validates the performance of the rating and their predictive power with regard to default events.

Notes to the Group Annual Financial Statements

| Notes to the Group Annual I maneral statements                       |  |               |               |  |
|--|--|---------------|---------------|--|
|  |  | Group         |               |  |
| Figures in Pula  |  | 2014          | 2013          |  |
| Financial assets exposed to credit risk at year end were as follows: |  |               |               |  |
| Loans and advances   |  |               |               |  |
| Performing loans   |  | 682 589 424   | 762 444 867   |  |
| Loans above 5 months in arrears                                      |  | 724 397 293   | 546 493 678   |  |
| Loans which are foreclosed   |  | 185 672 090   | 185 672 090   |  |
|  |  | 1 592 658 807 | 1 494 610 635 |  |
|  |  |               |               |  |

| <u>Category</u><br>Performing loans | Description  No evident weakness and performing to contractual terms | Objective criteria Performing according to contractual terms                                   |
|-------------------------------------|--|--|
| Non performing loans                | Exhibits potential weakness and/or settlement risk                   | In arrears for more than 150 days  |
| Loans which are foreclosed          | Settlement highly improbable   | Non performing credit facilities on which any amount due remains unpaid for more than 150 days |

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014.

### Notes to the Group Annual Financial Statements

Figures in Pula

### Risk management (continued)

### Risk Limit control and mitigation policies

The group manages, limits and controls concentrations of credit risk wherever they are identified - in particular, to individual counterparties and to industries.

The group structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower or groups of borrowers. Such risks are monitored on a revolving basis and subject to an annual or more frequent review, when considered necessary. Limits on the level of credit risk by product are approved quarterly by the Board of Directors.

Exposure to credit risk is also managed through regular analysis of the ability of borrowers and potential borrowers to meet interest and capital repayment obligations and by changing lending limits where appropriate.

Some other specific control and mitigation measures are outlined below.

### Collateral

The group employs a range of policies and practices to mitigate credit risk. The most traditional of these is the taking of security for funds advanced, which is a common practice. The group implements guidelines on the acceptability of specific classes of collateral or credit risk mitigation. The principal collateral types for loans and advances are:

- Mortgages over residential properties;
- Charges over business assets such as premises, plant and equipment, inventory and accounts receivable.

### Impairment and provisioning policies

The internal rating systems focus more on credit-quality mapping from the inception of the lending. In contrast, impairment provisions are recognised for financial reporting purposes only for losses that have been incurred at the reporting date based on objective evidence of impairment.

The impairment provision shown in the statement of financial position at year-end is derived from each of the three internal categories. However, the majority of the impairment provision comes from the bottom two grading. The table below shows the percentage of the group's on- and off-statement of financial position items relating to advances and the associated impairment provision for each of the categories:

| Analysis - Loans and advances  Performing loans | advances -<br>2014<br>682 589 424 | provision -<br>2014<br>143 484 412 | advances -<br>2013<br>762 444 867 | provision -<br>2013<br>182 014 742 |
|---|-----------------------------------|------------------------------------|-----------------------------------|------------------------------------|
| Loans above 5 months in arrears                 | 724 397 293                       | 465 790 089                        | 546 493 678                       | 318 415 278                        |
| Loans which are foreclosed                      | 185 672 090                       | 185 669 312                        | 185 672 090                       | 185 672 089                        |
|   | 1 592 658 807                     | 794 943 813                        | 1 494 610 635                     | 686 102 109                        |

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

|                 | Grou | Group |  |
|-----------------|------|-------|--|
| Figures in Pula | 2014 | 2013  |  |

### Risk management (continued)

the internal rating tool assists management to determine whether objective evidence of impairment exists under IAS 39, based on the following criteria set out by the group:

Delinquency in contractual payments of principal or interest;

Cash flow difficulties experienced by the borrower (e.g.; equity ratio, net income percentage of sales);

- Breach of loan covenants or conditions;
- Initiation of bankruptcy proceedings;
- Deterioration of the borrower's competitive position;
- Deterioration in the value of collateral; and
- Downgrading below investment grading level.

The group's policy requires the review of individual financial assets that are significant at least annually or more regularly when individual circumstances require. Impairment allowances on individually assessed accounts are determined by an evaluation of the incurred loss at reporting date on a case-by-case basis, and are applied to all individually significant accounts. The assessment normally encompasses collateral held (including reconfirmation of its enforceability) and the anticipated receipts for that individual account.

Collectively assessed impairment allowances are provided for: (i) portfolios of homogenous assets that are individually below materiality thresholds; and (ii) losses that have been incurred but have not yet been identified, by using the available historical experience, experienced judgment and statistical techniques.

Credit risk exposure relating to the assets on the statement of financial position are as follows:

### Credit risk exposure

| Loans and advances Other assets  797 714 994 808 508 89 380 964 117 730  1 135 462 649 1 024 682  Loans and advances Loans and advances Loans and advances are summarised as follows:  Analysis Neither past due nor impaired 9682 589 424 936 931 2 938 436 975 094 805 363 436 805 363 436 |                                | 797 714 994   | 808 508 526                              |
|--|--------------------------------|---------------|--|
| Loans and advances 797 714 994 808 508 117 730 Other assets 89 380 964 117 730  1 135 462 649 1 024 682  Loans and advances Loans and advances are summarised as follows:  Analysis Neither past due nor impaired 682 589 424 436 931 2 Past due but not impaired 73 094 289 252 316 0       | Less: Allowance for impairment | (794 943 813) | (686 102 109)                            |
| Loans and advances Other assets  797 714 994 808 508 89 380 964 117 730  1 135 462 649 1 024 682  Loans and advances Loans and advances Loans and advances are summarised as follows:  Analysis Neither past due nor impaired  *682 589 424 436 931 2  | Impaired over 5 months         | 836 975 094   | 805 363 406                              |
| Loans and advances 797 714 994 808 508 117 730 1 135 462 649 1 024 682  Loans and advances Loans and advances Loans and advances Loans and advances are summarised as follows:   | Past due but not impaired      |               | 252 316 000                              |
| Loans and advances 797 714 994 808 508 Other assets 89 380 964 117 730  Loans and advances 1 135 462 649 1 024 682   |                                |               | 436 931 229                              |
| Loans and advances 797 714 994 808 508 Other assets 89 380 964 117 730   |                                |               |  |
| Loans and advances 797 714 994 808 508   |                                | 1 135 462 649 | 1 024 682 412                            |
|  | Loans and advances             | 797 714 994   | 98 443 759<br>808 508 526<br>117 730 127 |

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### Figures in Pula

### Risk management (continued)

The total impairment provision for loans and advances is P794 943 813 (2013: P686,102,109) of which 87% (2013: 73%) represents loan facilities that have not performed for over 5 months.

Upon initial recognition of loans and advances, the fair value of collateral is based on valuation techniques commonly used for the corresponding assets. In subsequent periods, the fair value is updated by reference to market price or indexes of similar assets.

Management is confident in its ability to continue to control and sustain minimal exposure of credit risk to the group resulting from both its loan and advances portfolio and investments based on the following:

- 47% of the loans and advances portfolio is categorised in the top two grades of the internal rating system (2013: 46%).
- Loan portfolio is backed by collateral.
- The group has introduced a more stringent selection process upon granting loans and advances.

### Age analysis of loans and advances

| Group         |    |    | Neither past due<br>nor impaired | 1-150 days<br>Past due but not<br>impaired | Over 150 days | Total         |
|---------------|----|----|----------------------------------|--|---------------|---------------|
| Loans<br>2014 | at | 31 | March<br>682 589 424             | 73 094 289                                 | 836 975 094   | 1 592 658 807 |
| Loans<br>2013 | at | 31 | March 436 931 229                | 252 316 000                                | 805 363 406   | 1 494 610 635 |

### Repossessed collateral

During 2014, the Agency obtained assets by taking possession of collateral held as security which totalled P8 294 743 (2013: P11 889 500). Repossessed assets consist of land and buildings, plant and machinery and equipment. Repossessed properties are sold as soon as practical with the proceeds used to reduce the outstanding indebtedness.

### Fair value of financial assets and liabilities

The carrying amounts of financial assets and financial liabilities of the group and company equal their fair value. Assumptions used to determine the fair value;

(i) Loans and advances to customers and other assets

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values.

(ii) Financial liabilities

Trade and other payables are of short term in nature and the fair values will approximate its carrying values. Borrowings are financed at market interest rates; therefore, the carrying values approximates fair values. Borrowings are financed at market interest rates; therefore, the carrying values approximates fair values.

(Registration number CO/2001/2412)
Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### Figures in Pula

### Financial assets by category

The accounting policies for financial instruments have been applied to the line items below:

### Group - 2014

|  |   | 1 024 682 412             | 1 024 682 412             |
|--|---|---------------------------|---------------------------|
| Loans and advances                     |   | 808 508 526               | 808 508 526               |
| Other assets                           |   | 117 730 127               | 117 730 127               |
| Cash and cash equivalents              |   | 98 443 759                | 98 443 759                |
|  |   | Loans and receivables     | Total                     |
| Group - 2013                           |   |                           |                           |
|  |   | 1 133 305 149             | 1 133 305 149             |
| Loans and advances                     | c | 797 714 994               | 797 714 994               |
| Cash and cash equivalents Other assets |   | 246 209 191<br>89 380 964 | 246 209 191<br>89 380 964 |
|  |   | Loans and receivables     | Total                     |

### Financial liabilities by category

The accounting policies for financial instruments have been applied to the line items below:

### Group - 2014

|  | Financial liabilities at amortised cost | Total                    |
|--|---|--------------------------|
| Borrowings and bank overdrafts                       | 6 116 628<br>118 723 569                | 6 116 628<br>118 723 569 |
| Trade and other payables Other financial liabilities | 71 048 787                              | 71 048 787               |
|  | 195 888 984                             | 195 888 984              |
| Group - 2013   |   |                          |
|  | Financial liabilities at amortised cost | Total                    |
| Borrowings and bank overdrafts                       | 35 719 616                              | 35 719 616               |
| Trade and other payables                             | 85 744 431                              | 85 744 431               |
| Other financial liabilities                          | 86 939 145                              | 86 939 145               |
|  | 208 403 192                             | 208 403 192              |

(Registration number CO/2001/2412) Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

|  |                            | Grou                 | Group                         |  |
|--|----------------------------|----------------------|-------------------------------|--|
| Figures in Pula  |                            | 2014                 | 2013                          |  |
| 31. Commitments  |                            |                      |                               |  |
| Authorised capital expenditure Already contracted for but not provided for |                            |                      |                               |  |
| <ul><li>Motor vehicles</li><li>Computer hardware</li></ul>                 |                            | 46 632               | 3 009 596                     |  |
| Computer nardware     Computer software                                    | 0                          | 1 052 000            | 1 052 000                     |  |
| Computer software  |                            | 200 000<br>4 944 112 | 200 000                       |  |
| These committed expenditure relates to property, plands.                   | ant and equipment and will |                      | 4 944 112<br>rnally generated |  |
| Operating leases - as lessee (expense)                                     |                            |                      |                               |  |
| Minimum lease payments due   |                            |                      |                               |  |
| - within one year  |                            | 5 168 861            | 6 107 436                     |  |
| - in second year and later   | Ē                          | 15 315 639           | 12 087 416                    |  |

Lease commitments are standing in respect of lease agreements for properties spread over the country used in respect of carrying out operations of CEDA Group. The commitments will be financed out of internally generated funds.

20 484 500

18 194 852

### 32. Contingencies

CEDA Credit Guarantee Fund guarantees the net losses incurred by participating financial institutions as a result of their lending to small and medium sized entities under the CEDA Credit Guarantee Scheme. The fund has guaranteed 75% of the net losses incurred by the participating institutions. The total contingent liability as at 31 March 2014 as a result of guarantees issued amount to P83,070,267 (2013: P94,179,676).

CEDA has certain pending litigations as at 31 March 2014. The outcome of these cases is currently unknown Management has estimated a contingent exposure of P38,865.

Unfilled conditions and other contingencies attaching to government grants related to agricultural activity.

### 33. Going concern

The group annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The ability of the group to continue as a going concern is dependent on a number of factors. The most significant of these is that the directors continue to procure funding for the ongoing operations for the group.

(Registration number CO/2001/2412)

Group Annual Financial Statements for the year ended 31 March 2014

### Notes to the Group Annual Financial Statements

### 34. Events after the reporting period

The following material events took place from the reporting date to the date of signature of the group annual financial statements:

### Subsidiaries

- PG Industries (Botswana) (Pty) Ltd was placed under liquidation on 14 January 2015.

-Shares held in Phika Entrepreneurs were disposed of in December 2015 and proceeds amounting to P232 044 were received on 8 February 2016.

-Shares in Delta Dairies (Pty) Ltd were disposed of on 9 December 2014 and a consideration of P1.00 was a

-Latex Medical Products (Pty) Ltd was placed under liquidation from December 2012. The liquidation process was finalised in April 2015. No proceeds were received.

### Associates

- Biz Capital (Pty) Ltd was in liquidation since September 2012. Interim liquidation proceeds of P145,310 were received in October 2015. The liquidation process was finalised in March 2016 and no final proceeds were
- Easy Concrete Products (Pty) Ltd was placed under provisional liquidation on 30 March 2012.

- TIB liquidation was completed in June 2014.

- Hoisting Solutions (Pty) Ltd was exited in April 2017.

- Rim rock (Pty) Ltd was placed under provisional liquidation in December 2015.

- Pula Steel Casting and Manufacturing (Pty) Ltd was placed under liquidation on 15 September 2017. The liquidation process is not complete.
- -Ta Shebube (Pty) Ltd was an associate until 2015. It became an 87% owned subsidiary from 2016 to date.

- Mobility (Pty) Ltd was no longer part of the group as from July 2015.

- Pule Modisana (Pty) Ltd was placed under liquidation on 24 October 2018.
- United Refineries (Pty) Ltd was placed under judicial management as from 11 February 2019.

### Other Investments

-The Government of Botswana donated 4.5% shareholding in Norsad Finance to CEDA in 2016.