



**MKOMBOZI COMMERCIAL BANK PLC**

**THE FIFTH ANNUAL GENERAL  
MEETING OF THE SHAREHOLDERS**

**31 MAY, 2014**

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# **MKOMBOZI COMMERCIAL BANK PLC**

## **VISION AND MISSION STATEMENTS**

### **VISION**

To be a leading bank in addressing the growth needs of small and medium size enterprises through delivery of high quality and integrity banking services to a wide micro customer base and corporate enterprises

### **MISSION**

To be a bank that will provide high quality financial services to all sectors and levels of the economy in a sustainable and socially responsible manner to meet stakeholders' expectations

## **NOTICE TO ALL SHAREHOLDERS OF MKOMBOZI COMMERCIAL BANK PLC**

**NOTICE IS HEREBY GIVEN THAT** the Fifth Annual General Meeting of Mkombozi Commercial Bank Plc will be held on 31st May, 2014 at Msimbazi Centre Cardinal Adam's hall Dar es Salaam from 9.00 a.m

### **AGENDA**

- 4.1 ADOPTION OF THE AGENDA;**
- 5.3 CONFIRMATION OF THE MINUTES OF THE FOURTH ANNUAL GENERAL MEETING HELD ON 25TH MAY, 2013;**
- 5.4 MATTERS ARISING FROM THE FOURTH ANNUAL GENERAL MEETING**
- 5.5 DIRECTORS' REPORT FOR THE YEAR ENDED 31ST DECEMBER, 2013;**
- 5.6 EXTERNAL AUDITOR'S REPORT AND FINANCIAL STATEMENTS OF THE BANK FOR THE YEAR ENDED 31ST DECEMBER, 2013;**
- 5.7 TO RECEIVE, DISCUSS AND APPROVE THE PROPOSAL TO JOIN DAR ES SALAAM STOCK EXCHANGE SO AS TO INCREASE BANK'S CAPITAL THROUGH INITIAL PUBLIC OFFERING;**
- 5.8 APPOINTMENT OF STATUTORY AUDITOR;**
- 5.9 DATE FOR THE NEXT ANNUAL GENERAL MEETING; AND**
- 5.10 ANY OTHER BUSINESS**
- 5.11 CLOSURE OF THE MEETING**

### **Notes:**

1. A member wishing to attend the meeting must come with a copy of his/her Receipt for purchase of shares or share certificate.

## THE FIFTH ANNUAL GENERAL MEETING

2. A member entitled to attend and vote at the meeting is entitled to appoint a PROXY to attend and vote in his/her absence in accordance with the provisions of the Company's Articles of Association. A PROXY FORM must be deposited at the registered office of the bank so as to arrive not later than three (3) days before the meeting. The form should be in the following style:

**“Mkombozi Commercial Bank Plc”**

I/We ....., of .....,  
being a Member/Members of the above-named Company, hereby appoint  
..... of .....  
..... as my/our proxy to vote for me/us on my/our behalf at the  
Annual General Meeting of the bank to be held on the 31st May, 2014 and at any  
adjournment thereof.

Signed this ..... day of ..... 20..

3. All shareholders and/or representatives will be required to register before entering the meeting hall on the date of the meeting.

For further information contact the Bank's offices at:

Mkombozi Commercial Bank Plc  
Plot No.40, Behind St Joseph Church  
Mansfield Street  
P.O.Box 38448  
DAR ES SALAAM  
Tel.no.+255 22 2137806/7,  
Fax no+255 22 2136775/+255 22 2137802  
Email:info@mkombozibank.com  
Web:www.mkombozibank.com

**BALTAZAR B. MBILINYI**  
**COMPANY SECRETARY**  
**BY ORDER OF THE BOARD**  
**APRIL, 2014**

## THE FIFTH ANNUAL GENERAL MEETING

### 5.3 CONFIRMATION OF THE MINUTES OF THE FOURTH ANNUAL GENERAL MEETING HELD ON 25TH MAY, 2013

#### MINUTES OF THE FOURTH ANNUAL GENERAL MEETING OF MKOMBOZI COMMERCIAL BANK PLC HELD ON 25TH MAY, 2013 AT CARDINAL ADAM'S HALL DAR ES SALAAM

##### ATTENDANCE OF BOARD MEMBERS

1.	Mr. Masha John Mshomba	Board Chairman
2.	Mr. Method Anatoli Kashonda	Vice Chairman
3.	Mrs. Edwina Agnellus Lupembe	Managing Director
4.	Rev. Fr. Dr. Anthony Makunde	Director
5.	Rt. Rev. Beatus Kinyaiya	Director
6.	Mr. Baltazar Baltazar Mbilinyi	Secretary

##### ABSENT WITH APOLOGY

1.	Mr. Placidus Luoga	Director (engaged on official duties)
2.	Dr. Eve Hawa Sinare	Director (engaged on official duties)
4.	Mr. Marselino Kayombo	Director (engaged on official duties)

##### IN ATTENDANCE

1. Mr. Deokari Mkenda a representative from Ernst & Young
2. Bishop Methodius Kilaini Auxiliary Bishop of the diocese of Bukoba

**IN ATTENDANCE**

<b>SN</b>	<b>NAME OF THE SHAREHOLDER</b>	<b>DIOCESE</b>	<b>ADDRESS</b>	<b>MOBILE NUMBER</b>
1	Josephine John Manzopola	Dar es Salaam	S.L.P.9 DSM	0754-534425
2	Gilbert Bwanga	Dar es Salaam	S.L.P. 25411 Dsm	0754-392247
3	Vianey Philip Linga	Dar es Salaam	-	0784-804987
4	Husna Haji Kavishe	Dar es Salaam	S.L.P.94629 Dsm	0753-577549
5	Ananias Marco Ngugo	Dar es Salaam	S.L.P.77177 Dsm	0765-807113
6	January Maria Mshimba	Dar es Salaam	S.L.P.4665 Dsm	0753-646332
7	Moris Mhoja Shija	Dar es Salaam	S.L.P.71624 Dsm	0765-221501
8	Dr.Godlike R. Koda	Dar es Salaam	S.L.P.35062 Dsm	0754-693887
9	Ms Sekonda S. Msilu	Kibaha	S.L.P.30054 Dsm	0754-577109
10	Phranca A.N.Bonmariage	MakongoJuu-Dsm	S.L.P.31510 Dsm	0752-152406
11	Simbila Alex	Dar es Salaam	S.L.P.1948 Dsm	0754-313843
12	Marco K. Makanyoya	Dar es Salaam	S.L.P.15080 Dsm	0754-313843
13	Angela A. Mlowo	Kigamboni-Dsm	S.L.P.36484 Dsm	0718-017944
14	Zephania O. Mwidete	Dar es Salaam	-	0757-055646
15	Bertold Thomas Njawike	Dar es Salaam	S.L.P.60627 Dsm	0753-552381
16	Agnes Akumu Adhiambo	Dar es Salaam	-	0783-489222
17	Fidelis M. Mudui	Dar es Salaam	S.L.P.40711 Dsm	0716-225898
18	Sabina A. Mwahlejeja	Dar es Salaam	S.L.P.11099 Dsm	0718-860934
19	Mary Julius Ngoda	Dar es Salaam	S.L.P.35059 Dsm	0715-775799
20	Sr M. Florentine Haule	Kitunda-Dsm	S.L.P.18187 Dsm	0656-082736
21	Jesca Joel Kabalibali	Dar es Salaam	-	0757-931630
22	Sospeter Evod Mapunda	Dar es Salaam	S.L.P.78779 Dsm	0713-123087
23	Martina Evod Mapunda	Mbeya	S.L.P.78779 Dsm	0754-000707
24	Henrick Evod Mapunda	Dar es Salaam	S.L.P.78779 Dsm	0717-990281
25	Sofia Bernard Mwapira	Dar es Salaam	S.L.P.76063 Dsm	0754-771629
26	Pelagia Kawamala Charles			
27	Monica Laurent Yakutab	Dar es Salaam		0715-814446
28	Michael Sungusia Urrio	Dar es Salaam	S.L.P.8196 Dsm	0715-111265

SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
29	Anna Makere	Dar es Salaam	S.L.P.15144 Dsm	0713-242835
30	Poricalipi D. Mpili	Dar es Salaam	S.L.P.9090 Dsm	
31	Anna W. Swai	Dar es Salaam	S.L.P.1322 Dsm	0717-375682
32	Karisto Alfred	Dar es Salaam	S.L.P.960 Dsm	0754-380452
33	Elyvira K. Rweyemamu	Dar es Salaam	S.L.P.14694 Dsm	0715.995593
34	Dorice K. Rweyemamu	Dar es Salaam	S.L.P.14694 Dsm	0715-995593
35	Doreen B. Rweyemamu	Dar es Salaam	S.L.P.14694 Dsm	0715.995593
36	Enatha S. Rweyemamu	Dar es Salaam	S.L.P.14694 Dsm	0715-995593
37	Idephonce L. Bwinyo	Dar es Salaam	S.L.P.24804 Dsm	0713-894099
38	Odilo Mtalemwa	Dar es Salaam	S.L.P.21711 Dsm	0717-552009
39	Verónica Chilipweli	Dar es Salaam	S.L.P.31041 Dsm	0715-507891
40	Thecla Myambo	Dar es Salaam	S.L.P.25411 Dsm	0756-064563
41	Aquilina K. Rweyemamu	Dar es Salaam	S.L.P.14694 Dsm	0719-467332
42	Revocatus Rusticus Mshema	Dar es Salaam		0714-494345
43	Julius J. Kundawa	Dar es Salaam	S.L.P.9000 Dsm	0786-263687
44	Pascazia Z. Matete	Dar es Salaam	c/o S.L.P.167 Dsm	0713-303830
45	DINA Masenga	Dar es Salaam	S.L.P.9013 Dsm	0719-310377
46	Theresia Zawadi	Dar es Salaam		0717-723779
47	Samson J. Semwiza	Dar es Salaam	S.L.P.60015 Dsm	0754/0658-947081
48	Fr. Paschal H. Kassase	Shinyanga	S.L.P.47 Shinyanga	0754-892179
49	Alex A. Kisanji	Dar es Salaam	S.L.P.62901 Dsm	0754-960551
50	Tyson Evod Mapunda	Dar es Salaam	S.L.P.78779 Dsm	0653-462228
51	Phlomena Joseph Mosha	Dar es Salaam	S.L.P.53072 Dsm	0756-395292
52	Joseph Phil Mosha	Dar es Salaam	S.L.P.53072 Dsm	0782-565607
53	Daniel Malanga Kabado	Dar es Salaam	S.L.P.54032 Dsm	0787-170043
54	Berthold Ignas Nkalamunu	Dar es Salaam	S.L.P.80437 Dsm	0754-406043
55	Angelina Edward Mbungu	Dar es Salaam	S.L.P.11105 Dsm	0755-680724
56	Evarista Apolinari	Dar es Salaam		0762-087118
57	Fr. Martin M. Mmole	Tunduru-Masasi	S.L.P.240 Tunduru	0782-345460
58	Evarist A. Minani	Msimbazi	S.L.P.865 Dsm	0713-284963
59	Battomey Y. Luwumba	Dar es Salaam	S.L.P.22261 Dsm	0754-573267



<b>SN</b>	<b>NAME OF THE SHAREHOLDER</b>	<b>DIOCESE</b>	<b>ADDRESS</b>	<b>MOBILE NUMBER</b>
60	Alphonse F. Bandy	Kigoma	S.L.P. Kigoma	0755-914096
61	Augustino J. Juma	Dar es Salaam	S.L.P.105935 Dsm	0713-373875
62	Maxmilian Kolbe	Puga-Dsm	S.L.P.18105 Dsm	0758-185922
63	Sabas T. Mrosso	Dar es Salaam	S.L.P.67635 Dsm	0715-868229
64	Jeronimo Mathew	Kahama	S.L.P.400 Kahama	0763-900673
65	Pontian K. Michael	Dar es Salaam	S.L.P.39812 Dsm	0713-494311
66	Paulina C. Rwechungura	Dar es Salaam		0755-293176
67	Benedict F. Mbwiga	Dar es Salaam	S.L.P.21282 Dsm	0784 898367 /0767-410113
68	Anastaz K. Ndunguru	Dar es Salaam		0757-381508
69	Agnes J. Kimwery	Dar es Salaam		0655-012529
70	Daniel John Kullya	Dar es Salaam		0655-773877
71	Cecilia Verdian Rwamuharu	Dar es Salaam	S.L.P.28020	0787-465182
72	Victoria Stephen Mawi	Dar es Salaam	S.L.P.5472 Dsm	0782-791311
73	Eva John Mkundi	Dar es Salaam	S.L.P.46343 Dsm	0715-739406
74	Liberatta Laurent	Dar es Salaam		0655-763370
75	Suzo H. Kazimoto	Dar es Salaam	S.L.P.9040 Dsm	0787-380927
76	Fredrick Thomas Kwanungu	Mafia	S.L.P.40 Mafia	0786-521965
77	Consolata A. Bebwa	Dar es Salaam	S.L.P.72671 Dsm	0713-564594
78	Edward M. Mmole	Dar es Salaam	S.L.P.9523 Dsm	0784-329020
79	Rweyongeza Alfred Bitungwa	Dar es Salaam	S.L.P.10549,Dsm	0755-858955
80	Lucy J. Kasase	Kigoma	S.L.P.71 Kigoma	0754-854869
81	Joseph Victor Ngoti	Dar es Salaam	S.L.P.32612 Dsm	0732-106814
82	Joseph Muhale-Parokia ya Pugu	Dar es Salaam	S.L.P.18105 Dsm	0713-368530
83	Felisia Ochola- Vicent Ferrer-Mikocheni	Dar es Salaam		0754-363082
84	Method M. Kamala-Jumuiya Mt Cecilia	Dar es Salaam	S.L.P.100129 Dsm	0787-308204
85	Christina Materu	Dar es Salaam	S.L.P.9213 Dsm	0753-577649
86	Kelvin R. Mahundi	Dar es Salaam	S.L.P.4422 Dsm	0655-392912
87	A. F. Mapunda	Dar es Salaam	S.L.P.32751 Dsm	0713-602422

<b>SN</b>	<b>NAME OF THE SHAREHOLDER</b>	<b>DIOCESE</b>	<b>ADDRESS</b>	<b>MOBILE NUMBER</b>
88	Mrs Anthony Minja	Dar es Salaam	S.L.P.71900 Dsm	0719-646615
89	Paternus C. Nnegira	Dar es Salaam	S.L.P.2428 Dsm	0718-160307
90	Dionisia D. Sanga	Dar es Salaam	S.L.P.14370 Dsm	0655-261198
91	Adella F. Kavishe	Dar es Salaam	S.L.P.11990 Dsm	0764-401028
92	Anna Aloyce Temu	Dar es Salaam		0718-347473
93	Fidelis B. Magoyo	Dar es Salaam	S.L.P.17000 Dsm	0754-266357
94	Dagobert John Komba	Dar es Salaam	S.L.P.60039 Dsm	0754-303802
95	Augustine Mwita Mseta	Dar es Salaam		0715-420493
96	Jeanimiwa M. Mtitu	Dar es Salaam	S.L.P.2715 Dsm	0713-267522
97	Mary J. Mchome	Dar es Salaam	S.L.P.10685 Dsm	0755-365729
98	Rosalia D. Watugulu	Dar es Salaam	S.L.P.2086 Dsm	0754-634791
99	Regina Joel Kabalibal	Dar es Salaam	S.L.P.167 Dsm	0754-635202
100	Arch.Henry M. Mwoleka (Cons Africa Ltd)	Dar es Salaam	S.L.P.79900 Dsm	0767-281090
101	Joseph Budelele	Dar es Salaam	S.L.P.79916 Dsm	0754-398843
102	Fr Amandus Kapele	Holy-Ghost Fathers	S.L.P.7590,Arusha	0766-075339
103	Mary Perfect Shayo	Dar es Salaam	S.L.P.13818 Dsm	0755-053089
104	Arnold Donald Msengezi	Dar es Salaam	S.L.P.24614 Dsm	0754-316386
105	Fr Vicent Mrio	Dar es Salaam	S.L.P.3522 Dsm	0787-237487
106	Fr Ado Kayanda Mwageni	Njombe	S.L.P.54 Njombe	0784-413034
107	Method Marwa	Dar es Salaam	S.L.P.40803 Dsm	0719-983436
108	Mary Elias Kiligwa	Dar es Salaam	S.L.P.76466 Dsm	0655-767923
109	Agatha Mayema	Dar es Salaam	S.L.P.40824 Dsm	0713-613249
110	Devota Lyimo	Dar es Salaam		0754-994997
111	Bonitus A. Mwaluent	Dar es Salaam	S.L.P.22303 Dsm	0754-471409
112	Rafael Nicholas Matuntera	Dar es Salaam	S.L.P.60532 Dsm	0753-216361
113	Rosina C. Hauli	Dar es Salaam	S.L.P.10807 Dsm	0755-804080
114	Bennet Malekela	Dar es Salaam	S.L.P.31635 Dsm	0713-348469/ 0752-991830
115	Natalia H. Shirima	Dar es Salaam	S.L.P.16268 Dsm	0754-035867
116	Mathias M. Nkwabi	Dar es Salaam	S.L.P.100012 Dsm	0719-079117

SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
117	Anacret Gervas Mukobuta	Dar es Salaam	S.L.P.62284 Dsm	0755/0715-471074
118	Ignatus Wabukundi	Dar es Salaam		0657-347924
119	Renalda Kisome Mdono	Dar es Salaam	S.L.P.238 Dsm	0755-940785
120	Esther Joseph Mnemele	Dodoma	S.L.P.922 Dodoma	0653-600800
121	Benedict Martin Hayuma	Dar es Salaam		0784-473071
122	Fedriki Thomas Chaula	Njombe	S.L.P.1101 M/mbako	0755-037077
123	John P. Mpelembwa	Dar es Salaam	S.L.P.3367 Dsm	0754-275971
124	Benedict Mwakilema- Parokia Vingunguti	Dar es Salaam	S.L.P.40023 Dsm	0753-112571
125	Alois Nandongi	Dar es Salaam	S.L.P.18105 Dsm	
126	Nemes T. Mkude	Dar es Salaam		0784-890795
127	Markolina P. Mgao	Dar es Salaam		0755-326035
128	Nestory Mbemna	Temeke	S.L.P.104929 Dsm	0784-341565
129	Mtaa wa Keko Machungwa	Dar es Salaam	S.L.P.50095 Dsm	0755-924522
130	Jumuiya ya Mt. Vincent	Dar es Salaam	S.L.P.50095 Dsm	0717-649907
131	Constantine Munema	Dar es Salaam	S.L.P.9560 Dsm	0754-501628
132	Werner Marko Nandonde	Dar es Salaam	S.L.P.35681 Dsm	0713-530002
133	Gaudensia C. Ndibalema	Dar es Salaam	S.L.P.167 Dsm	0713-518911
134	Leviner S. Robert	Dar es Salaam	S.L.P.63348 Dsm	0713-786992
135	Enock PH Kikoti	Dar es Salaam		0714-364717
136	Mariana A. Ndonjekwa	Dar es Salaam	S.L.P.36033 Dsm	0754-591583
137	Anjela J. Kyakula	Dar es Salaam		0762-949117
138	Melania Michael Magesa	Dar es Salaam		0752-999650
139	Julius Mbawala	Dar es Salaam	S.L.P.9153	0714-303318
140	Michael Muhochi Marwa	Musoma	Nyamongo	0657-971170/ 0759-580602
141	Anna Michael Muhochi	Musoma	Nyamongo	0768-980890
142	Teotim Richard Mmanda	Yombo Vituka	Dar es Salaam	0786-099193
143	IDD Peter Olomi	Lindi	Lindi Mjini	0715-200221

SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
144	Sr. Digna-Queen of Family Sec School	Kahama	S.L.P.1036 Kahama	0784-791381
145	Missionary Sister of the Pre.Blood	Nairobi	P.O.56333 Nairobi	
146	Celerini D. Kahanda	Dar es Salaam	S.L.P.16596 Dsm	0752--619482
147	Elizabeth Meter Mpelembwa	Dar es Salaam	S.L.P.41051 Dsm	0755-774924
148	Dr Deogratias Rugaimukamu	Dar es Salaam	S.L.P.35047 Dsm	0754-365677
149	Faustus Gwimo Rugonda	Dar es Salaam	S.L.P.100129 Dsm	0755-555109
150	Oliver Silvasius Peter	Dar es Salaam	S.L.P.50095 Dsm	0752-557039
151	Justin Mei	Dar es Salaam	S.L.P.40023 Dsm	0653-934852
152	Lt.Moses Kabambara	Dar es Salaam	S.L.P.77852 Dsm	0757-550748
153	Method Kashonda	Dar es Salaam	S.L.P.7794 Dsm	0767-333509
154	Meter M. Kingola	Ubungo -Dsm	S.L.P.62600 Dsm	0754-057430
155	Erick Mwarabu Bazil	Dar es Salaam	S.L.P.9560 Dsm	0755-867590
156	Victa P. Kapila	Dar es Salaam	S.L.P.9080 Dsm	0718-666229
157	Michael N.A. Mmasi	Dar es Salaam	S.L.P.573 Dsm	0754-313074
158	Henry J. Mboya	Dar es Salaam	S.L.P.4000 Dsm	0713-524364
159	Egla Kokushuma Nasimire	SAUT Main.MWZ	S.L.P. Mwanza	0765-883970
160	Fr Gregory Kiloma	Mwanza	S.L.P.1421 Mwz	0765-883970
161	Mary Manyanga	Dar es Salaam	S.L.P.2320 Dsm	0713-648236
162	Joseph Gallus-JNNK Monica	Dar es Salaam	S.L.P.100129 Dsm	0713-738237
163	George Fumbuka	Dar es Salaam	S.L.P.23227 Dsm	0754-303759
164	Lilian E. Mwanemile	Dodoma	S.L.P.409Dodoma	0754-919990
165	Jumuiya ya Mt.Gabriel	Dar es Salaam	S.L.P.10801 Dsm	0712-572799
166	Ngonyama	Dar es Salaam	S.L.P.4422 Dsm	0712-572799
167	Germanus German Mapesa	Dar es Salaam	S.L.P.71077 Dsm	0756-414341
168	Theodosia Thomas	Dar es Salaam	S.L.P.9560 Dsm	0763-349781
169	Kristo Mfalme	Dar es Salaam	S.L.P.77969 Dsm	0713-649477
170	Aldo John Kulogwa	Dar es Salaam		0713-808927
171	Fr. Henry Mgimba	Njombe	S.L.P.54 Njombe	0753-061792
172	Thomas F. Shoo	Dar es Salaam	S.L.P.13661	0752-603527
173	Bartholomeo Sheni	Dar es Salaam	S.L.P.706080 Dsm	0757-922915
174	Marco Justine Mwenda	Pugu	S.L.P.18105 Dsm	0715-185922
175	Felix John Mavika	Dar es Salaam	S.L.P.35126 Dsm	0754-364533

SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
176	Mrs Lydia S.Mhagama	Dar es Salaam	S.L.P.6527 Dsm	0717-649907
177	Mrs Adorfina Ngonyani	Dar es Salaam	S.L.P.6527 Dsm	0755-144302
178	Gaston Ksavely	Kigoma	S.L.P.72 Kigoma	0768-113535
179	John G. Kaziulaya	Dar es Salaam	S.L.P.62448 Dsm	0755-529229
180	Damian E. Mrema	Dar es Salaam	S.L.P.35 Mlandizi	0754-007351
181	R. Emmilian	Dar es Salaam		0787-369141
182	Justin M. Mbata	Dar es Salaam	S.L.P.54646 Dsm	0714-888688
183	Mr&Mrs G.K. Zulu	Dar es Salaam	S.L.P.6153 Dsm	0713-417852
184	Justin Martin Mbata-Jumuiya Mt.Vincent wa Paulo	Dar es Salaam	S.L.P.53464 Dsm	0766-522988
185	Mr Evarist Tilafu	Dar es Salaam	S.L.P.2478 Dsm	0783-133978
186	Dr Wolfighi Asghdom	Dar es Salaam	S.L.P.50027 Dsm	0754-845264
187	Shedrick Kisinga	Dar es Salaam		0756-465437
188	Hugolin Ezekiel Haule	Iringa	S.L.P.1099 Dsm	0756-752622
189	Sr. M. Idda	Morogoro	S.L.P.1049 Dsm	0784-267991
190	Tibesigwa Gosbert	Rulenge-Ngara	S.L.P.50 Rulenge	0784-484029
191	Rose Kidami Mwezegure	Dar es Salaam		0768-495062
192	Simon P. Mrina	Dar es Salaam	S.L.P.45812 Dsm	0715-336652
193	Mt Ignas Dovyva	Dar es Salaam	S.L.P.366 Dovyva	0787-104027
194	Jovina B. Kipongo	Dar es Salaam		0756-247745
195	Dora Mkumbo	Dar es Salaam		0754-839001
196	Domitila P. Tairo	Dar es Salaam	S.L.P.35098 Dsm	0717-444133
197	Br. Otto Chiduo	Dar es Salaam	S.L.P.25016 Dsm	0713-571279
198	Epaineto Jacob Mrope	Mtwara	S.L.P.25 Ndanda	0786-720488
199	Gabriel Shaban Tesha	Dar es Salaam	TACT-NYUMBU -KBH	0719-373882
200	Berbard Peter Mosha	Dodoma	S.L.P.305 Mpwapwa	0767-466544
201	Christina Fabian Kapembe	Dar es Salaam	S.L.P.45232 Dsm	0784-707419
202	Amandus Alexander	Kigoma	S.L.P.72 Kigoma	0755-732232
204	Hellen P. Shayo	Dar es Salaam	S.L.P.148 Dsm	0754-387545
205	Getrude G. Simba	Kibaha		0712-477499
206	Selina Francis Mwarabu	Dar es Salaam		0787-059098
203	Maria Boniface Mgumba	Dar es Salaam		0655-888795

SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
207	Fratern H. Shirima	Dar es Salaam	S.L.P.1186 Dsm	0713-747265
208	Catherine K. Norbert	Dar es Salaam	S.L.P.68062 Dsm	0717-164069
209	Gema Prot. Masawe	Dar es Salaam		0718-688322
210	Paul P. Shayo	Dar es Salaam	Buza RC	0767-310058
211	Magdalena Chagula	Dar es Salaam	S.L.P.7728 Dsm	0755-738635
212	Florence Gwang'ombe	Dar es Salaam	S.L.P.14996 Dsm	0754-875278
213	Rahel J. Moshi	Dar es Salaam	S.L.P.1818 Dsm	0768-270075
214	John Kassam Simwanza	Dar es Salaam	S.L.P.18105 Dsm	0787-813180
215	John K. Simwanza-Jumuiya			
	ya Mt.Cecilia	Dar es Salaam	S.L.P.18105 Dsm	0787-813180
216	Method Kamala	Dar es Salaam	S.L.P Mtoni Dsm	0713-308204
217	Daud Julius Pangila	Dar es Salaam	Mwananyamala	0714-748547
218	Nina N. Njaila	Dar es Salaam	S.L.P.90208 Dsm	0754-778360
219	Peter Kamchape Lunyelele	Dar es Salaam	30024 Dsm	0754-668771
220	Victorina Marino Laffa	Dar es Salaam		0754-400390
221	John G. Simbeya	Dar es Salaam		0712-137658/ 0789-804315
222	Mr Peter Oscar Sakalan	Dar es Salaam	S.L.P.15064 Dsm	0754-009278
223	Dr Joseph Kimwati	Dar es Salaam	S.L.P.60343 Dsm	0754-570439
224	Theresia N. Mapunda	Dar es Salaam	S.L.P.53811 Dsm	0784-531611
225	Wajane Kimara	Dar es Salaam	S.L.P.53464 Dsm	0754-425222
226	Ruben P. Mmaje	Dar es Salaam		0784-384563
227	Altemius Millinga	Dar es Salaam	S.L.P.10273 Dsm	0754-376123
228	Angel C. Kahanda	Dar es Salaam	S.L.P.16596 Dsm	0715-619482
229	Sr Blandina T. Homas Colu	Dar es Salaam	S.L.P.1050 Dsm	0786-091177
230	Sr Celina Charles	Dar es Salaam	S.L.P.40940 Dsm	0755-448166
231	Oliver Anthony Kulangisiwa	Dar es Salaam		0754-082926
232	Leonardina I. Mapunda	Dar es Salaam	S.L.P.12901 Dsm	0713-295802
233	Kanda ya Moyo Mt.Kitunda	Dar es Salaam	S.L.P.18074 Dsm	0688-250279
234	Robert Simon Msaky	Moshi	S.L.P.900 Moshi	0784-473899
235	Benjamín M. Kibela	Dar es Salaam	S.L.P.25086 Dsm	0782-700734
236	Winfred M. Buhili	Dar es Salaam		0714-296108



SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
237	Hieronimo M. Likiliwike	Dodoma	S.L.P.37 Kibaigwa	0766-298832
238	Flora Julius Lyakurwa	Dar es Salaam	S.L.P.76244 Dsm	0753-216799
239	Alois Christopher	Dar es Salaam	S.L.P.67050 Dsm	0762-649679
240	Zerno Thomasiosisy Lukwemba	Dar es Salaam	S.L.P.63550 Dsm	0713-613289
241	Victoria Clement Lukwemba	Dar es Salaam	S.L.P.63550 Dsm	0717-686982
242	Sr Suzana Bartholomew	Mwanza	S.L.P.1370 Mwanza	0756-988615
243	Fr Ephrem Ruwa'ichi	Arusha	S.L.P.3044 Arusha	0756-853126
244	Renatus Kumakawa Simpemba	Dar es Salaam	S.L.P.42521 Dsm	0715-443471/ 0755-443471
245	Renatha Method Ngonyani	Dar es Salaam	S.L.P.20973 Dsm	0717-763915/ 0755-660423
246	Michael Jeremiah Luwanga	Dar es Salaam	S.L.P.613 Dsm	0756-236008
247	Vedastus Namwata-Parokia ya Makuburi	Dar es Salaam	S.L.P.62607 Dsm	0759-282768
248	Docres Rutazaa-Ekaristi Takatifu - Keko	Dar es Salaam	S.L.P.4000 Dsm	0713-418962
249	Joseph H. Muhale	Dar es Salaam	S.L.P.2958 Dsm	0713-368530
250	Elizabeth S. Ndomba	Dar es Salaam	S.L.P. Dsm	0715-303617
251	Yuga Senga	Dar es Salaam	S.L.P.78020 Dsm	0755-471801
252	Angela Thomas	Dar es Salaam		0716-137022
253	Verónica Nchimbi	Dar es Salaam	S.L.P.1390 Dsm	0784-993967
254	Alfred C. Matiko	Dar es Salaam	S.L.P.9595 Dsm	0754-070725
255	Joseph Richard Mbuya	Dar es Salaam	S.L.P.76823 Dsm	0713-433860
256	Joseph Richard Mbuya-Jumuiya Mt. Ignas- Makangarawe	Dar es Salaam	S.L.P.336 Dsm	0713-433860
257	Salustian Tobías Mkola	Dar es Salaam	S.L.P.9181 Dsm	0714-118339
258	Mathias Mujuamungu	Dar es Salaam	S.L.P.1803 Dsm	0767-210648
259	Silvester Kazi	Arusha	S.L.P.11261 Arusha	0782-744895
260	Ludovic Mushi	Dar es Salaam	S.L.P.1250 Dsm	0755-554082
261	Bro. Teodoro Grageda/ Marist Brothers	Mwanza	S.L.P.10554 Mwz	0756-058263

SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
262	Flora Filemon Mbinga	Dar es Salaam	S.L.P.9191 Dsm	0653-790976
263	Theresia Adrian Mpande	Dar es Salaam	S.L.P.22720 Dsm	0756-770273
264	Adrian Andrea Mpande	Dar es Salaam	S.L.P.22720 Dsm	0754-819168
265	Adrian J. Makelele	Dar es Salaam	S.L.P.6618 Dsm	0784-542642
266	Brig.Gen(Mst)FX Mbenna	Dar es Salaam	S.L.P.45104 Dsm	0715-806758
267	Anthony Omary Dewa	Dar es Salaam	S.L.P.107 Dsm	0652-67142
268	Alexander Dimosso	Dar es Salaam	S.L.P.90131 Dsm	0784-309538
269	Rápale J. Mataba	Dar es Salaam	S.L.P.60124 Dsm	0787-089090
270	Judith Rubén Mmaje	Dar es Salaam	0	0766-983177
271	Dismasia Edgary Lyangani	Dar es Salaam	S.L.P.25383 Dsm	0754-654498
272	Robert S. Chota	Iringa	S.L.P.2267 Wasa Iringa	0754-456779
273	Bernard A. Kimario	Dar es Salaam		0717-187816
274	Thadeus Njuu	Dar es Salaam	S.L.P.11547 Dsm	0713-726198
275	Fr Hans Humer	Kayanga	S.L.P.500 Karagwe	0784-770102
276	Zenaida Ochien'g Thanya	Dar es Salaam		0719-991063
277	Oscar Peter Rugaimukamu	Kitunda D.S.M.	S.L.P.9040 Dsm	0754/0715-629720
278	Fr Lukas Komba	Mbinga	S.L.P.94 Mbinga	0762-045787
279	Mr Archadius Rwamunwa	Musoma	S.L.P.73 Musoma	0755-657565
280	Emmanuel E. Mushi	Dar es Salaam	S.L.P.18180 Dsm	0713-477540
281	Alois Mwacha	Dar es Salaam	S.L.P.7909 Dar	0754-268855
282	John E. Moshy	Dar es Salaam	S.L.P.13043 Dsm	0787-853659
283	Alex Athanas	Dar es Salaam	S.L.P.107 Dsm	0787-152585
284	Verónica Joseph Mkuvalwa	Dar es Salaam	S.L.P.4885 Dsm	0717-662684
285	Janemary F. Rutahoile	Dar es Salaam	S.L.P.21747 Dsm	0784-752677
286	Sylvanus Silvester Mathias	Dar es Salaam	S.L.P.78187 Dsm	0688-868120
287	Melchior C. Njige	Dar es Salaam	S.L.P.80275 Dsm	0767-538784
288	Marina P. Mlunde	Dar es Salaam	S.L.P.79736 Dsm	0686-991305
289	Judith R. Mkoba	Dar es Salaam	S.L.P.76123 Dsm	0754-272362
290	Plaxeda S. Mwanemile	Dodoma	S.L.P.409 Dsm	0754-919990
291	Angelika D. Ndunguru	Dar es Salaam		0757-361725



SN	NAME OF THE SHAREHOLDER	DIOCESE	ADDRESS	MOBILE NUMBER
292	Naomy Mshanga	Dar es Salaam		0755-644037
293	Constantine C. Mshanga	Dar es Salaam		0754-265438
294	Joseph J.F. Millanzi	Dar es Salaam	S.L.P.76605 Dsm	0762-366318
295	Irminda Mbula Millanzi	Dar es Salaam	S.L.P.76605 Dsm	0754-215676
296	Matilda Kalokola	Dar es Salaam	S.L.P.78849 Dsm	0783-555568
297	Amina Ibrahim Shaban	Dar es Salaam	S.L.P.1600 Dsm	0715-032338
298	Regina Augustino Hinga	Dar es Salaam	S.L.P.61835 Dsm	0715-446129
299	Emiliana Miagu	Dar es Salaam		0716-642209
300	Febronia H. Kapinga	Dar es Salaam	S.L.P.336 Dsm	0784-692274
301	Nicholaus Maunda	Dar es Salaam	S.L.P.80180 Dsm	0788-027243
302	Muyodi Glory Kembo	Dar es Salaam	S.L.P.6290 Dsm	0759/0713-463296
303	G.T. Kissima	Dar es Salaam		0712-190574
304	Charles Hamisi Njau	Dar es Salaam	S.L.P. Tabata	0769-594832
305	Elizabeth Yinza	Dar es Salaam	S.L.P.5230 Dsm	0755-980571
306	Priscilla Rashidi	Dar es Salaam		0652-558751
307	Angelus Hugo Linga	Dar es Salaam	S.L.P.60046 Dsm	0756-909277
308	Teresia Angelus Linga	Dar es Salaam	S.L.P.60046 Dsm	0714-841525
309	Suzanne ED Stambuli	Dar es Salaam	S.L.P.23324 Dsm	0715-865938
310	Edwin ED. Stambuli	Dar es Salaam	S.L.P.23324 Dsm	0654-482090
311	Jason Rugaihuruzi	Dar es Salaam	S.L.P.21711 Dsm	0754-781180
312	Christian A. Mazubu	Dar es Salaam		0756-247745
313	Didas Adolf Kapinda	Dar es Salaam	S.L.P.76545 Dsm	0755-696708
314	Br Focus Michael	Dodoma	S.L.P.922 Dsm	0753-544069
315	Anna A. Alute	Singida	S.L.P.236 Singida	0759-295408
316	Sr. Deograsia Paschal	Dodoma	S.L.p.288 DOdoma	0757-603966
317	Mt Pambo(Kristo Mfalme TBT)	Dar es Salaam	S.L.P.11105 Dsm	0755-680724/ 0713-336855
318	Dickson M. Makumba	Dar es Salaam	S.L.P.33410 Dsm	0756-901011
319	Flora K. Michael	Dar es Salaam	S.L.P.4665 Dsm	0765-447782
320	Beatrice Agust Mtey	Dar es Salaam	S.L.P.77503 Dsm	0715-495948
321	Severino Kasmiri Nyeho	Dar es Salaam	S.L.P.8031 Dsm	0658-071578
322	M/S Nindi	Dar es Salaam		

#### **4.1 OPENING OF THE MEETING**

The Chairman opened the meeting at 9.36 am and the meeting was proceeded by a short seminar on the conditions of banking activities in Tanzania which was presented by Mr. Altemius Millinga

#### **4.2 ADOPTION OF THE AGENDA**

The following agenda items were adopted as presented

1. Opening of the meeting;
2. Adoption of the agenda;
3. Confirmation of the Minutes of the Third Annual General Meeting held on 26th may, 2012;
4. To receive and discuss Matters arising from the Third Annual General Meeting;
5. To receive and discuss Directors' report for the year ended 31st December, 2012;
6. To receive and discuss external auditor's report and financial statements of the bank for the year ended 31st December, 2012;
7. To receive, discuss and approve rights issue as a mode of increasing the bank's capital;
8. Appointment of statutory auditors for the year 2013;
9. To fix date for the next annual general meeting;
10. Any other business; and
11. Closure of the Meeting.

#### **4.3 CONFIRMATION OF THE MINUTES OF THE THIRD ANNUAL GENERAL MEETING HELD ON 26TH MAY, 2012**

Confirmed minutes of the Third Annual General Meeting as the correct record of the proceeding subject to minor changes as shown below:

- 4.3.1 Minute number 4.3 serial number 16 in the list of attendants. Directed that the name St. Yohane Maria Vianney be deleted.
- 4.3.2 Minute number 4.3 serial number 61. Directed that the name Cleoplace C. Mtumbuka appearing in that number be deleted and substituted with the name Anaglet Muhoguta.
- 4.3.3 Minute number 4.3 serial number 125. Directed that the name Altemius Millya be corrected to read Altemius Millinga.

#### **4.4 MATTERS ARISING FROM THE THIRD ANNUAL GENERAL MEETING HELD ON 26TH MAY, 2012**

Tabled before the meeting a report on matters arising from the Third Annual General Meeting as follows:

- 4.4.1 Reported that the directive of the Shareholders requiring the Board of Directors and Management to appoint Ernst and Young as external auditor of the bank for the year 2012 at a fee of US\$ 18,000 VAT exclusive was implemented on May, 2012
- 4.4.2 Reported that the Directives of the Shareholders requiring the Board of Directors and Management to send the names of Dr. Marcelina Mvula Chijoriga, Profesa Sylvia Temu, Bwana Peter Maduki and Profesa Rozalia to the Bank of Tanzania (BoT) for vetting so as to have any one of them as director to replace Director Placidus Luoga was implemented. However, BoT directed that it wanted only one name among the four names. The name of Sylvia Temu was sent and BoT replied that she was a board member of another bank. The name of Dr. M.M Chijoriga was then sent to BoT for vetting and the results are being awaited.
- 4.4.3 Reported further that the decision of the shareholders to conduct Annual General Meetings on 25th May, 2013 was implemented.

#### **4.5 TO RECEIVE AND DISCUSS THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST DECEMBER, 2012**

- 4.5.1 Reported that the directors of the bank, who held office during the year ended 31st December, 2012 were as follows:

Name	Position	Date of birth	Qualifications/Discipline	Nationality	Date appointed/resigned
Mr. Masha John Mshomba	Chairman	8th May, 1971	MSc in Finance, CPA and MBA in International Business (Director of Finance and Administration PSPF)	Tanzanian	18th August, 2009
Mr Method Anatoli Kashonda	Deputy Chairman	15th February 1945	MBA Finance, FCCA FCPA (Senior Partner Globe)	Tanzanian	18th August, 2009
Mrs Edwina Agnellus Lupembe	Managing Director	20th May 1947	MBA Finance, (Managing Director)	Tanzanian	18th August, 2009
Dr Eve Hawa Sinare	Director	26th June 1951	(PhD), Advocate and Corporate law Consultant (Senior Partner Rex Attorneys)	Tanzanian	18th August, 2009
Rev.Fr.Dr. Anthony Makunde	Director	17th January 1963	(PhD) in Sacred Theology (Priest and Secretary General TEC)	Tanzanian 2009	18th August, 2009
Rt.Rev. Beatus Kinyaiya	Director	8th May, 1956	MA in History, BA in Geography, BA in Spiritual Theology (Bishop Diocese of Mbulu)	Tanzanian	18th August, 2009
Mr Placidius Luoga	Director	7th January, 1954	Masters of Science in Tax Administrator (Deputy Commissioner General TRA)	Tanzanian	18th August, 2009
Mr. Marcellino Kayombo	Director	3rd August, 1947	Advance Diploma in Certified Accountancy. Accountant and administrator(Ex Banker)	Tanzanian 2009	18th August, 2009
Baltazar Baltazar Mbilinyi	Company Secretary	10th October 1973	Bachelor of Laws (LL.B) Advocate of the High Court of Tanzania	Tanzanian	1st June, 2009

- 4.5.2 Reported further that the Directors were committed to the principles of good corporate governance and recognized the need to conduct the business in accordance with the best practice.
- 4.5.3 In the year 2012 the bank planned to open three branches. The plan of opening branches was successful whereby Mwanza branch was opened in February, 2012, Msimbazi, branch was opened in May 2012 and Kariakoo branch was opened in September, 2012. The process of opening three branches in 2012 contributed to closure of the banks books with a loss of TZS 716 million. However, in terms of individual branch performance. St Joseph branch closed its books with a profit of TZS 476 million.
- 4.5.4 Reported further that the Board of Directors met regularly throughout the year and retained full and effective control over the bank and monitored executive management whereby the positions of the Board Chairman and the Managing Director were held by different people in order to safe guard conflict of interest and guarantee good governance;

- 4.5.5 Reported that the Chairman of the Board of Directors was non-executive. The Board accepted and exercised responsibilities for strategic and policy decisions, the approval of budgets and the monitoring of performance; and
- 4.5.6 Reported further that members of the Board of Directors composed of people having different skills and experience from their own spheres of business to complement the professional experience and skills of the management team.
- 4.5.7 Reported further that the Board was supported by the following committees:

### 1. Audit Committee

This Committee was responsible for ensuring compliance with applicable legislation and the requirements of regulatory authorities, reviewing reports and following up on matters raised by the external auditors, internal auditors and Bank of Tanzania (BoT).

The Audit Committee members who served the Committee during the year 2012 were as follows.

Name	Position	Nationality	Qualifications/ Discipline
Mr. Method Anatoli Kashonda	Chairman	Tanzanian	MBA Finance, FCCA FCPA (Senior Partner Globe Accountancy Services)
Mr. Placidius Luoga	Member	Tanzanian	Masters of Science in Tax Administrator (Deputy Commissioner General TRA)
Rt.Rev. Beatus Kinyaiya	Member	Tanzanian	MA in History, BA in Geography, BA in Spiritual Theology (Bishop Diocese of Mbulu)

The Audit Committee reported to the main Board and it met 7 times during the year 2012.

## 1. Credit, Risk and Compliance Committee

This Committee was responsible for credit control, approval of the credit and monitoring of risks facing the bank in accordance with laws and Regulations issued by the Bank of Tanzania.

The Credit Risk and Compliance Committee members who served the Committee during the year 2012 were as follows:

Name	Position	Nationality	Qualifications/Discipline
Mr. Marcellino Kayombo	Chairman	Tanzanian	Advance Diploma in Certified Accountancy. Accountant and administrator(Ex Banker)
Dr Eve Hawa Sinare	Member	Tanzanian	(PhD), Advocate and Corporate law Consultant (Senior Partner Rex Attornies)
Rev.Fr.Dr. Anthony Makunde	Member	Tanzanian	(PhD) in Sacred Theology (Priest and Secretary General TEC)

The Credit Risk and Compliance Committee reported to the main Board and it met 9 times during the year 2012.

- 4.5.8 Reported further that the bank's authorized share capital was TZS 50.00 billion divided into 50.00 million ordinary shares of TZS.1, 000.00 each.
- 4.5.9 Reported further that the bank was under the supervision of the Board of Directors and the day to day management was entrusted to the Managing Director.
- 4.5.10 Reported further that the Board comprises of seven non-executive directors and the Managing Director. The tenure of the Board was three years renewable twice.
- 4.5.11 Reported further that the bank was not listed on any stock exchange market.
- 4.5.12 Reported that Key objectives of the bank for the year 2012 according to the banks budget were as follows :
- (i) to raise capital of the bank to reach TZS 13.00 billion.
  - (ii) To intensify micro lending activities to reach TZS 1.56 billion
  - (iii) To intensify corporate lending activities to reach TZS 18.5 billion
  - (iv) To increase mobilization of deposits to reach TZs 41.00 billion.

- (v) To achieve loan repayment at the rate of 97% at all times.
- (vi) To open three more branches (one in Mwanza and two in Dar es Salaam)
- (vii) To increase total assets to reach TZS 62.26 billion.

4.5.13 Reported that the above objectives were later reviewed due to:-

- (a) the enhancement of core capital for banks from TZS 5.00 billion to TZS 15.00 billion by BOT;
- (b) Inflation rate was assumed to be at an average of 10% up to year 2013 but in June 2012 inflation rate was recorded at 18% to 19%.
- (c) Interest rates on customer deposits were;
  - i. Fixed deposits interest rate was between 6% and 7% per annum. In June 2012 interest rates in the market rose up 12% per annum.
  - ii. Savings deposit average rates were between 2.5% and 2.6% per annum. In June 2012 savings accounts interest rates in the market rose up to 4% - 5% per annum.
- (d) Competition from new banks.

4.5.14 Reported that the reviewed objectives were as follows;

- (i) to raise capital of the bank to reach TZS 13.00 billion;
- (ii) to intensify micro lending activities to reach TZS.1.56 billion
- (iii) to intensify corporate lending activities to reach TZS 18.47 billion
- (iv) to increase mobilization of deposits at least to reach TZS 31.58 billion;
- (v) to achieve loan repayment rate of 97% at all times;
- (vi) to open three more branches (one in Mwanza and two in Dar es Salaam).
- (vii) To increase total assets to reach TZS 46.99 billion.

4.5.15 Reported that after revision of the budget during the year the bank recorded a loss of TZS 674.81 million compared to a profit of TZS 37.40 million recorded in the year 2011. The Board of Directors did not recommend the payment of dividend.

4.5.16 Interest income during the year amounted to TZS 4,555.30 million compared to TZS 2,988.10 million in prior year. This was due to increase in loan portfolio and investment on Government Securities. Total investments of TZS 5,456.26 million were placed in Government Securities during the year.

4.5.17 Interest expense during the year amounted to TZS 1,624.07 million compared to TZS 989.80 million in the prior year. This was attributed by increase in deposits. Fixed deposits and savings accounts increased to TZS 22,095.58 million from TZS 17,588.08 million at the end of the last year.



- 4.5.18 Gross profit margin (interest income less interest expenses) decreased to 64% compared to 67% in prior year as a result of increase in interest expenses. Consequently interest rate gap (income versus expense) improved significantly.
- 4.5.19 Non-interest income amounted to TZS 591.15 million compared to TZS 572.16 million earned during the previous year.
- 4.5.20 During the year, operating expenses amounted to TZS 4,154.74 million as compared to TZS 2,407.25 million in prior year.
- 4.5.21 The key performance ratios of the bank were as follows:

	2012	2011	Variance
Return on total assets	-1.7%	0%	-1.7%
Return on Equity	-7.6%	0%	-7.6%
Non Interest income to Interest Income	13.0%	19%	6.0%
Expenses to total assets	10.3%	7%	3.3%
Interest Margin to average earning assets	7.5%	6%	1.5%
Non-interest expense to gross income	80.7%	67%	13.7%

- 4.5.22 Cash and balances with Bank of Tanzania increased by TZS 1.12 billion from prior year. The increase was because of increase in deposit level which requires increase in statutory minimum reserve.
- 4.5.23 Other bank balances increased by TZS 469 million (26%) from prior year. This was mainly caused by increase in balance with foreign banks for the purpose of funding foreign currency transactions.
- 4.5.24 Other money market placements decreased by TZS 1.67 billion (-18%) from prior year. The decrease was due to increase in Loans and advances, which attract high returns compared to bank placements. Total loans of TZS 5.13 billion were issued during the year.
- 4.5.25 Loans and advances increased by TZS 5.13 billion from prior year despite the growth of deposits. The idle funds were temporarily invested into short-term financial securities.
- 4.5.26 Property and equipment increased by TZS 677.26million (273%) from prior year. The increase is because of new assets mainly generators, computer furniture, fittings and equipment acquired for branch expansion, three branches were launched during this year.



- 4.5.27 Other assets decreased by 7% from the prior year to TZS 294.44 million.
- 4.5.28 Deposits increased by 29% to TZS 28.30 billion, from TZS 21.92 billion in 2011, mainly due to deposit mobilization campaign made to attract cheaper deposits savings and current accounts.
- 4.5.29 Other liabilities slightly decreased by TZS 1.00 million mainly due to decrease in borrowings, caused by ongoing repayment of TIB agriculture borrowings.
- 4.5.30 Increase in non distributable reserve to TZS 189.78million was mainly due to growth in non-performing loan portfolio TZS.653.08 million during the year. The effect was reduction from retained earnings to non distributable reserves.
- 4.5.31 The key performance ratios of the bank are as indicated hereunder:

	2012	2011	Variance
Total capital to total assets	23%	27%	-4.0%
Non-performing loans to total advances	3.9%	4.6%	-0.7%
Gross Loans to total deposits	60%	52%	8.0%
Loans to total assets	42%	34%	8.0%
Liquidity Ratio	64%	76%	-12.0%

- 4.5.32 The Board of Directors confirmed that applicable accounting standards had been followed and that the financial statements were prepared on a going concern basis. The Board of Directors had reasonable expectation that the bank had adequate resources to continue in operational existence for the foreseeable future and the bank was solvent.
- 4.5.33 The relationship between employees and management continued to be good. Complaints were resolved through meetings and discussions. Work morale was good and there were no unresolved complaints from employees. The bank provided training, medical assistance and loans to its employees. There was good teamwork between management and staff.

4.5.34 The bank was an equal opportunity employer. It gave equal access to employment opportunities and ensured that the best available person is appointed to any given position free from discrimination of any kind and without regard to factors like gender, marital status, tribes, religion and disability which does not impair ability to discharge duties. As at 31 December 2012 the bank had the following distribution of employees by gender.

<b>Gender</b>	<b>31 Dec 2012</b>	<b>31 Dec 2011</b>
Male	48	18
Female	33	20
Total	81	38

4.5.35 The bank monitored the adequacy of its capital using ratios established by the Bank of Tanzania (BoT). These ratios measured capital adequacy by comparing the bank's eligible capital with its balance sheet assets, off-balance-sheet commitments and market and other risk positions at a weighted amount to reflect their relative risk.

4.5.36 The bank's capital adequacy ratios were as summarized below:

	Nominal balance sheet amounts 2012 TZS'000	Risk weighted amounts 2012 TZS'000	Nominal balance sheet amounts 2011 TZS'000	Risk weighted amounts 2011 TZS'000
<b>Balance sheet assets (net of provisions)</b>				
Cash and balances with Bank of Tanzania (0%)	5,506,854	-	4,384,435	-
Other bank balances (20%)	2,255,142	451,028	1,785,976	357,195
Cheques and items in course of collection (50%)	8,757	4,379	37,684	18,842
Other money market placements (20%)	7,414,028	1,482,806	9,091,915	1,818,383
Loans and advances (100%)	16,694,000	16,694,000	11,555,634	11,555,634
Government Securities-Held to maturity	5,456,269	-	5,566,368	-
Equity Investment (100%)	20,000	20,000	-	-
Other assets (100%)	294,448	294,448	383,035	383,035
Deferred tax assets (100%)	349,783	349,783	391,675	391,675
Leasehold improvements (100%)	1,201,830	1,201,830	149,955	149,955
Property and equipment (100%)	925,399	925,399	248,131	248,131
Intangible assets (100%)	29,011	29,011	49,917	49,917
<b>Total</b>	<b>40,155,521</b>	<b>21,452,683</b>	<b>33,644,725</b>	<b>14,972,767</b>
Off-balance sheet positions				
Outstanding letters of credit (20%)	-	-	202,088	40,418
Outstanding guarantees and commitments (0%)	194,004	-	695,610	-
<b>Total off-balance sheet position</b>	<b>194,004</b>	<b>-</b>	<b>897,698</b>	<b>40,418</b>
<b>Total risk-weighted assets</b>	<b>40,349,525</b>	<b>21,452,683</b>	<b>34,542,423</b>	<b>15,013,185</b>
<b>Capital</b>	<b>Ratios</b>	<b>Capital</b>	<b>Ratios</b>	
<b>Tier 1 capital</b>	<b>7,241,813</b>	<b>33.76%</b>	<b>8,484,583</b>	<b>56.67%</b>
<b>Tier 1 + Tier 2 capital</b>	<b>7,241,813</b>	<b>33.76%</b>	<b>8,484,583</b>	<b>56.51%</b>

4.5.37 The Shareholders observed that the books for the meeting were distributed to them in the morning day of the meeting. They insisted that there was very limited time to read the books and contribute to the meeting meaningfully. In view of this, the Shareholders DIRECTED that the books for the meeting be available one week before the meeting and the same be collected from the bank's branches.

- 4.5.38 The Shareholders received, discussed and adopted the report of the Directors of the bank as presented.

#### **4.6 TO RECEIVE AND DISCUSS THE REPORT OF THE EXTERNAL AUDITOR FOR THE YEAR ENDED 31ST DECEMBER, 2012**

- 4.6.1 Reported that Ernst & Young audited the accompanying financial statements of the bank, which comprised the statement of financial position as at 31st December, 2012, the statement of comprehensive income, statement of changes in equity, statement of cash flows for the year then ended 2012 and a summary of significant accounting policies and other explanatory.
- 4.6.2 Reported that the bank's Board of Directors were responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards and in the manner required by the Companies Act, 2002, Banking and Financial Institutional Act, 2006 and for such internal control
- 4.6.3 Reported that the external auditor's responsibility was to express an opinion on the financial statements based on their audit.
- 4.6.4 Reported further that the external auditor conducted the audit in accordance with International Standards on Auditing. Those standards required the auditor to comply with ethical requirements, plan and perform the audit to obtain reasonable assurance about whether the financial statements were free from material misstatement.
- 4.6.5 Reported that the financial statements presented fairly, in all material respects, the financial position of the bank as at 31 December 2012, and its financial performance and its cash flows for the year ended in accordance with International Financial Reporting Standards, Tanzania Companies Act, 2002 and in compliance with the Banking and Financial Institutions Act, 2006.
- 4.6.7 The Shareholders received, discussed and adopted the report of the external auditor as presented.

#### **4.7 TO RECEIVE, DISCUSS AND APPROVE RIGHTS ISSUE AS A MODE OF INCREASING THE BANK'S CAPITAL.**

- 4.7.1 Informed that the Bank of Tanzania increased the core capital of all commercial banks in Tanzania from Tanzania Shillings Five Billion to Tanzania Shillings Fifteen Billion.

- 4.7.2 Informed further that the increment had been effected vide Government Notice No. 68 of 2012 published on 2nd March, 2012 which required all commercial banks in Tanzania to maintain a core capital of Tanzania Shillings Fifteen Billion from the date of the notice.
- 4.7.3 Informed further that all commercial banks which had not reached the stage of that capital were given a grace period of three years from the date of publication of the notice.
- 4.7.4 Informed further that the grace period would end in March, 2015. In view of these changes, the Board of Directors of the bank and the Management requested all the shareholders to participate to purchase shares of the bank through rights issues. This was to request each shareholder to add his shares at the ratio of 1:1. This meant that if the shareholder had 100 shares he had to add 100 more shares.
- 4.7.5 The Shareholders discussed and deliberated on this agenda item and passed a Special Resolution as follows:

At the 4th Annual General Meeting held on 25th may 2013, the Shareholders of Mkombozi Commercial bank plc resolved to accept the Board's recommendation to increase the capital of the bank by buying more shares of the bank through rights issues at the ratio of 1:1. The Shareholders tasked the directors to take all steps necessary to comply with the regulatory requirements, provided that if any shareholder fails to purchase the shares entitled to them, any other shareholder will be at liberty to purchase such shares.

#### **4.6 APPOINTMENT OF THE EXTERNAL AUDITOR**

- 4.7.1 Informed that the Banking and Financial Institutions (Independent Auditors) Regulations, 2008 section 5(1), requires that; every bank or financial institution shall appoint annually an independent auditor who has no conflict of interest and notify the Bank within seven days of such appointment.
- 4.8.2 Informed that Regulation 5(4) of the Banking and Financial Institutions (Independent Auditors) Regulations, 2008, provides that an independent auditor shall not audit the same bank or financial institution for a continuous period exceeding four years.

- 4.8.3 Informed that ERNST & YOUNG had audited the bank for a period of four years consecutively and thus by virtue of the above Regulation they were illegible for re-appointment.
- 4.8.4 Informed that the Board of Directors and Management invited six audit firms authorized by the Bank of Tanzania to carry on audit works for banks and financial institutions to provide for the price quotation
- 4.8.5 Out of the six firms only four firms showed interest to audit the bank. The list of the firms, experience and the price quoted was as hereunder.

<b>Audit Firm</b>	<b>Fee charged</b>	<b>Number of Commercial banks audited by the Firm</b>
1. PRICEWATERHOUSECOOPERS	USD 22,000 excluding VAT	14
2. DELOITTE & TOUCHE	USD 27,000 excluding VAT	7
3. TAC ASSOCIATES	TZS 35,907,400 Including VAT of TZS 5,477,400	1
4. PKF TANZANIA	USD 12,900,000 excluding VAT	Non

- 4.8.6 Informed that the Board of Directors recommended PriceWaterHouseCoopers (PWC) to audit the bank and that the Board managed to negotiate with PWC to charge a fee of USD 20,000 excluding VAT instead of US\$ 22,000.00 excluding VAT.
- 4.8.7 The Board therefore requested the Shareholders to appoint the external auditor after presentation of the above findings.
- 4.8.8 All the Shareholders unanimously agreed that PWC be appointed the external auditor of the bank for the year 2013 at a fee of USD 20,000 VAT exclusive.

#### **4.9 TO SET THE DATE AND VENUE FOR NEXT ANNUAL GENERAL MEETING**

Agreed that Fifth Annual General Meeting be held on the last Saturday of May which would be on 31st May 2014 at the same venue.

#### **4.10 ANY OTHER BUSINESS WITH LEAVE OF THE CHAIRPERSON**

4.10.1 The Shareholders observed that information between the bank and themselves was inadequate. The Board replied that all information of the bank is available in its website and the Shareholders were requested to visit the website so that they can be able to have updated information of the bank. Regarding information with respect to the meeting the Board informed the Shareholders that the bank sent mobile message to every Shareholder via his/her mobile number provided by him/her.

4.10.2 The Shareholders wanted to know when the bank would join the Stock Exchange. The Board replied that the bank was not in a position to join the stock exchange instead it was proposing to administer rights issues to ensure that the existing shareholders are not diluted.

4.10.3 The Shareholders observed that the bank was not making enough advertisements as they heard from other banks making full coverage in different media. The Board replied that advertisement was very expensive, however, the bank made a lot of advertisements in various media which might not have been accessed by some of the shareholders because there are a lot of media in Tanzania.

#### **4.11 CLOSURE OF THE MEETING**

The Chairperson closed the meeting at 3.00 pm

Dated this.....day of .....2013

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MASHA JOHN MSHOMBA  
**BOARD CHAIRMAN**

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BALTAZAR BALTAZAR MBILINYI  
**SECRETARY TO THE BOARD**

#### 5.4 MATTERS ARISING FROM THE THIRD ANNUAL GENERAL MEETING

To receive and consider matters arising from the Fourth Annual General Meeting held on 25th May, 2013.

MINUTE NO. MINUTE NO	DIRECTIVES SUBJECT	ACTION TAKEN
4.5.37	The Shareholders observed that the books for the meeting were distributed to them in the morning day of the meeting. They insisted that there was very limited time to read the books and contribute to the meeting meaningfully. In view of this, the Shareholders DIRECTED that the books for the meeting be available one week before the meeting and the same be collected from the bank's branches.	This has been implemented. The booklets for the meeting were available one week before the meeting.
4.7.5	The Shareholders discussed and deliberated on this agenda item and passed a Special Resolution as follows:  At the 4th Annual General Meeting held on 25th May 2013, the Shareholders of Mkombozi Commercial bank plc resolved to accept the Board's recommendation to increase the capital of the bank by buying more shares of the bank through rights issues at the ratio of 1:1. The Shareholders tasked the directors to take all steps necessary to comply with the regulatory requirements, provided that if any shareholder fails to purchase the shares entitled to them, any other shareholder will be at liberty to purchase such shares.	This has been implemented. The rights issue exercise officially commenced on 25th November, 2013 and was closed on 14th March, 2014. The bank managed to collect TZS 5,819,383,000.



MINUTE NO. MINUTE NO	DIRECTIVES SUBJECT	ACTION TAKEN
4.8.8	All the Shareholders unanimously agreed that PricewaterhouseCoopers be appointed the external auditor of the bank for the year 2013 at a fee of USD 20,000 VAT exclusive.	This has been implemented. PricewaterhouseCoopers has audited the bank for the year 2013 and they shall present the report to you in this meeting.
4.9	Agreed that Fifth Annual General Meeting be held on the last Saturday of May which would be on 31st May 2014	This has been implemented as directed. The meeting is being held today 31st May, 2014 as directed by the Shareholders.
4.10.2	The Shareholders wanted to know when the bank would join the Stock Exchange. The Board replied that the bank was not in position to join the stock exchange instead it was proposing to administer rights issues to ensure that the existing shareholders are not diluted.	This matter is covered under agenda number asix which will be discussed in this meeting
4.10.3	The Shareholders observed that the bank was not making enough advertisement as they heard from other banks making full coverage in different media. The Board replied that advertisement was very expensive, however, the bank made a lot of advertisements in various media which might not have been accessed by some of the shareholders because there are a lot of media in Tanzania.	The bank is advertising at all times through various media.

## 5.5 DIRECTORS' REPORT FOR THE YEAR ENDED 31ST DECEMBER, 2013

### 5.5.1 The Board Chairman's Statement

#### 5.5.1.1 Introduction

Distinguished Shareholders, Ladies and Gentlemen Good Morning.

On behalf of the Board of Directors, I take this opportunity to welcome you all to our Fifth Annual General Meeting of Mkombozi Commercial Bank Plc. You will recall that on 25th May, 2013 we met for our Fourth Annual General meeting which was held in this Cardinal Adam's Hall whereby we reported on the bank's operations for the past year 2012 in which the bank was operational. Today we are reporting on operations of the bank for the year ended 31st December, 2013.

#### 5.5.1.2 Annual Plan for the Year 2013

In the year 2013, the bank among other things planned to increase its total assets to reach TZS 77.03 billion. The Managing Director will report on the achievement reached in respect of the highlighted plans.

#### 5.5.1.3 Capital expansion

The bank's authorized share capital is TZS. 50.00 billion. In the year 2013 we reported to you that the Bank of Tanzania issued the Government Notice to increase the capital in all commercial banks to reach TZS. 15.00 billion by March 2015. In view of this, you passed a resolution to increase the capital of the bank by way of purchasing more shares through rights issues. You further directed the Board of Directors and Management team to implement the rights issue exercise. On behalf of my fellow Board Members, I would like to inform you that the rights issue was implemented as per your directive. It has been reported in the matters arising which is part of the agenda in today's meeting. However, as a matter of emphasis we would like to inform you that the rights issue exercise officially commenced on 25th November, 2013 and was closed on 14th March, 2014. In this exercise the bank managed to collect TZS 5.82 billion from different shareholders who participated to purchase more shares through rights issue programme. I take this opportunity to congratulate them and thank you all for your positive participation on this programme.

#### **5.5.1.4 The Bank's plan to join Dar es salaam Stock Exchange**

Dear shareholders, you may recall that on 6th March, 2007 this bank was initially established as a private commercial bank. On 29th September, 2010 the bank changed its status from private commercial bank into a public limited liability company. The reason for these changes was to comply with the law. In order to increase its core capital, the bank therefore thought permission from CMSA to exercise the right issues exercise as a mode of increasing its capital as approved by the shareholders in the fourth annual general meeting held on 25th May, 2013. In this exercise as reported in the matters arising the bank managed to collect a total of TZS. 5.82 billion. However, apart from this positive achievement of the rights issue exercise the bank will not achieve the capital requirement issued by the Bank of Tanzania (BoT) since the bank after addition of the capital obtained from the rights issue exercise it will have core capital of TZS. 14.00 billion only while the required core capital is TZS 15.00 billion by March, 2015.

In view of the foregoing the Board of Directors of the bank and the Management proposes a specific agenda for the Shareholders of the bank to pass a resolution that would enable the bank to join into Dar es Salaam Stock Exchange and float 5,000,000 shares to the public. Joining into Dar es Salaam Exchange has two advantages. The first advantage is that the bank will increase more capital thereby complying with the requirements of the BoT and the second one is to open branches and lunch agency banking.

#### **5.5.1.4 Annual Plan for the Year 2014**

The bank plans to do the following by 31st December, 2014

- (i) raise bank's capital position;
- (ii) provide corporate lending, medium loans and Solidarity Group Lending;
- (iii) increase mobilization of deposits;
- (iv) Open two more branches;
- (v) Provide agency banking; and
- (vi) grow the bank's assets.

The bank's performance in this here is good. For the first quarter ended 31st March, 2014 the bank recorded a profit of TZS 365 Million. These financial statements have not been audited but they appear in the newspapers.

**5.5.1.5 The bank's performance for the year 2013**

During the year, the bank recorded a profit of TZS 119.01 after tax. The Managing Director will give you details of the bank's financial performance for year 2013

**5.5.1.6 The shareholders**

The booklet which you have received incorporates financial statements for the year ended 31st December, 2013. The auditors will present the financial position of the bank for our discussion. Your contributions will constitute valuable inputs to enable us manage the bank successfully.

I thank you for listening.

I submit

**BOARD CHAIRMAN**

**31st MAY, 2014**

## 5.5.2 Managing Director's Statement

### 5.5.2.1 Introduction

Shareholders present;  
Board Directors;  
Ladies and Gentlemen

#### **Good morning to you all**

On behalf of the Board of Directors, I take this opportunity to highlight the bank's performance for the year ended 31st December, 2013. More details are contained in the booklets which have been provided to you.

### 5.5.2.2 Objectives of the bank

Key objectives of the bank for the year 2013 were;

- (i) to raise capital of the bank to reach TZS 17.00 billion;
- (ii) to intensify micro lending activities to reach TZS 3.01 billion;
- (iii) to intensify corporate lending activities to reach TZS 32.58 billion;
- (iv) to continue advancing salary loans to reach TZS 5.90 billion;
- (v) to intensify agricultural loan to reach 2.00 billion;
- (vi) to increase mobilization of deposits to reach TZS 57.32. billion;
- (vii) to achieve loan repayment rate of at least 97% at all times;
- (viii) to increase total assets to reach TZS 77.03 billion;
- (ix) To generate profit of TZS 509.16 million.

These objectives were later reviewed due to the following reasons

- (i) The 2013 budget considered that, through various capital mobilization strategies, paid up capital of the bank will grow to reach TZS 17.00 billion. The bank's capital as at 30th November 2013 recorded TZS 12.73 billion only, hence reducing funds available for investment in treasury bills and treasury bonds.
- (ii) The 2013 budget assumed that additional Government agriculture funds of TZS 1.00 billion will be collected from TIB, no funds has been collected up to 30th November 2013.
- (iii) Lending was projected to grow and reach TZS 43.49 billion including agriculture lending from TZS 16.93 billion recorded as at 31 December 2012 an increase of 26.56 billion or 157%. The projection was based on contributions from 3(three) new branches opened in 2012; however the new branches did not perform as per budget expectations.

### 5.5.2.3 The reviewed objectives were as follows;

- (i) to raise capital of the bank to reach TZS 17.00 billion;
- (ii) the intensify total lending activities to TZS 32.29 billion;
- (iii) to increase mobilization of deposits to reach TZS 50.31 billion;
- (iv) to achieve loan repayment rate of 97% at all times;
- (v) to increase total assets to reach TZS 66.95 billion; and
- (vi) to record a profit of TZS 94.18 million.

To realize these objectives, the bank for the year 2013 performed the following activities.

- (i) Mobilization of deposits from individuals, private institutions and church institutions;
- (ii) Visiting various individuals, institutions and parishes to solicit and mobilize them to subscribe for shares of the bank and provide financial education;
- (iii) establishment of various centers for micro lending and lend to groups ranging from three to five people under the product called Solidarity Group Lending (SGL);
- (iv) provision of commercial and salaried loans;
- (v) To provide an enabling environment for self employment for the population in Dar es salaam and Mwanza.

### 5.5.2.3 Achievements for the year 2013

As at 31st December, 2013, performance of the bank was as follows:

#### 5.5.2.4 Deposits

The bank managed to collect total deposits of TZS 49.78 as at 31st December 2013 compared to the target of TZS 50.31.

#### 5.5.2.5 Lending: Loans and Advances

Loans and advances as at 31st December, 2013 reached TZS 28.88 billion compared to the target of TZS 32.29 billion. The position of loans and advances recorded as at 31st December 2012 was TZS 16.69 billion.

#### **5.5.2.6 Operating results for the year 2013**

The bank earned net interest income of TZS 4.74 billion after loan impairment compared to TZS 2.88 billion reported in the year 2012 and incurred interest expense of TZS 2.36 billion compared to TZS. 1.62 billion in the year 2012. Apart from interest income, the bank earned non interest income of TZS 850.27 million compared to TZS. 591.14 million reported in 2012

#### **5.5.2.7 Operating expenses.**

Total operating expense for the year 2013 reached TZS 5.24 billion compared to TZS. 4.15 billion reported in the year 2012. The expense is higher in the year 2013 than in the year 2012 because of increase in business and the rights issues exercises expenses.

#### **5.5.2.8 Assets of the bank**

Total assets of the bank reached TZS 64.02 billion compared to TZS. 40.15 billion reported in the year 2012

#### **5.5.2.9 Profit for the year**

The bank recorded profit before tax of TZS 342.67 million and incurred income tax charge of TZS 223.65 million hence, making a profit after tax of TZS 119.01 million. In the year 2012 the bank recorded a loss of TZS 716.70 million.

#### **5.5.2.10 Employment**

Total number of employees is 86 compared with 81 reported in the year 2012. This comprises of 52 male staff and 34 female staff.

I submit

**MANAGING DIRECTOR**

**31<sup>ST</sup> MAY, 2014**

## 5.6 PRINCIPAL ACTIVITIES

The principal activity of the bank is the provision of banking and related services stipulated by the Banking and Financial Institutions Act, 2006. There has been no significant change in the principal activities of the bank during the financial year ended 31 December 2013.

## 5.7 CAPITAL STRUCTURE

The bank's capital structure for the year under review is shown below:-

### Authorized Share Capital

50,000,000 Ordinary shares of TZS 1,000 each

### Called up and fully paid

11,013,784 Ordinary shares of TZS 1,000 each.

## 5.7 THE SHAREHOLDERS OF THE BANK

The total number of shares at year ended 2013 was 11,013,784 (2012: 11,013,784 shares).

The shares of the bank are held as follows:

Name	No of shares	Value of shares (TZS)	% of Holdings
Dioceses and their institutions	2,973,722	2,973,722,000	27%
Other institutions	1,762,205	1,762,205,000	16%
TEC	2,643,308	2,643,308,000	24%
Individuals	3,634,549	3,634,546,000	33%
<b>Total share capital</b>	<b>11,013,784</b>	<b>11,013,784,000</b>	<b>100%</b>

The total number of shares at year end 2012 was 11,013,784 held as follows:



Name	No of shares	Value of shares (TZS)	% of Holdings
Dioceses and their institutions	2,973,722	2,973,722,000	27%
Other institutions	1,762,205	1,762,205,000	16%
TEC	2,643,308	2,643,308,000	24%
Individuals	3,634,549	3,634,546,000	33%
<b>Total share capital</b>	<b>11,013,784</b>	<b>11,013,784,000</b>	<b>100%</b>

## 5.8 DIRECTORS

The directors of the Bank who have served in office since 1 January 2013, except where otherwise stated, are:-

Name	Position	Age	Qualification/ Discipline	Nationality	Date appointed/ Resigned
Mr. Masha John Mshomba	Chairman	42 years	MBA(IB) ,MSC in Finance, CPA (Director of Finance PSPF)	Tanzanian	18th August, 2009
Mr. Method Anatoli Kashonda	Deputy Chairman	68 years	MBA Finance, FCCA, FCPA (Partner Globe Accountancy)	Tanzanian	18th August, 2009
Mrs. Edwina Agnellus Lupembe	Managing Director	66years	MBA Finance, (Managing Director)	Tanzanian	18th August, 2009
Dr. Eve Hawa Sinare	Director	62 years	(PhD), Advocate and Corporate law Consultant(Senior Partner Rex Attorney)	Tanzanian	18th August 2009
Rev. Fr. Dr. Antony Makunde	Director	50 years	Priest and holds Doctorate in Sacred Theology. (Secretary General TEC)	Tanzanian	18th August, 2009

Name	Position	Age	Qualification/ Discipline	Nationality	Date appointed/ Resigned
RT. Rev. Bishop Beatus Kinyaiya	Director	59 years	Bishop and holds MA in History, BA in Geography BA in Spiritual Theology (Bishop Mbulu Diocese)	Tanzanian	18th August, 2009
Mr. Placidus Luoga**	Director	59 years	Masters of Science in Fiscal Studies. (Tax administrator.)	Tanzanian	Resigned on 31st August, 2013
Mr. Marcellino Kayombo.	Director	66 years	Advanced Diploma in Certified Accountancy. Accountant and administrator (Ex. Banker)	Tanzanian	18th August, 2009
Prof. Marcellina Mvula Chijoriga *	Director	58 years	(B.Com.) in accounting, MBA in Finance, PhD in economics. (Associate Professor UDSM Business School.)	Tanzanian	31st August, 2013

\* New director replacing Mr Placidus Luoga\*\*

## 5.9 DIRECTORS' SHARES

Name of the Director	Number of shares held	Number of shares held
	2013	2012
Mr. Masha John Mshomba	5,000	5,000
Mr. Method Anatoli Kashonda	1,000	1,000
Mrs. Edwina Agnellus Lupembe	3,500	3,500
Dr. Eve Hawa Sinare	10,000	10,000
Rev. Fr. Dr. Antony Makunde	-	-
RT. Rev. Bishop Beatus Kinyaiya	12,015	12,015
Prof. Marcellina Mvula Chijoriga	-	-
Mr. Placidus Luoga	1,000	1,000
Mr. Marcellino Kayombo.	1,161	1,161
<b>Total shares held by Directors</b>	<b>33,676</b>	<b>33,676</b>

None of the directors own more than 0.3% of total issued share capital.

## 5.10 COMPANY SECRETARY

The Bank's Secretary as at 31 December 2013 was Mr. Baltazar B. Mbilinyi

## 5.11 CORPORATE GOVERNANCE

The Board takes overall responsibility for the Bank, including responsibility for identifying key risk areas, considering and monitoring investment decisions, considering significant financial matters, and reviewing the performance of management business plans and budgets.

The Board met several times in order to ensure that a comprehensive system of internal control policies and procedures is operative, and compliance with sound corporate governance principles.

During the year the Board held four ordinary meetings and ten extra ordinary meetings due to special activities that needed the board's deliberations which includes preparation of Rights Issue exercise. Attendance of the Board and Committee Meetings is as shown hereunder:

### Board Meetings

No	Name	Position	Total meetings	No. of meetings attended
1.	Mr. Masha John Mshomba	Chairman	15	11
2.	Mr. Method Anatoli Kashonda	Vice Chairman	15	14
3.	Mrs. Edwina Agnellus Lupembe	Managing Director	15	14
4.	Dr. Eve Hawa Sinare	Director	15	8
5.	Rev. Fr. Dr. Antony Makunde	Director	15	13
6.	RT.Rev. Bishop Beatus Kinyaiya	Director	15	7
7.	Prof. Marcellina Mvula Chijoriga	Director	6	3
8.	Mr. Placidus Luoga	Director	9	9
9.	Mr. Marcellino Kayombo.	Director	15	14

Each Committee has a charter to govern the roles and responsibilities as well as the efficiency and effectiveness of board performance.

The Bank is committed to the principles of effective corporate governance. The Directors also recognise the importance of integrity, transparency and accountability. During the year the Board had the following Board sub-committees to ensure a high standard of corporate governance.

#### **Board Audit Committee meetings**

This Committee was responsible for ensuring compliance with applicable legislation and the requirements of regulatory authorities, reviewing reports and following up on matters raised by the external auditors, internal auditors and Bank of Tanzania (BoT).

The Audit Committee members who served the Committee during the year 2013 were as follows.

No	Name	Position	Total Meetings	No. of meetings attended
1	Mr. Method Anatoli Kashonda	Chairman	5	4
2	RT. Rev. Bishop Beatus Kinyaiya	Director	5	5
3	Mr. Placidus Luoga	Director	3	2
4	Prof. Marcellina Mvula Chijoriga	Director	2	1

#### **Board Credit, Risk and Compliance Committee meetings**

This Committee was responsible for credit control, approval of the credit and monitoring of risks facing the bank in accordance with laws and Regulations issued by the Bank of Tanzania.

The Credit Risk and Compliance Committee members who served the Committee during the year 2013 were as follows:

No	Name	Position	Total Meetings	No. of meetings attended
1	Mr. Marcellino Kayombo.	Chairman	13	12
2	Dr. Eve Hawa Sinare	Director	13	9
3	Rev. Fr. Dr. Antony Makunde	Director	13	11

## 5.12 MANAGEMENT TEAM

During the period under review, the management of the Bank was under the Managing Director, assisted by the following:-

- Director of Finance & Administration;
- Director of Banking Operations;
- Director of Treasury;
- Director of Credit;
- Director of Internal Auditor;
- Director of Information Communication and Technology; and
- Director of Legal services (Company Secretary)

## 5.13 PERFORMANCE FOR THE YEAR

The Bank posted profit before tax of TZS 342.67 million for the year ended 31 December 2013 (2012: Loss of TZS 674.81 million). Profit after tax for the year was TZS 119.01 million (2012: Loss of TZS 716.70 million). In addition, the following achievements were recorded:-

- Lending position stood at TZS 28.88 billion (2012: TZS 16.69 billion);
- Total deposits stood at TZS 49.78 billion (2012: TZS 28.30 billion); and
- Total assets stood at TZS 64.02 billion (2012: TZS 40.15 billion).

### Branch network and outreach

The Bank had four branches as at 31 December 2013, three (3) branches located in Dar es Salaam and one in Mwanza region. The Bank's total number of depositors and borrowers as at year end were as follows:

	<u>2013</u>	<u>2012</u>
<b>Account type</b>		
Current accounts	774	581
Savings accounts	17,466	14,185
Time deposits	333	132
<b>Total number of deposit accounts</b>	<b>18,573</b>	14,898
Loan accounts	<u>5,875</u>	<u>4,877</u>

#### 5.14 DIVIDEND

The directors do not propose to pay dividend for the year ended 31 December 2013.

#### 5.15 FUTURE DEVELOPMENT

The Bank will continue to focus on business opportunities arising in the economy especially in lending and trade finance. The bank has the following plans for the year 2014:

- (x) to raise paid up capital position to reach TZS 18.5 billion by 31st December, 2014; being an increase of 45% from 2013 position of TZS 12.73 billion. This is consistent with the capital built up strategy put in place by the bank in line with new BOT requirement for commercial banks to raise core capital to TZS 15.00 billion by year 2015 and the bank's plan to open two new branches and to embark on agency banking in year 2014;
- (xi) to intensify micro lending activities to reach TZS 3.11 billion; being an increase of 50% from TZS 2.08 billion as at 31st December 2013; The rapid growth will be a result of full utilization of the two newly opened branches in year 2014;
- (xii) to intensify corporate lending activities to reach TZS 38.98 billion; an increase of 79% from TZS 21.72 billion reached as at 31st December 2013. The growth will be complemented by the performance of two newly opened branches in year 2014;

- (xiii) to continue advancing salaried loans to reach TZS 10.99 billion; an increase by 44% from TZS 7.61 billion reached as at 31st December 2013;
- (xiv) to increase mobilization of deposits to reach TZS 72.56 billion, an increase of 44% from TZS 50.31 billion deposits reached as at 31st December 2013;
- (xv) to achieve a loan repayment rate of not less than 97% at all times;
- (xvi) to introduce new products which includes Agency banking, micro lending and micro leasing products; and
- (xvii) to grow total assets to reach TZS 90.63 billion by end of year 2014 as compared to TZS 66.95 billion reached as at 31st December 2013 being an increase by 35%;

## **5.16 HUMAN RESOURCES**

The Bank has adequate employees with pre-requisite competency and experience in key positions to manage the Banking operations as well as pursuing the business objectives.

## **5.17 PRINCIPAL RISKS AND UNCERTAINTIES**

As the Bank continues to scale up its operations, it ensures that the resultant commercial and operational risks are mitigated through enforcement of appropriate policies and procedures. The Bank's activities expose it to a variety of financial risks including credit, liquidity, market and strategic risks. The Bank's overall risk management policies are set out by the Board of directors and implemented by management. These policies involve analysis, evaluation, acceptance and management of some degrees of risks or a combination of risks.

## **5.18 KEY PERFORMANCE INDICATORS**

The following Key Performance Indicators (KPIs) are effective in measuring the delivery of the Bank's strategy and managing the business.

<b>Performance indicator</b>	<b>Definition and calculation method</b>	<b>2013</b>	<b>2012</b>
Return on equity	Net income/Total equity	3.0%	-7.6%
Return on assets	Net income/Total assets	0.5%	-1.8%
Cost to income ratio	Operating costs/Net income	93.9%	119.4%
Interest margin on earning assets	Total interest income/(interest in government securities +balances with other financial institutions + interbank loan receivables + investments in other securities + net loans, advances and overdraft)	14.5%	14.3%
Non - interest income to Gross income	Non - interest income/Total income	10.1%	11.5%
Earnings per share	Basic earnings/ Number of ordinary shares in issue	1.1%	-6.5%
Gross loans to customers to customer deposits	Total loans to customers/Total deposits	58.7%	59.8%
Non - performing loans to gross loans	Non - performing loans/Gross loans and advances	2.7%	3.0%
Earning assets to total assets	Earning assets/Total assets	81.0%	79.3%
Growth on total assets	Trend (2013 total assets – 2012 total assets/2012 total assets)*%	59.9%	19.4%
Growth on loans and advances to customers	Trend (2013 loans and advances - 2012/2012)*%	73.1%	44.5%
Growth on total deposits	Trend (2013 deposits – 2012 deposits/2012 deposits)*%	75.9%	29.1%
<b>Capital adequacy</b>			
Tier 1 Capital	Risk weighted assets including Off statement of financial position items/Core Capital	23.12%	33.76%



## 5.19 RISK MANAGEMENT AND INTERNAL CONTROL

The Board accepts final responsibility for the risk management and internal control systems of the Bank. It is the task of the directors to ensure that adequate internal financial and operational control systems are developed and maintained on an ongoing basis in order to provide reasonable assurance regarding:

- The effectiveness and efficiency of operations;
- The safeguarding of the Bank's assets;
- Compliance with applicable laws and regulations;
- The reliability of accounting records;
- Business sustainability under normal as well as adverse conditions; and
- Responsible behaviour towards all stakeholders.

The efficiency of any internal control system is dependent on the strict observance of prescribed measures. There is always a risk of non-compliance of such measures by staff. Whilst no system of internal control can provide absolute assurance against misstatement or losses, the Bank's system is designed to provide the Board with reasonable assurance that the procedures in place are operating effectively.

The Board assessed the internal control systems throughout the financial year ended 31 December 2013 and is of the opinion that they met accepted criteria.

The Board carries risk and internal control assessment through the Board Audit, Risk and Compliance Committee.

## 5.20 SERIOUS PREJUDICIAL MATTERS

In the opinion of the directors, there are no serious prejudicial matters that can affect the Bank.

## 5.21 SOLVENCY

The Board of Directors confirms that applicable accounting standards have been followed and that the financial statements have been prepared on a going concern basis. The Board of Directors has reasonable expectation that the Bank has adequate resources to continue in operational existence for the foreseeable future.

## 5.22 EMPLOYEES' WELFARE

### **Management and employees' relationship**

The relationship between employees and management continued to be good. Complaints are resolved through meetings and discussions. Work morale is good and there were no unresolved complaints from employees. There was good teamwork between management and staff

The Bank is an equal opportunity employer. It gives equal access to employment opportunities and ensures that the best available person is appointed to any given position free from discrimination of any kind and without regard to factors like gender, marital status, tribes, religion and disability which does not impair ability to discharge duties.

### **Training**

During the year the Bank spent TZS 93.59 million for training of its staff (2012: TZS 36.55 million). Training programs have been and are continually being developed to ensure employees are adequately trained at all levels. All employees received training to upgrade skills and enhance productivity.

### **Staff loans and advances**

The Bank provides staff loans to staff as well as salary advances to enable them overcome financial needs and promote their economic development. Staff loans and advances are based on specific terms and conditions approved by the Board of directors. During the year the Bank issued staff loans of TZS 1,223.87 million to 86 employees (2012: TZS 1,049 million to 81 employees).

### **Medical facilities**

The Bank covers medical bills for all of its employees and their immediate family dependants as well as medical insurance coverage to all staff.

### Retirement benefits

The Bank makes contributions in respect of staff retirement benefits to statutory Parastatal Pension Fund. The company's obligations in respect of these contributions are limited to 10% of the employees' gross salary.

### Gender parity

The Bank is an equal opportunity employer. As at 31 December 2013 the Bank had the following distribution of employees by gender.

Gender	2013	2012
Female	34	33
Male	52	48
<b>Total</b>	<b>86</b>	<b>81</b>

### 5.23 RELATED PARTY TRANSACTIONS

All related party transactions and balances are disclosed in Note 32 to these financial statements.

### 5.24 POLITICAL DONATIONS

The Bank did not make any political donations during the year.

### 5.25 RELATIONSHIP WITH STAKEHOLDERS

The Bank continued to maintain a good relationship with all stakeholders including the regulators.

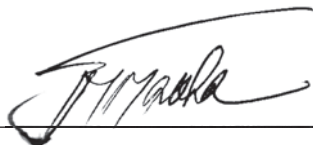
## 5.26 CORPORATE SOCIAL RESPONSIBILITY (CSR) AND CHARITABLE DONATIONS

The Bank participates actively in community activities and development programmes throughout the country. Charitable donations made during the year amounted to TZS 5.60 million (2012: TZS 4.30 million). The Bank donated to Mwalimu Nyerere Memorial Scholarship, Environmental Awareness through Mufindi (MUET), Combating Malaria through Tanzania Youth Alliance. Tunawajali Project, Mkombozi Commercial Bank has the orphans at heart. The bank under this project is committed to sponsor three students. Sponsoring includes tuition fee and up-keep of the students from year 2013 until completion of their studies, hence creating "MKCB Ambassadors. The project will continue to pick up three more students from different parts of the country each year, mostly orphans who are lacking appropriate care and support but are intelligent.

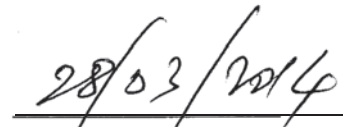
## 5.27 AUDITORS

The auditors, PricewaterhouseCoopers, have expressed their willingness to continue in office and are eligible for re-appointment. A resolution proposing an appointment of the Bank's auditors for the year ending 31 December 2014 will be put to the Annual General Meeting.

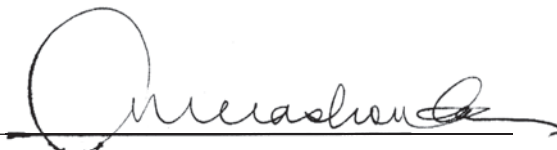
### BY ORDER OF THE BOARD



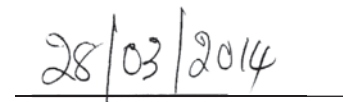
Masha J. Mshomba -Chairman



Date



Method A. Kashonda – Vice Chairman



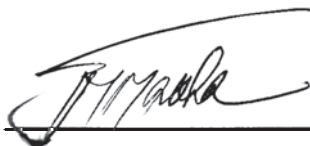
Date

## 5.28 STATEMENTS OF DIRECTORS' RESPONSIBILITIES

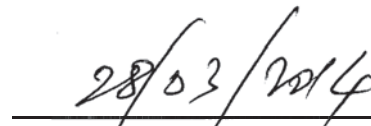
The Companies Act, CAP 212 No. 2 of 2002 requires the directors to prepare financial statements for each financial period that give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its profit or loss and other comprehensive income. The directors are also obliged to ensure that the Bank keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the Bank. They are also responsible for safeguarding the assets of the Bank.

The directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards (IFRS) and the requirements of Companies Act, CAP 212 No. 12 of 2002. The directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Bank and of its profit in accordance with International Financial Reporting Standards (IFRS). The directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement.

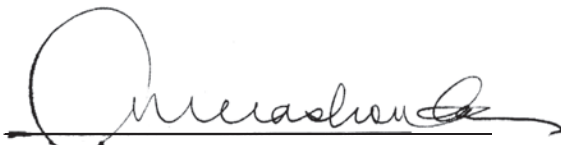
Nothing has come to the attention of the directors to indicate that the Bank will not remain a going concern for at least twelve months from the date of this statement.



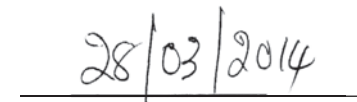
**Masha J. Mshomba**  
Chairman



**Date**



**Method A. Kashonda**  
Vice Chairman



**Date**

## 5.6 EXTERNAL AUDITOR'S REPORT AND FINANCIAL STATEMENTS OF THE BANK FOR THE YEAR ENDED 31ST DECEMBER, 2013

We have audited the accompanying financial statements of Mkombozi Commercial Bank Plc ("the Bank"), which comprise the statement of financial position at 31 December 2013, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

### **Directors' responsibility for the financial statements**

The directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and with the requirements of the Companies Act, CAP 212 Act No. 12 of 2002, and for such internal control as the directors determine 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 the 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 our audit to obtain reasonable assurance that 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 and fair presentation of the financial statements 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 the directors, 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.

### **Opinion**

In our opinion the accompanying financial statements give a true and fair view of the state of the Bank's financial affairs at 31 December 2013 and of its profit and cash flows for the year then ended in accordance with International Financial Reporting Standards and the Companies Act, CAP 212 Act No. 12 of 2002.

### **Report on Other Legal and Regulatory Requirements**

This report, including the opinion, has been prepared for, and only for, the Bank's members as a body in accordance with the Companies Act, CAP 212 Act No. 12 of 2002 and for no other purposes.

As required by the Companies Act, CAP 212 Act No. 12 of 2002, we are also required to report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the Bank has not kept proper accounting records, if the financial statements are not in agreement with the accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Bank is not disclosed. In respect of the foregoing requirements, we have no matter to report.



Michael M. Sallu, FCPA-PP  
For and on behalf of PricewaterhouseCoopers  
Certified Public Accountants  
Dar es Salaam

Date 31 March 2014.....

## MKOMBOZI COMMERCIAL BANK PLC

STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2013

	Notes	2013 TZS'000'	2012 TZS'000'
Interest income	5	7,539,066	4,555,302
Interest expense	6	(2,367,444)	(1,624,073)
Net interest income		5,171,622	2,931,229
Loan Impairment charge	7	(429,846)	(42,456)
<b>Net interest income after loan impairment</b>		<b>4,741,776</b>	<b>2,888,773</b>
Fees and commission income	8	664,918	517,074
Foreign exchange income	9	157,630	74,075
Other operating income	10	27,722	-
<b>Total non-interest income</b>		<b>850,270</b>	<b>591,149</b>
<b>Operating expenses</b>			
Personnel expenses	11	(2,562,645)	(2,053,296)
Depreciation and amortization	12	(555,106)	(417,993)
General and administrative expenses	13	(2,131,617)	(1,683,450)
<b>Total operating expenses</b>		<b>(5,249,368)</b>	<b>(4,154,739)</b>
<b>Profit/(Loss) before income tax</b>		<b>342,678</b>	<b>(674,817)</b>
<b>Income tax charge</b>	14	<b>(223,659)</b>	<b>(41,892)</b>
Profit/loss for the year		119,019	(716,709)
<b>Other comprehensive income</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income/(loss) for the year</b>		<b>119,019</b>	<b>(716,709)</b>



## MKOMBOZI COMMERCIAL BANK PLC

### STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2013

	Notes	2013 TZS'000'	2012 TZS'000'
<b>Assets</b>			
Cash and balances with Bank of Tanzania	16	8,974,998	5,506,854
Loans and advances to Banks	17	16,691,028	9,675,712
Government securities held to maturity	18	6,460,567	5,458,484
Loans and advances to customers	19	28,889,679	16,694,000
Equity investment	20	20,000	20,000
Property and equipment	21	1,666,126	2,127,229
Intangible assets	22	83,794	29,011
Deferred income tax asset	25	148,643	349,783
Other assets	23	1,088,344	294,448
<b>Total assets</b>		<b>64,023,179</b>	<b>40,155,521</b>
<b>Liabilities</b>			
Deposits from banks	24.1	1,184,835	1,530,892
Deposits from customers	24.2	49,780,083	28,300,036
Income tax payable		22,519	-
Provisions	26	194,087	155,660
Other liabilities	27	1,503,313	687,969
Grant	28	56,283	84,005
<b>Total liabilities</b>		<b>52,714,120</b>	<b>30,758,562</b>
<b>Equity</b>			
Share capital	29	11,013,784	11,013,784
Advance towards share capital	30	1,766,081	-
Regulatory reserve		99,851	434,746
Accumulated losses		(1,597,657)	(2,051,571)
<b>Total equity</b>		<b>11,505,718</b>	<b>9,396,959</b>
<b>Total liabilities and equity</b>		<b>64,023,179</b>	<b>40,155,521</b>

These financial statements were approved by the Board of Directors for issue on 28th March, 2014 and were signed on its behalf by:

Name: **Masha John Mshomba** Title: **Chairman** Signature: 

Name: **Method Anatoli Kashonda** Title: **Vice Chairman** Signature: 

## MKOMBOZI COMMERCIAL BANK PLC

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2013

	Share capital TZS'000'	Advance towards share capital TZS'000'	Retained earnings TZS'000'	Transfer to/(from) regulatory reserve TZS'000'	Total TZS
<b>Year ended 31 December 2013</b>					
At 1 January 2013	11,013,784	-	(2,051,571)	434,746	9,396,959
Profit and total comprehensive income for the year	-	-	119,019	-	119,019
Transfer from regulatory reserve	-	-	334,895	(334,895)	-
Transactions with owners:					
Advance towards share capital	-	1,766,081	-	-	1,766,081
At 31 December 2013	11,013,784	1,766,081	(1,597,657)	99,851	11,282,059
<b>Year ended 31 December 2012</b>					
At 1 January 2012	10,161,953	851,831	(1,145,075)	244,959	10,113,668
Loss and total comprehensive income for the year	-	-	(716,709)	-	(719,709)
Transfer to regulatory reserve	-	-	(189,787)	189,787	-
Transactions with owners:	-	-	-	-	-
Advance towards share capital	851,831	(851,831)	-	-	-
At 31 December 2012	11,013,784	-	(2,051,571)	434,746	9,396,959

## MKOMBOZI COMMERCIAL BANK PLC

### STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2013

		<b>2013</b>	2012
	Notes	TZS'000'	TZS'000'
Cash flows from operating activities			
Profit/(loss) before income tax		342,678	(674,817)
<b>Adjustments for:</b>			
Depreciation of property and equipment	21	215,862	124,915
Amortization of intangible assets	22	38,432	50,736
Amortization of leasehold improvements		300,812	242,342
242,342			
Impairment and credit losses on loans and advances	7	429,846	42,456
<b>Cash flow from operating profits before working capital changes</b>		<b>1,327,630</b>	<b>(214,368)</b>
Changes in operating assets and liabilities:			
Net change in statutory minimum reserve	16	<b>(2,780,000)</b>	(400,000)
Net change in loans and advances		<b>(12,195,679)</b>	(5,180,821)
Net change in other assets		<b>(793,896)</b>	88,588
Net change in deposits from banks		<b>(346,057)</b>	-
Net change in deposits from customers		<b>21,480,047</b>	6,376,662
Net change in provisions		<b>38,427</b>	-
Net change in other liabilities		<b>815,344</b>	(989)
Net change in grant		<b>(27,722)</b>	-
Net change in placements with maturity over three months		<b>1,469,429</b>	323,387
<b>Cash generated from operations</b>		<b>8,988,023</b>	992,459
Income tax paid		-	-
<b>Net cash flows from operating activities</b>		<b>8,988,023</b>	992,459
<b>Cash flows from investing activities</b>			
Purchases of property and equipment	21	<b>(41,046)</b>	(802,182)
Leasehold Improvement	21	<b>(14,142)</b>	(1,294,217)
Purchases of intangible assets	22	<b>(93,215)</b>	(29,830)
Acquisition of unquoted equity investment		-	(20,000)
Proceeds from government security		<b>(1,002,083)</b>	110,099

Net cash used in investing activities		<u>(1,150,486)</u>	<u>(2,036,131)</u>
Cash flows from financing activities			
Issue of shares during the year		-	851,831
Advance towards share capital		<u>1,766,081</u>	<u>-</u>
<b>Net cash flows from financing activities</b>		<u>1,766,081</u>	<u>851,831</u>
<b>Increase/(decrease) in cash and cash equivalents</b>		<b>9,603,118</b>	<b>(191,841)</b>
Cash and cash equivalents at the beginning of the year		<b>6,850,254</b>	7,042,095
Effects of exchange rate changes on cash and cash equivalents		<b>70,565</b>	-
<b>Cash and cash equivalents at the end of the year</b>	<b>31</b>	<u><b>16,523,937</b></u>	<u>6,850,254</u>

## MKOMBOZI COMMERCIAL BANK PLC

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

Notes number 1 to 4 provides general information, summary of significant accounting policies, financial risk management and critical accounting estimates and judgments. They have not been included in this report but they appear in the audited financial statements for the year ended 31st December, 2013.

<b>5</b>	<b>INTEREST INCOME</b>	<b>2013</b>	<b>2012</b>
		<b>TZS'000</b>	<b>TZS'000</b>
	Loans and advances	<b>5,788,498</b>	2,912,248
	Government securities	<b>795,536</b>	752,796
	Placements	<b>955,032</b>	890,258
		<b>7,539,066</b>	4,555,302
<b>6</b>	<b>INTEREST EXPENSE</b>		
	Time deposits	<b>2,083,808</b>	1,362,670
	Savings deposits	<b>221,369</b>	141,942
	Bank borrowing	<b>62,267</b>	119,461
		<b>2,367,444</b>	1,624,073
<b>7</b>	<b>IMPAIRMENT CHARGE</b>		
	Increase in impairment	(423,353)	(42,456)
	Income received on claims previous written off	135,796	-
	Amount directly write-off as uncollectable	(142,289)	-
		<b>(429,846)</b>	(42,456)
<b>8</b>	<b>FEES AND COMMISSION INCOME</b>	<b>2013</b>	<b>2012</b>
		<b>TZS'000</b>	<b>TZS'000</b>
	Loan commitment fee	<b>449,795</b>	375,078
	Ledger fees	<b>21,753</b>	15,730
	Service charges	<b>43,747</b>	35,674
	Guarantee and indemnities	<b>5,825</b>	1,676
	Withdrawal fees	<b>68,886</b>	27,614
	Commission on Western Union Transfers	<b>472</b>	1,921
	Commission charged on transfers	<b>15,944</b>	12,243
	Commission on ATM withdrawal charges	<b>12,866</b>	12,527
	Other fees and commissions	<b>45,630</b>	34,611
		<b>664,918</b>	517,074

**MKOMBOZI COMMERCIAL BANK PLC****9 FOREIGN EXCHANGE INCOME**

Foreign exchange dealings	<u>157,630</u>	<u>74,075</u>
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**10 OTHER OPERATING INCOME**

Grant amortization	<u>27,722</u>	<u>-</u>
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**11 PERSONNEL EXPENSES**

Wages and salaries	1,833,839	1,477,824
Pension and retirement benefits	182,283	147,672
Other staff costs	546,523	427,800

	<u>2,562,645</u>	<u>2,053,296</u>
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**12 DEPRECIATION AND AMORTIZATION**

Amortization of leasehold improvement	300,812	242,342
Depreciation of motor vehicles and equipment	215,862	124,915
Amortization of intangible assets	38,432	50,736

	<u>555,106</u>	<u>417,993</u>
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**13 GENERAL AND ADMINISTRATIVE EXPENSES**

	2013	2012
	TZS'000	TZS'000

Audit fees	47,553	40,491
Professional fees	22,712	28,005
Directors' emoluments	9,900	9,900
Communication costs	191,823	142,614
Travelling and accommodations expenses	46,704	74,335
Local authority service charges	27,167	16,080
Maintenance cost software	92,608	99,044
ATM rental and management fees	133,938	169,431
Occupancy costs	386,751	288,672
Maintenance cost motor vehicle	16,448	14,618
Insurance cost	76,450	52,583
Marketing and advertising cost	169,773	160,573
Training costs	93,599	36,554
Security costs	90,609	65,046
Financial charges	34,521	23,540
Printing and stationaries	102,626	120,519
Other operating costs	588,434	341,445

	<u>2,131,617</u>	<u>1,683,450</u>
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## MKOMBOZI COMMERCIAL BANK PLC

### 14 INCOME TAX EXPENSE

The tax charge for the year is arrived at as follows:

Current income tax – current period	<b>22,519</b>	-
Deferred income tax – current period (note 25)	<b>148,753</b>	-
- prior period (note 25)	<b>52,387</b>	41,892
	<b>223,659</b>	41,892

The tax on the Bank's profit before tax differs from the theoretical amount that would arise using the basic tax rate as follows:

Profit/(loss) before income tax	<b>342,678</b>	<b>(674,817)</b>
Tax calculated at a tax rate of 30% (2012: 30%)	<b>102,804</b>	<b>(202,445)</b>
Tax effect of:		
Expenditure permanently disallowed	<b>49,988</b>	-
Penalty	<b>1,871</b>	-
Adjustments in property and equipment	<b>16,609</b>	444,050
Deferred income tax – prior years	<b>52,387</b>	(199,713)
Other non-deductible expenses	-	-
	<b>223,659</b>	41,892

### 15 FINANCIAL INSTRUMENTS BY CATEGORY

At 31 December 2013 (Amounts in TZS thousands)

Financial assets	Loans and receivables	Held to maturity	Available for sale	Total
Cash and balance with Bank of Tanzania	<b>8,974,998</b>	-	-	<b>8,974,998</b>
Loans and advances to Banks	<b>16,691,028</b>	-	-	<b>16,691,028</b>
Government securities held to maturity	-	<b>6,460,567</b>	-	<b>6,460,567</b>
Unquoted equity investments	-	-	<b>20,000</b>	<b>20,000</b>
Loans and advances to customers	<b>29,231,175</b>	-	-	<b>29,231,175</b>
Other assets	<b>221,382</b>	-	-	<b>221,382</b>
<b>Total</b>	<b>55,118,583</b>	<b>6,460,567</b>	<b>20,000</b>	<b>61,599,150</b>

## MKOMBOZI COMMERCIAL BANK PLC

<b>Financial liabilities</b>	<b>Financial liabilities at amortized cost</b>
Deposits from Banks	1,184,835
Deposits from customers	49,780,083
Other liabilities	1,067,381
<b>Total</b>	<b>52,032,299</b>

<b>At 31 December 2012</b>	<b>Loans and receivables</b>	<b>Held to maturity</b>	<b>Available for sale</b>	<b>Total</b>
<b>Financial assets</b>				
(Amounts in TZS thousands)				
Cash and balances with Bank of Tanzania	5,506,854	-	-	5,506,854
Loans and advances to Banks	9,675,712	-	-	9,675,712
Government securities – held to maturity	-	5,458,484	-	5,458,484
Unquoted equity investments	-	-	20,000	20,000
Loans and advances to customers	16,694,000	-	-	16,694,000
Other assets	5,064,370	-	-	5,064,370
<b>Total</b>	<b>36,940,936</b>	<b>5,458,484</b>	<b>20,000</b>	<b>42,419,420</b>

**At 31 December 2012**

<b>Financial liabilities (Amounts in TZS thousands)</b>	<b>Financial liabilities at amortized Cost</b>
Deposits from Banks	1,530,892
Deposits from customers	28,300,036
Other liabilities	658,930
<b>Total</b>	<b>30,489,858</b>

<b>16 CASH AND BALANCES WITH BANK OF TANZANIA</b>	<b>2013</b>	<b>2012</b>
	<b>TZS'000'</b>	<b>TZS'000'</b>
<b>Cash in hand</b>	<b>2,682,515</b>	1,848,569
<b>Clearing account balance with the Bank of Tanzania</b>	<b>853,983</b>	999,785
<b>Statutory minimum reserve (SMR)</b>	<b>5,438,500</b>	2,658,500
	<b>8,974,998</b>	<b>5,506,854</b>

The SMR deposit is not available to finance the Bank's day-to-day operations and is hence excluded from cash and cash equivalents for the purpose of the statement of cash flows (see Note 31). Cash in hand and balances with Bank of Tanzania and SMR are non-interest bearing.



**MKOMBOZI COMMERCIAL BANK PLC**

<b>17 LOANS AND ADVANCES TO BANKS</b>	<b>2013</b>	<b>2012</b>
	<b><u>TZS'000'</u></b>	<b><u>TZS'000'</u></b>
Balances with other Banks	1,862,021	2,255,142
Cheques in the course of collection	30,447	8,757
Money market placements	14,798,560	7,411,813
	<u>16,691,028</u>	<u>9,675,712</u>
Current	<u>16,691,028</u>	<u>9,675,712</u>
<b>18 GOVERNMENT SECURITIES HELD TO MATURITY</b>		
Treasury bills and bonds maturing after 3 months	4,980,727	3,608,677
Treasury bills and bonds maturing within three months	1,479,840	1,849,807
	<u>6,460,567</u>	<u>5,458,484</u>
<b>Current</b>	<u>1,479,840</u>	<u>1,849,807</u>
<b>Non-current</b>	<u>4,980,727</u>	<u>3,606,462</u>
<b>Total</b>	<u>6,460,567</u>	<u>5,458,484</u>
<b>19 LOANS AND ADVANCES TO CUSTOMERS</b>	<b>2013</b>	<b>2012</b>
	<b><u>TZS'000'</u></b>	<b><u>TZS'000'</u></b>
<b>Analysis of loans to individuals</b>		
Commercial	19,693,365	10,945,845
Personal / individuals	2,133,655	79,294
Salaried loans	7,404,155	4,555,043
Advances to staff	20,775	1,350
Interest receivable	61,082	(26,432)
	<u>29,313,032</u>	<u>16,913,336</u>
<b>Gross loans and advances to customers</b>	<u>29,313,032</u>	<u>16,913,336</u>
Less:		
Provision for impairment	(423,353)	(218,336)
	<u>28,889,679</u>	<u>16,694,000</u>
<b>Maturity analysis</b>		
With maturity of 3 months or less	2,903,524	1,577,467
With maturity of between 3 months and 1 year	6,488,118	12,759,413
With maturity of more than 1 year	19,921,390	2,575,456
	<u>29,313,032</u>	<u>16,913,336</u>

The movement in allowance for impairment of loans and advances by class is as follows;

## MKOMBOZI COMMERCIAL BANK PLC

	2013 TZS'000'			2012 TZS'000'		
	Specific	Portfolio	Total	Specific	Portfolio	Total
At 1 January	(218,336)	-	(218,336)	(175,880)	-	(175,880)
Impairment charge	(350,322)	(73,031)	(423,353)	(42,456)	-	(42,456)
Write offs	218,336	-	218,336	-	-	-
At 31 December	(350,322)	(73,031)	(423,353)	(218,336)	-	(218,336)

20	EQUITY INVESTMENTS	Interest held %	2013 TZS'000'	2012 TZS'000'
	Umoja Switch Co. Ltd		20,000	20,000

In 2012 the Bank acquired ordinary shares in Umoja Switch Co. Ltd being founder member of the Switch. The directors are of the view that the carrying value of the investment as at the statement of financial position date represents its fair value.

## 21 PROPERTY AND EQUIPMENT

Year ended 31 December 2013	Machinery and equipment	Furniture, fixture and fitting	Computer and IT equipment	Motor vehicle	Leasehold improvement	Total
<b>Cost</b>						
As at 1 January 2013	273,103	398,724	490,445	48,206	1,596,050	2,806,528
Additions	14,509	1,525	25,012	-	14,142	55,188
At 31 December 2013	287,612	400,249	515,457	48,206	1,610,192	2,862,100
<b>Depreciation</b>						
As at 1 January 2013	38,207	48,353	168,390	30,129	394,220	679,299
Charge for the year	34,304	50,762	118,745	12,052	300,812	516,675
Disposals	-	-	-	-	-	-
At 31 December 2013	72,511	99,115	287,135	42,181	695,032	1,195,974
Net book value at 31 December 2013	215,101	301,134	228,322	6,025	915,160	1,666,126

## MKOMBOZI COMMERCIAL BANK PLC

## 21 PROPERTY AND EQUIPMENT (CONTINUED)

Year ended 31 December 2012	Machinery and equipment	Furniture, fixture and fitting	Computer and IT equipment	Motor vehicle	Leasehold improvement	Total
	TZS'000'	TZS'000'	TZS'000'	TZS'000'	TZS'000'	TZS'000'
<b>Year ended 31 December 2012</b>						
<b>Cost</b>						
At 1 January 2012	72,444	121,674	165,971	48,206	301,833	710,128
Additions	200,659	277,050	324,474	-	1,294,217	2,096,400
Transfers from other assets	-	-	-	-	-	-
Disposal	-	-	-	-	-	-
<b>At 31 December 2012</b>	<b>273,103</b>	<b>398,724</b>	<b>490,445</b>	<b>48,206</b>	<b>1,596,050</b>	<b>2,806,528</b>
<b>Depreciation</b>						
At 1 January 2012	21,166	23,753	97,167	18,078	151,878	312,042
Charge for the year	17,041	24,600	71,223	12,051	242,342	367,257
Disposal	-	-	-	-	-	-
<b>At 31 December 2012</b>	<b>38,207</b>	<b>48,353</b>	<b>168,390</b>	<b>30,129</b>	<b>394,220</b>	<b>679,299</b>
<b>Net book value at 31 December 2012</b>	<b>234,897</b>	<b>350,371</b>	<b>322,055</b>	<b>18,077</b>	<b>1,201,830</b>	<b>2,127,229</b>

**MKOMBOZI COMMERCIAL BANK PLC**

<b>22 INTANGIBLE ASSETS</b>	<b>2013</b>	<b>2012</b>
	<b>TZS'000'</b>	<b>TZS'000'</b>
<b>Cost</b>		
At 1 January	<b>193,195</b>	163,365
Additions	<b>93,215</b>	29,830
	<hr/>	<hr/>
<b>At 31 December</b>	<b>286,410</b>	193,195
	<hr/>	<hr/>
<b>Accumulated amortization</b>		
At 1 January	<b>164,184</b>	113,448
Charge for the year	<b>38,432</b>	50,736
	<hr/>	<hr/>
At 31 December	<b>202,616</b>	164,184
	<hr/>	<hr/>
Net book value	<b>83,794</b>	29,011
	<hr/> <hr/>	<hr/> <hr/>
<b>23 OTHER ASSETS</b>		
Prepaid expenses	<b>177,308</b>	139,776
Stationery	<b>88,108</b>	35,572
Inter-branch Transactions	<b>41,474</b>	-
Imprest account	<b>15,508</b>	4,727
Selcom-Mkombozi mobile banking	<b>40,413</b>	-
Amortised interest receivable	<b>601,546</b>	-
Sundry assets	<b>123,987</b>	114,373
	<hr/>	<hr/>
	<b>1,088,344</b>	294,448
	<hr/> <hr/>	<hr/> <hr/>
<b>24 DEPOSITS</b>		
24.1 DEPOSITS FROM BANKS		
Time deposits	<b>784,309</b>	901,961
Call Deposits	<b>400,526</b>	628,931
	<hr/>	<hr/>
	<b>1,184,835</b>	1,530,892
	<hr/> <hr/>	<hr/> <hr/>
Current	<b>400,526</b>	628,931
Non current	<b>784,309</b>	901,961
	<hr/>	<hr/>
	<b>1,184,835</b>	1,530,892
	<hr/> <hr/>	<hr/> <hr/>

**MKOMBOZI COMMERCIAL BANK PLC**

<b>24 DEPOSITS (CONTINUED)</b>	<b>2013</b>	<b>2012</b>
	<b>TZS'000'</b>	<b>TZS'000'</b>
24.2 DEPOSITS FROM CUSTOMERS		
Current accounts	<b>16,540,957</b>	6,204,452
Savings deposits	<b>13,357,678</b>	8,875,694
Time deposits	<b>19,881,449</b>	13,219,890
	<b>49,780,083</b>	28,300,036
Current	<b>49,638,782</b>	18,626,609
Non current	<b>141,301</b>	9,673,427
	<b>49,780,083</b>	28,300,036

Deposits amounting to TZS 20 billion (2012: TZS 13 billion) are at fixed interest rates and the remaining deposits are at variable rates.

<b>25 DEFERRED INCOME TAX ASSET</b>	<b>2013</b>	<b>2012</b>
	<b>TZS'000'</b>	<b>TZS'000'</b>
At beginning of the year	<b>349,783</b>	391,675
Profit and loss current year (Note 14)	<b>(148,753)</b>	(41,892)
Profit and loss prior year (Note 14)	<b>(52,387)</b>	-
At end of the year	<b>148,643</b>	349,783

Deferred income tax asset and deferred income tax (charge)/credit to the statement of profit or loss and other comprehensive income are attributed to the following items:

	<b>1 January</b>	<b>(Charged)/</b>	<b>31 December</b>
	<b>2013</b>	<b>Credited to</b>	<b>2013</b>
		<b>profit and loss</b>	
<b>Deferred income tax liability</b>			
Property and equipment	<b>(71,487)</b>	<b>34,898</b>	<b>(36,589)</b>
<b>Deferred income tax asset</b>			
Impairment provisions	<b>46,698</b>	<b>138,534</b>	<b>185,232</b>
Losses	<b>374,572</b>	<b>(374,572)</b>	-
<b>Net deferred income tax asset</b>	<b>349,783</b>	<b>(201,140)</b>	<b>148,643</b>

**MKOMBOZI COMMERCIAL BANK PLC**

<b>26 PROVISIONS</b>	<b>2013</b>	<b>2012</b>
	<b>TZS'000'</b>	<b>TZS'000'</b>
Provision for gratuity	<u>194,087</u>	<u>155,660</u>
<b>27 OTHER LIABILITIES</b>	<b>2013</b>	<b>2012</b>
	<b>TZS'000'</b>	<b>TZS'000'</b>
Accrued expenses	797,652	403,741
Accruals	63,507	86,717
Accounts payable	238,240	164,495
Deferred fees	371,883	-
Sundry credit	31,831	33,016
	<u>1,503,313</u>	<u>687,969</u>
Current	1,331,024	687,969
Non-current	<u>172,289</u>	<u>-</u>
<b>28 GRANT</b>		
At 1 January	84,005	84,005
Amortization	<u>(27,722)</u>	<u>-</u>
	<u>56,283</u>	<u>84,005</u>

On 20 April 2012, the Bank signed a funding agreement with Financial Sector Deepening Trust of Tanzania (FSDT) amounting to USD 53,000 as a grant for increase and enhance MKCB's customer access banking services and increase efficiency by providing flexible, faster, affordable and easier banking to the banked as well as un-banked Tanzanians. This amount was received in June 2012 and was mostly utilized for integration of the core bank system with point of sale (POS) devices.

**29 SHARE CAPITAL**

Authorised 50,000,000 ordinary shares of TZS 1,000/= each	<u>50,000,000</u>	<u>50,000,000</u>
Issued and fully paid ordinary shares 11,013,784 shares of TZS 1000/= each	<u>11,013,784</u>	<u>11,013,784</u>

## MKOMBOZI COMMERCIAL BANK PLC

### 30 ADVANCE TOWARDS SHARE CAPITAL

The advance towards share capital relates to amounts received from the Bank's existing shareholders, as part payments for the rights issue, which took place on 1 February 2014.

	<b>2013</b> <b>TZS'000'</b>	2012 TZS'000'
Advance towards share capital	<b>1,766,081</b>	-

### 31 CASH AND CASH EQUIVALENTS

	<b>2013</b> <b>TZS'000'</b>	2012 TZS'000'
Cash and balances with Bank of Tanzania (excluding SMR) (Note 16)	<b>3,536,498</b>	2,848,354
Loans and advances to banks	<b>12,987,439</b>	4,001,900
Government securities maturing within 3 months of acquisition (Note 18)	-	-
	<b>16,523,937</b>	6,850,254

### 32 RELATED PARTY DISCLOSURE

The Bank is owned by Individuals (general public) (33%), Tanzania Episcopal Conference (TEC) (24%), and Church Institutions (Dioceses & other institutions) (43%).

A number of Banking transactions are entered into with related parties in the normal course of business.

These include loans, deposits and foreign currency transactions. The volumes of related party transactions, outstanding balances at the year end and the related expenses and income for the year are as follows:

**MKOMBOZI COMMERCIAL BANK PLC**

	2013 TZS'000'	2012 TZS'000'
<b>Loans to key management personnel:</b>		
Loans outstanding at the beginning of the year	<b>338,399</b>	222,169
Loan additions during the year	-	154,131
Loan repayments during the year	<b>(76,809)</b>	(37,901)
Loans outstanding at the end of the year	<b><u>261,590</u></b>	<u>338,399</u>
<b>Interest income earned</b>	<b><u>32,186</u></b>	<u>45,156</u>
<b>Deposits from directors and key management personnel:</b>		
Deposits at the beginning of the year	<b>24,584</b>	69,339
Deposits received during the year	-	-
Deposits repaid during the year	<b>65,736</b>	(44,815)
<b>Deposits as at the end of the year</b>	<b><u>90,320</u></b>	<u>24,584</u>
Key management compensation		
Salaries and other short-term benefits	582,401	673,501
Post-employment benefits – Social security costs	105,570	125,215
	<b><u>687,971</u></b>	<u>798,716</u>

**32 RELATED PARTY DISCLOSURE (CONTINUED)**

Key management personnel are described as those persons having authority and responsibility for planning, directing and controlling the activities of the Bank, directly or indirectly including heads of department.

	2013 TZS'000'	2012 TZS'000'
Directors' remuneration- short term benefits	<b><u>9,900</u></b>	<u>9,900</u>



## MKOMBOZI COMMERCIAL BANK PLC

### 33 CONTINGENT LIABILITIES AND COMMITMENTS

#### Capital commitments

Capital expenditure that has been approved by the Board but not contracted for

2,168,825

-

Commitments to extend credit and guarantees

Commitments to extend credit represent contractual commitments to make loans and revolving credits. Commitments generally have fixed expiry dates, or other termination clauses. Since commitments may expire without being drawn upon, the total contract amounts do not necessarily represent future cash requirements. However, the potential credit loss is less than the total unused commitments since most commitments to extend credit are contingent upon customers maintaining specific standards.

### 34 EVENTS AFTER THE REPORTING DATE

There were no conditions after the statement of financial position date that had material impact to the financial statements

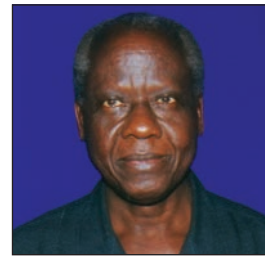
# BOARD OF DIRECTORS



***Mr. Masha John Mshomba***  
***Chairman of the Board***



***Mrs. Edwina Agnellus Lupembe***  
***Managing Director***



***Mr. Method Anatoli Kashonda***  
***Deputy Chairman of the Board***



***Rt. Rev. Beatus Kinyaiya***  
***Director of the Board***



***Rev. Fr Anthony Makunde***  
***Director of the Board***



***Prof. Marcellina Mvula Chijoriga***  
***Director of the Board***



***Dr. Eve Hawa Sinare***  
***Director of the Board***



***Mr. Marcellino Kayombo***  
***Director of the Board***

# MANAGEMENT TEAM



*Mrs. Edwina Agnellus Lupembe  
Managing Director*



*Mr. Dennis Frank Kejo  
Director of Finance & Administration*



*Bw. Gebra Joseph Mahoo  
Director of Internal Audit*



*Mr. Sylvester Remmy Kasikila  
Director of Operations*



*Mr. Baltazar Baltazar Mbilinyi  
Director of Legal Services /Company Secretary*



*Mr. Yordan Mwitalema  
Director of ICT*



*Mr. Marcus Mkini  
Acting Director of Credit*



*Mr. Nwaka Godfrey Mwambulambo  
Director of Treasury*