

## **INDEPENDENT AUDITOR'S REPORT To the Shareholders of First Capital Bank Limited**

### **Report on the audit of the inflation adjusted financial statements**

#### **Adverse opinion**

We have audited the inflation adjusted financial statements of First Capital Bank Limited (the "Bank") set out on pages 19 to 74, which comprise the inflation adjusted statement of financial position as at 31 December 2019, and the inflation adjusted statement of profit or loss and other comprehensive income, the inflation adjusted statement of changes in equity and the inflation adjusted statement of cash flows for the year then ended, and the notes to the inflation adjusted financial statements, including a summary of significant accounting policies.

In our opinion, because of the significance of the matter discussed in the Basis for Adverse Opinion section of our report, the accompanying inflation adjusted financial statements do not present fairly, the inflation adjusted financial position of the Bank as at 31 December 2019, and its inflation adjusted financial performance and inflation adjusted cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS), and in the manner required by the Companies Act (Chapter 24:03), the Banking Act (Chapter 24:20) and the Banking Amendment Act No. 12 of 2015.

#### **Basis for adverse opinion**

Impact of incorrect date of application of International Accounting Standard (IAS) 21- "The Effects of Changes in Foreign Exchange Rates."

On 20 February 2019, a currency called the RTGS Dollar was legislated through Statutory Instrument 33 of 2019 ("SI 33/19") with an effective date of 22 February 2019. SI 33/19 fixed the exchange rate between the RTGS Dollar and the USD at a rate of 1:1 for the period up to its effective date. The rate of 1:1 is consistent with the rate mandated by the RBZ at the time it issued the bond notes and coins into the basket of multi currencies. The below events were indicative of economic fundamentals that would require a reassessment of the functional currency as required by International Accounting Standard (IAS) 21- "The Effects of Changes in Foreign Exchange Rates":

- The Bank transacted using a combination of United States Dollars (USD), bond notes and bond coins. Acute shortage of USD cash and other foreign currencies in the country, resulted in an increase in the use of different modes of payment for goods and services, such as settlement through the Real Time Gross Settlement (RTGS) system and mobile money platforms. During the year there was a significant divergence in market perception of the relative values between the bond note, bond coin, mobile money platforms, RTGS FCA in comparison to the USD. Although RTGS was not legally recognised as currency up until 22 February 2019, the substance of the economic phenomenon, from an accounting perspective, suggested that it was currency.
- In October 2018, banks were instructed by the Reserve Bank of Zimbabwe ("RBZ") to separate and create distinct bank accounts for depositors, namely, RTGS FCA and Nostro FCA accounts. This resulted in a separation of transactions on the local RTGS payment platform from those relating to foreign currency (e.g. United States Dollar, British Pound, and South African Rand).

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of First Capital Bank Limited**

**Report on the audit of the inflation adjusted financial statements**

**Basis for adverse opinion (continued)**

Prior to this date, RTGS FCA and Nostro FCA transactions and balances were co-mingled. As a result of this separation, there was an increased proliferation of multi-tier pricing practices by suppliers of goods and services, indicating a significant difference in purchasing power between the RTGS FCA and Nostro FCA balances, against a legislative framework mandating parity.

The Directors had not re-assessed the change in functional currency for the year ended 31 December 2018. Because the Bank transacted using a combination of United States Dollars (USD), bond notes and coins, Real Time Gross Settlement (RTGS) system and mobile money platforms during the period from 1 October 2018 to 22 February 2019, the decision to change the functional currency only on 22 February 2019 in accordance with SI 33/19 resulted in material misstatement to the financial performance and cash flows of the Bank, as transactions denominated in USD were not appropriately translated during that period. An adverse opinion was issued on the financial statements for the year ended 31 December 2018.

If the assessment required by IAS 21 occurred in the correct period, the adjustments that were recognised in the 2018 and 2019 years would have been materially different.

These misstatements are considered to be material and pervasive in the 2019 financial year.

Furthermore, our opinion in the current year's financial position is modified because of the possible effects of the matter on the comparability of the current year's financial position with that of the prior year.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the inflation adjusted Financial Statements section of our report. We are independent of the Bank in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the inflation adjusted financial statements in Zimbabwe. We have fulfilled our ethical responsibilities in accordance with these requirements and the IESBA code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our adverse opinion.

**Emphasis of matter**

We draw attention to Note 46 of the financial statements, which describes the uncertainties related to the possible effects of the COVID-19 outbreak on the Bank and its inability to quantify the possible impact. Our opinion is not modified in respect of this matter.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the inflation adjusted financial statements of the current period. These matters were addressed in the context of our audit of the inflation adjusted financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis for Adverse Opinion section of our report, we have determined the matters described below to be the key audit matters.

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of First Capital Bank Limited**

**Report on the audit of the inflation adjusted financial statements**

**Key Audit Matters (continued)**

<b>Key Audit Matter</b>	<b>How the matter was addressed in the audit</b>
<b>1. Existence and valuation of the financial asset resulting from the foreign liability funding gap</b>	
<p>As disclosed in Note 20 of the inflation adjusted financial statements, the Bank has recognised a receivable ZWL\$207.8million from the Reserve Bank of Zimbabwe ("RBZ") for funding the Bank's foreign liability funding gap which arose after separation of RTGS and foreign currency balances by the Reserve Bank of Zimbabwe.</p> <p>The fair value of the receivable on initial recognition was determined as the present value of expected future cash flows discounted at a rate. Subsequently the receivable was recognised at amortised cost with an expected credit loss being recognised at year end.</p> <p>Given the materiality of the balance and the judgment applied in determining the timing of the cash flows and the discount rate applied in determining the fair value, we have determined this to be a key audit matter.</p> <p>The valuation assumptions are disclosed in Note 40.3 of the inflation adjusted financial statements.</p>	<p>To address this matter, we performed the following procedures:</p> <ul style="list-style-type: none"> <li>• We reviewed the foreign liability gap funding confirmations from the Reserve Bank of Zimbabwe ("RBZ").</li> <li>• We obtained legal advice on the enforceability of the confirmation that the Bank has in relation to the funding of the net liability position by the RBZ.</li> </ul> <p>To test the fair valuation of the receivable on initial recognition, we performed the following procedures:</p> <ul style="list-style-type: none"> <li>• We tested the mathematical accuracy of the valuation models by performing recalculations;</li> <li>• We assessed the cash flow forecasts used in the valuation for reasonableness. This included assessing cash flows against historical performance and assessing growth rate effected in the forecast cashflows;</li> <li>• Comparing the inputs to the discount rate to independently obtained data; and</li> <li>• With the assistance of our internal valuation specialists, we assessed the reasonableness and appropriateness of the key inputs.</li> </ul>
<b>2. Determination of expected credit losses on financial assets</b>	
<p>The impairment allowances reflected in the statement of financial position as at 31 December 2019 determined in accordance with International Financial Reporting Standard 9 (IFRS 9) amounts to ZWL\$38.4million.</p> <p>This was considered a key audit matter as the determination of the expected credit losses (ECL) requires significant judgement.</p>	<p>To respond to the risk, we performed audit procedures which included:</p> <ul style="list-style-type: none"> <li>• Tested the design and implementation of controls around the determination of the expected credit losses;</li> <li>• Reviewed the Bank's IFRS 9 based impairment provisioning policy, compared it with the requirements of IFRS 9 and performed an independent assessment on the appropriateness of the model;</li> </ul>

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of First Capital Bank Limited**

**Report on the audit of the inflation adjusted financial statements**

**Key Audit Matters (continued)**

Key Audit Matter	How the matter was addressed in the audit
<b>2. Determination of expected credit losses on financial assets (continued)</b>	
<p>A significant risk was identified around the valuation of the expected credit losses on financial assets that are subject to the impairment provisions of the IFRS 9 considerations due to the following:</p> <ul style="list-style-type: none"> <li>• Models used to determine provisions are complex and might not have taken into account all relevant factors such as macroeconomic data for forecasts and the data used for historical analysis might not be accurate; and</li> <li>• The estimation of the key components of the expected credit loss (provisions involves significant judgement in determination of probability of default, loss given default and exposure at default).</li> </ul>	<ul style="list-style-type: none"> <li>• Obtained an understanding of the Bank's internal rating models for loans and advances and for a sample of loans and advances, we assessed the appropriateness of the Bank's staging of loans and advances;</li> <li>• Reviewed the appropriateness of the Bank's determination of significant increase in credit risk and the resultant basis for classification of exposures into various stages;</li> <li>• For a sample of exposures, tested the appropriateness of the Bank's staging;</li> <li>• Tested assumptions used in the ECL calculations and assessed for reasonability;</li> <li>• With the assistance of an auditors' expert, performed model validation assessment on the Bank's model and performed an independent assessment on the appropriateness of the model;</li> <li>• Reviewed the calculation of the Loss Given Default (LGD) used in the ECL calculations, including the appropriateness of the discounting of ECL performed by management and the resultant arithmetical calculations;</li> <li>• Tested the rationale of management overlays which are performed through the Bank's benchmarking process;</li> <li>• Assessed whether forward looking information has been incorporated in to the Bank's ECL computations for all financial assets subject to IFRS 9 impairment and whether it is appropriate in light of the current economic environment; and</li> <li>• Evaluated the impact of any findings identified on the expected credit loss provision.</li> </ul>

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of First Capital Bank Limited**

**Report on the audit of the inflation adjusted financial statements**

**Key Audit Matters (continued)**

<b>Key Audit Matter</b>	<b>How the matter was addressed in the audit</b>
<b>3. Valuation of properties</b>	
<p>As set out in note 3 to the inflation adjusted financial statements, the Bank has owner occupied properties and investment properties which are recognised at fair value.</p> <p>Directors make use of independent external valuers in determining the fair values of property. Valuations by their nature involve the use of judgment and estimates which involve significant unobservable inputs such as</p> <ul style="list-style-type: none"> <li>- Market rentals</li> <li>- Risk yields</li> </ul> <p>The complexity and subjectivity of these estimates may result in material misstatement. The current economic environment is extremely volatile given the valuation intricacies impacting property in the Zimbabwean market. We identified the valuation of investment property as representing a key audit matter due to the significance of the balance to the financial statements as a whole, combined with the level of judgement associated with determining the fair values.</p>	<p>We assessed the competence, capabilities, objectivity and independence of the directors' independent valuers, and assessed their qualifications.</p> <p>We made enquiries of the directors' independent external valuers to obtain an understanding of the valuation techniques and judgements adopted.</p> <p>We assessed the work performed by the independent external valuers in valuing investment property by performing the following:</p> <ul style="list-style-type: none"> <li>• Reviewed the valuation methods used and assessed whether they are appropriate and consistent with the reporting requirements;</li> <li>• Assessed the reasonableness of expected rentals and risk yields by comparing to historic trends;</li> <li>• We performed physical verification of a sample of assets to determine whether the conclusion reached by the expert where consistent with the physical condition of the asset; and</li> <li>• Evaluated the financial statement disclosures for appropriateness and adequacy.</li> </ul>

**Other matter**

The financial statements of First Capital Bank Limited for the year ended 31 December 2018, were audited by another auditor who expressed an adverse opinion on those statements on 12 April 2019.

**Other Information**

The directors are responsible for the other information. The other information comprises the Directors' Responsibilities and approval, Chairman's statement, Managing Director's review of operations, Directors' report, Corporate governance statement, Analysis of Shareholding, Notice of AGM, AGM form of proxy and the historic cost financial information which we obtained prior to the date of this auditor's report and the Annual Report, which is expected to be made available to us after that date. The other information does not include the inflation adjusted financial statements and our auditor's report thereon.

Our opinion on the inflation adjusted financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of First Capital Bank Limited**

**Report on the audit of the inflation adjusted financial statements**

**Other Information (continued)**

In connection with our audit of the inflation adjusted financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the inflation adjusted financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact.

As described in the Basis for Adverse Opinion section above, the Bank changed its functional currency to the RTGS Dollar effective 22 February 2019. The date of change in functional currency as determined in accordance with IFRS is 1 October 2018. Consequently the measurement of transactions between 1 October 2018 and 22 February 2019 does not comply with the requirements of IAS 21, as such, transactions have not been appropriately translated in accordance with these Standards. We have determined that the other information is misstated for that reason.

**Responsibilities of the Directors for the inflation adjusted financial statements**

The directors are responsible for the preparation and fair presentation of the inflation adjusted financial statements in accordance with International Financial Reporting Standards (IFRS) and the requirements of the Companies Act (Chapter 24:03), the Banking Act (Chapter 24:20) and the Banking Amendment Act No. 12 of 2015, and for such internal control as the directors determine is necessary to enable the preparation of inflation adjusted financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the inflation adjusted financial statements, the directors are responsible for assessing the Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Bank or to cease operations, or have no realistic alternative but to do so.

**Auditor's responsibilities for the audit of the inflation adjusted financial statements**

Our objectives are to obtain reasonable assurance about whether the inflation adjusted financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these inflation adjusted financial statements.

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of First Capital Bank Limited**

**Report on the audit of the inflation adjusted financial statements**

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the inflation adjusted financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Bank's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the inflation adjusted financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Bank to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the inflation adjusted financial statements, including the disclosures, and whether the inflation adjusted financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the inflation adjusted financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

*Deloitte & Touche*

**Deloitte & Touche**  
Registered Auditor  
Per: Tumai Mafunga  
Partner  
PAAB Practice Certificate Number 0042

27 March 2020

# Audited Abridged Financial Results

## For the year ended 31 December 2019

### Chairman's Statement

#### The macroeconomic environment

The economic landscape was characterised by the change of currency, the flotation of the exchange rate, and the move from multi-currency to mono currency with the consequential inflationary impact. Continuing shortages of foreign currency and other commodities impacted GDP growth for 2019 which is forecasted to decline by 6.5% whilst manufacturing capacity utilisation is registered at just 27%.

The depreciation of the Zimbabwe dollar from 2.5 to 16.77 against the US\$ by year end resulted in significant cost inflation as the economy adjusted to the new currency.

The structural currency changes resulted in annual inflation of +500%, impacting the cost of living for an average family relative to their level of income, with salary adjustments lagging inflation. This resulted in increased credit risk at both personal and corporate level.

From a business perspective interest rates remained subdued in the first half and well below inflation with increases starting to come in the second half of the year. Most local operating costs are linked to the informal exchange rate. This together with rising IT costs also in US dollars resulted in significant cost increases.

Internally, this was a year of transition for the Bank. The first half was characterised by the transition of the Bank's systems from legacy Barclays systems to First Capital Bank systems, while through the second half, we continued to stabilise systems as well as grow our liabilities and loan book.

#### The Bank's capital, liquidity position and quality of loans

The Bank remains on a strong base in terms of liquidity and capital adequacy ratios. The liquidity ratio was 55% compared to the 30% regulatory minimum. Similarly capital adequacy at 26% was well above the minimum threshold of 12% showing the capacity of the Bank to underwrite more loans. In the current environment the inherent credit risk continues to be high and the Bank continues to be focused on prudential lending practices, with our non - Performing Loan ratio (NPL) being closely managed at less than 1%.

In order to strengthen the Banking sector's capacity to do more business in the new currency environment and absorb any economic shocks the Reserve Bank of Zimbabwe increased the minimum capital to US\$30 million by December 2020. The Bank is currently developing a plan to ensure that it meets the capital requirements as prescribed.

#### Earnings

The Bank registered a loss after tax of ZWL163 million in hyperinflation adjusted terms and a profit of ZWL264 million in historical terms, which translates to inflation adjusted earnings per share of ZWL(7.57) and historical ZWL12.26. This result was achieved with significant contribution coming from fair valuation of investment properties on the back of rising operating costs, exchange loss on the net open position and subdued interest rates.

#### Governance

The Bank remains committed to the highest standards of corporate governance, over and above compliance with the requirements of the Reserve Bank of Zimbabwe, the Deposit Protection Board, the Zimbabwe Stock Exchange and other regulators. The Board composition and structure of its committees continues to reflect these aspirations.

#### Board changes

During the period under review Mrs. Emma Fundira retired from the Board in the second quarter after serving her full 10-year period. In addition, Mr. Sydney Mtsambiwa and Mr. Busisa Moyo resigned from the Board in the fourth quarter after serving the Board for four years.

On behalf of the Board, I would like to thank Mr. Sydney Mtsambiwa, Mrs. Emma Fundira and Mr. Busisa Moyo for their immense contribution during their tenure on the Board and through the migration from Barclays PLC to First Capital Bank. Special thanks to Mr Mtsambiwa for guiding the Board through this transition period.

Mr. Kevin Terry was appointed to the Board as a non-executive director in the fourth quarter and Mr. Kiritkumar Naik was appointed to the Board in the first quarter of 2020. We look forward to the valuable insights and experience they will bring.

At the executive level Mr. Samuel Matsekete left the Bank to pursue other opportunities after serving the Bank for more than 13 years, two of which were as Managing Director. We wish him well in his new endeavours. In the interim Mr. Ciaran McSharry, the Group Chief Financial Officer was appointed as the Acting Managing Director with effect from 28 October 2019.

Mr. Taitos Mukuku was appointed to the Board as the Chief Financial Officer and Executive Director with effect from 1 October 2019.

#### Empowering communities

The Bank remains committed to its social investment programmes through empowering youths and colleague volunteerism activities, with employees giving over 3000 hours impacting 900 youths through the period. In addition, the Bank is committed to our "make a difference" campaign as part of our commitment to good corporate citizenship.

#### Appreciation

This has been an immensely challenging operating environment for the Bank, customers and colleagues mainly due to inflationary pressure, shortages of foreign currency, goods and services. Besides the challenging economic environment, the Board continued to monitor the Bank's strategy closely especially the systems migration from legacy Barclays systems to First Capital Bank systems. Colleagues worked tirelessly to ensure the migration was successful, in addition to remaining resolute in serving customers through the migration and the post implementation issues which the Bank faced.

I take this opportunity to express my appreciation to Board members and colleagues for their achievements in the period under review. On a similar note I also extend my appreciation to our valued customers for their support and for continuing to stand with us during and post the migration of our systems.

#### Board priorities going forward

Looking ahead the macro economic environment is expected to continue to be difficult. The Bank will continue to focus on shareholder value and capital preservation strategies to meet the US\$30 million minimum capital requirement, while maintaining prudential lending practices, and at the same time focusing on increasing our market share for deposits, loans and revenue. The above focus takes cognisance of the impact of corona virus on the Bank, customers and colleagues. The Bank is taking various measures to minimise the impact on customers, colleagues and the earnings of the Bank.

#### Dividend

Although the Bank made a historical profit during the financial year, considering the increased capital requirement the Board has concluded that the Bank will not be declaring a dividend for the period under review.

**P. Devenish**  
**Chairman**  
**25 March 2020**

### Managing Director's Statement

This year was characterized by a volatile macro-economic environment, with the floating and consequent devaluation of the exchange rate, multiple statutory instruments, and consequent hyper inflationary pressure.

#### Business highlights

Operationally, the year can be split in two halves, with the first half of the year being marked by the successful migration of systems including our core banking platform and ancillary systems. Having completed this in the first half, the second half was focused on system stabilisation and maintenance together with building sustainable growth in our core business.

Whilst overall performance was undoubtedly impacted by the migration process we did manage to register significant growth in our Commercial and Retail businesses, building momentum into 2020.

#### Financial performance

Changes in the economic environment, relating to currency and inflationary impact, make the comparability of current year financial information with prior year difficult given the difference in the basis of measurement.

The Bank registered growth on the statement of financial position mainly driven by deposits both in local and foreign currency. RTGS deposits grew by more than 74% to ZWL879 million, which were fully deployed into loans. The RTGS loan book grew by 200% to ZWL622 million, with the growth in loans largely in quarter three and quarter four, covering the key productive sectors including agriculture, manufacturing and mining.

The Bank continues to maintain a quality loan book with a loan loss ratio of 2.78% (2018:1.27%), the increase reflecting the growth in the loan book. At the same time our non-performing loans ratio "NPL ratio" remained below 1% compared to prior year.

Our new core banking system has enabled the Bank to enhance existing products such as the introduction of ZIPIT send, whilst at the same time introducing new products like Ecocash. The transactional volumes were stable during the migration period as well as post migration. The growth in non-funded income has largely been driven by new products and transactional price increases.

#### Adverse audit opinion and compliance with IFRS

The Bank received an adverse audit opinion for 2019 financial results. This relates to prior year and is due to the impact of the introduction of the new currency RTGS dollar as part of the February Monetary Policy Statement, combined with the impact of the separation of Nostro and RTGS accounts in October 2018. While under international accounting standards, accounting for the change in currency would have been with effect from 1 October 2018, S.I 33 of 2019 mandated that all accounts up to 22 February 2019 should be reported at the effective exchange rate of 1:1. As directed, the legal requirement was followed in this regard resulting in an adverse audit opinion since compliance with International Accounting Standards could not be fully achieved due to non-compliance with IAS 21.

The legal requirement to follow S.I. 33 of 2019 has a significant consequent impact on the 2018 comparative balances. Refer to 2.1(b) for the detailed disclosure.

#### Our products and services

Through the second half colleagues focused efforts saw the continued stabilisation of core-banking systems, enhancing the customer experience journey through the unlocking of new product capabilities. This investment brings new and improved product features such as Ecocash, Zipit Send and Receive, Mobile APP and internet banking, in a convenient and secure environment in line with our customer and client expectations. We continue to develop Commercial products to focus on the key productive sectors namely Loyalty Lending, among others that guarantee peace of mind in daily business operations.

#### Commitment to human capital

Our dedicated and trained colleagues form the bedrock of our Brand and remain key to our business operations. Our long-term business view encourages us to invest in young talent, annually through our Graduate Trainee and Undergraduate Student Internship programs. To date we have enrolled over 150 young people who have formed the base of our talent pool, and provide us with a foundation of talent for the future. Both programmes offer a unique workplace experience for the students covering education, quality training and providing the right skills that match the labour market demand.

This year has been a challenging year for all our colleagues, and we have worked hard to cushion and support staff through the challenging economic environment, trying to achieve the correct balance between the demands of the business and cushioning colleagues

#### Good citizenship

At First Capital Bank, we acknowledge and embrace the interdependence that exists between the Bank and the communities that we serve. In this we are guided by our values, notably to 'Be a Good Corporate Citizen' and being a responsible business. We achieve this through empowering youth, driving economic development and wealth creation through alliances with strategic partners, while also encouraging employee participation. Our focus remains on education and skills, enterprise development and inclusive banking, partnering with our long-term affiliates namely Zimbabwe Farmers Union, BOOST Fellowship and Junior Achievement Zimbabwe.

Overall youth beneficiaries under our partnerships are over 4 500 and were impacted through skills transfer namely business development, supply chain, financial management, work readiness and people skills. The annual employee volunteerism framework under the same pillars saw a total of 3093 hours impacting over 9000 youth beneficiaries in the period under review. The second half of the year saw the launch of an online platform on social media designed to support, train and allow women SME's to network, as a part of our financial inclusion agenda. With over 20 000 female SMEs, the platform will continue to upskill women and allow them access to information.

#### Geared for the future

Our long-term view is to focus on sustainable growth, working in partnership with our customers and aligning with their expectations. With the migration and investment in our new systems providing the foundation, we will continue to invest in digital systems and solutions. This will provide the platform to build innovative products and solutions and provide more convenience for our customers.

I would like to take the opportunity to acknowledge the challenges some customers and clients have faced during the system migration and extend our gratitude and appreciation for their patience and understanding during the course of our core banking system roll-out. We look forward to providing you with innovative products and services in the near future.

**Ciaran McSharry**  
**Acting Managing Director**  
**25 March 2020**





# Audited Abridged Financial Results

## For the year ended 31 December 2019

### Corporate Governance Statement

The Board of Directors of First Capital Bank Limited ("the Board/First Capital Bank") is committed to and recognises the importance of strong governance practices. The board understands that a comprehensive corporate governance framework is vital in supporting executive management in its execution of strategy and in driving long term sustainable performance. In order to achieve good governance, the Board subscribes to principles of international best practice in corporate governance as guided by, among others, the Banking Act, the Corporate Governance Guidelines, the National Code on Corporate Governance.

The Board continuously reviews its internal governance standards and practices, to ensure that it modifies and aligns them with local and international corporate governance requirements as appropriate. As part of its continuing efforts to achieve good governance, the Board promotes the observance of the highest standards of corporate governance in First Capital Bank and ensures that this is supported by the right culture, values and behaviours from the top down. First Capital Bank is committed to the principles of fairness, accountability, responsibility and transparency. To this end the Board, is accountable to its shareholders and all its stakeholders including the Bank's employees, customers, suppliers, regulatory authorities and the community from which it operates through transparent and accurate disclosures.

#### Board responsibilities

The Board is responsible for setting the strategic direction of the Bank as well as determining the way in which specific governance matters are approached and addressed, approving policies and plans that give effect to the strategy, overseeing and monitoring the implementation of strategy by management and ensuring accountability through among other means adequate reporting and disclosures. The Board is guided by the Board Charter in the execution of its mandate.

#### Board Chairman and non - executive directors

The Board of directors is led by an independent non-executive Chairman, whose primary duties include providing leadership of the Board and managing the business of the Board through setting its agenda, taking full account of issues and concerns of the Board, establishing and developing an effective working relationship with the Executive directors, driving improvements in the performance of the Board and its committees, assisting in the identification and recruitment of talent to the Board, managing performance appraisals for directors including oversight of the annual Board effectiveness review and pro-actively managing regulatory relationships in conjunction with management. In addition, the non-executive directors pro-actively engage with the Bank's management to challenge and improve strategy implementation, counsel and support to management and to test and challenge the implementation of controls, processes and policies which enable risk to be effectively assessed and managed.

The Chairman works together with the non - executive directors to ensure that there are effective checks and balances between executive management and the Board. The majority of the Board members are independent non-executive directors which provide the necessary independence for the effective discharge of the Board's duties and compliance with regulatory requirements.

#### Executive directors

The executive management team is led by the Managing Director. Management's role is to act as trustees of the shareholder's capital. Their main responsibilities include reporting to the Board on implementation of strategy, effectiveness of risk management and control systems, business and financial performance, preparation of financial statements and on an ongoing basis, keeping the Board fully informed of any material developments affecting the business.

#### Directors' remuneration

The Board Remuneration Committee sets the remuneration policy and approves the remuneration of the executive directors and other senior executives as well as that of the non-executive directors. The remuneration package of executive directors includes a basic salary and a performance bonus which is paid based on the performance of the Bank as well as that of the individual. The Bank also has in place a share option scheme, meant to be a long term retention incentive for employees.

#### Board diversity

The First Capital Bank Board recognises the importance of diversity and inclusion in its decision making processes. The Board is made up of four independent non-executive directors, three non-executive directors and two executive directors. Two members of the board (22%) are female. The Board members have an array of experience in commercial and retail banking, accounting, legal, corporate finance, marketing, business administration, economics, human resources management and executive management.

#### Access to information

Openness and transparency are key enablers for the Board to discharge its mandate fully and effectively. The non-executive directors have unrestricted access to all relevant records and information of the Bank as well as to management. Further, the board is empowered to seek any professional advice or opinion it may require to allow for the proper discharge of its duties.

#### Share Dealings / Insider trading

The directors, management and staff of First Capital Bank are prohibited from dealing in the Bank's shares whether directly or indirectly, during "closed periods" which are the periods that are a month before the end of the interim or full year reporting period until the time of the publication of the interim or full year results.

Further, directors, management and staff are prohibited from dealing in the company's shares whenever the company is going through certain corporate actions or when they are in possession of non-public information that has the potential of impacting the share price of the company.

#### Communication with stakeholders

First Capital Bank communicates with its stakeholders through various platforms including the Annual General Meeting, analyst briefings, town halls, press announcements of interim and full year financial results, notices to shareholders and stakeholders and annual reporting to shareholders and stakeholders. The Board and management of First Capital Bank also actively engage regulatory authorities including the Reserve Bank of Zimbabwe, the Zimbabwe Stock Exchange and the Deposit Protection Corporation.

#### Internal Audit

First Capital Internal Audit is an independent control function which supports the business by assessing how effectively risks are being controlled and managed. It works closely with the business helping drive improvements in risk management. This is done through reviewing how the business undertakes its processes as well as reviewing systems used by the business. The internal audit function reports its findings to management and guides them in making positive changes to business processes, systems and the control environment. The Internal Audit function also monitors progress to ensure management effectively remediates any internal control weaknesses identified as quickly as possible. The First Capital Bank Head of Internal Audit reports directly to the Chairman of the Board Audit Committee and administratively to the Managing Director.

#### Declaration of interest

The Board of First Capital Bank believes in the observance of ethical business values from the top to the bottom. To this end, the Board has in place a policy that manages conflict of interest including situational and transactional conflict. Directors disclose their interests on joining the Board and at every meeting of the directors they disclose any additional interests and confirm or update their declarations of interest accordingly.

#### Ethics

In our endeavour to instil a culture of sound business ethics, all employees and directors are requested to attest to an Anti - Bribery and Corruption declaration which essentially seeks to ensure that our directors, management and staff observe the highest standards of integrity in all their dealings and at all times. The Bank has a zero tolerance policy to bribery and corruption. In addition, the business has a whistle-blowing facility managed by Deloitte through which employees can raise any concerns they may have anonymously.

#### Director induction and development

Board conformance and performance is enhanced through continuous learning. As part of its learning program, the Board has in place a comprehensive induction plan for on-boarding new directors. During the second half of the year 2019, two Board members Messrs K. Terry and T. Mukuku joined the Board and went through the induction programme. Further, as part of continuing director development, Board members attend director training programs.

#### Board activities

The Board of Directors held eight board meetings in the year 2019 being four quarterly meetings one of which incorporated a strategy review meeting, a special board meeting and a board evaluation review meeting. Each board Committee held at least four quarterly meetings. The areas of focus included the setting of strategic direction, the review of strategy and business operations, credit sanctioning as per approved limits, review of internal controls and financial reports, review of the quality of the loan book, review and oversight of the Bank's risk management processes and oversight of the recruitment, remuneration and performance reviews of senior management. A table detailing director's attendance of meetings during 2019 is shown in the last part of this report.

#### Board and director evaluation

The Board conducts an annual evaluation process which assesses the performance and effectiveness of individual directors, the Board Chairman, Committees and overall performance of the Board. This process is facilitated by an external party to allow for objectivity. The evaluation process involves directors completing evaluation questionnaires and having one on one meeting with the facilitator. The results of the evaluation are collated, a report is produced and feedback provided to the Board. The Board also submits the evaluation report to the Reserve Bank of Zimbabwe. The Board conducted its evaluation for the year ended 2019 and a report was submitted to the RBZ. Board performance and evaluation was rated as strong by directors.

#### Board Committees

The Board has delegated some of its duties and responsibilities to sub-committees to ensure the efficient discharge of the Board's mandate. The ultimate responsibility of running the Bank however still remains with the Board. The subcommittees of the Board are regulated by terms of reference which are reviewed every year or as and when necessary. The Committees meet at least once every quarter and are all chaired by Independent non-executive directors as detailed below.

#### Audit Committee

The primary functions of the Committee are to oversee the financial management discipline of the Bank, review the Bank's accounting policies, the contents of the financial reports, disclosure controls and procedures, management's approach to internal controls, the adequacy and scope of the external and internal audit functions, compliance with regulatory and financial reporting requirements, oversee the relationship with the Bank's external auditors, as well as providing assurance to the Board that management's control assurance processes are being implemented and are complete and effective. At each meeting, the Committee reviews reported and noted weaknesses in controls and any deficiencies in systems and the remediation plans to address them. The Committee also monitors the ethical conduct of the Bank, its executives and senior officers and advises the Board as to whether or not the Bank is complying with the aims and objectives for which it has been established. During the period under review, there were no material losses as a result of internal control breakdowns.

The committee is wholly comprised of independent non-executive directors. The members of the Committee as at 31 December 2019 were:-

T. Moyo (Acting Chairperson)  
K. Terry

#### Board Credit Committee

The Board Credit Committee is tasked with the overall review of the Bank's lending policies. At each meeting, the Committee deliberates and considers loan applications beyond the discretionary limits of management. It ensures that there are effective procedures and resources to identify and manage irregular or problem credit facilities, minimize credit loss and maximize recoveries. It also directs, monitors, reviews and considers all issues that may materially impact on the present and future quality of the Bank's credit risk management.

The Committee comprises one executive member and three non-executive directors. The members of the Committee as at 31 December 2019 were:-

K. Terry (Chairperson)  
H. Anadkat  
S. N. Moyo  
C. McSharry

#### Loans Review Committee

This Committee has the overall responsibility for the complete review of the quality of the Bank's loan portfolio to ensure that the lending function conforms to sound lending policies and keeps the Board and management adequately informed on noted risks. It assists the Board with discharging its responsibility to review the quality of the Bank's loan portfolio. At every meeting, it reviews the quality of the loan portfolio with a view to ensuring compliance with the banking laws and regulations and all other applicable laws as well as internal policies.

The members of the Committee as at 31 December 2019 were:-

T. Moyo (Chairperson)  
P. Devenish  
M. Twigger

#### Human Resources and Nominations Committee

The Human Resources and Nominations Committee assists the Board in the review of critical personnel issues as well as acting as a Remuneration and Terminal Benefits Committee. The Committee reviews and approves overall recommendations on employee remuneration as well as approving managerial appointments. The Committee ensures that the remuneration of directors is in line with the nature and size of the operations of the Bank as well as the Bank's performance. In addition, the Committee also considers nominations to the Board and succession planning for the Board. The Committee comprises four non-executive directors and one executive director.

The members of the Committee as at 31 December 2019 were:-

P. Devenish  
S. N. Moyo  
H. Anadkat

#### Board Risk Committee

The Board Risk Committee is charged with the responsibility to oversee the Bank's overall enterprise risk environment under three broad areas of Operational Risk, Credit Risk Management and Market Risk. These are controlled and managed independently from risk taking functions and other committees of the Bank. The committee is responsible for the policies and procedures designed to monitor, evaluate and respond to risk trends and risk levels across the Bank ensuring that they are kept within acceptable levels.

As at 31 December 2019 members of the committee were:-

S. N. Moyo (Chairperson)  
D. Dikshit

#### Board Migration Committee

The Board set up a special Board Committee to oversee the migration of the Bank's processes, products and systems, from the Barclays PLC platforms to the new platforms that the bank will be using going forward, following the successful conclusion of the Barclays PLC divestiture. Following the conclusion of the IT migration process, the board converted the Committee to an IT Committee.

The Committee is made up of the following members:-

K. Terry – Chairman  
T. Moyo  
D. Dikshit

In addition to the Board Committees, management operates through a number of committees including the Executive Management Committee and the Assets and Liabilities Committee. The Committees terms of reference are as below.

#### Executive Committee (EXCO)

The Executive Committee is the operational management forum responsible for the delivery of the Bank's operational plans. The Executive Committee acts as a link between the Board and management and is responsible for implementation of operational plans, annual budgeting and periodic review of strategic plans, as well as identification and management of key risks. The Executive Committee also reviews and approves guidelines for employee remuneration. The Executive Committee assists the Managing Director to manage the Bank, to guide and control the overall direction of the business of the Bank and acts as a medium of communication and co-ordination between business units and the Board. The Committee comprises of executive directors and senior management.

#### Assets and Liabilities Committee (ALCO)/Treasury Committee

The Treasury Committee is tasked with ensuring the achievement of sustainable and stable profits within a framework of acceptable financial risks and controls. The Treasury Committee ensures maximization of the value that can be generated from active management of the Bank's statement of financial position and financial risk within agreed risk parameters. It manages the funding and investment of the Bank's statement of financial position, liquidity and cash flow, as well as exposure of the Bank to interest rate, exchange rate, market and other related risks. It ensures that the Bank adopts the most appropriate strategy in terms of the mix of assets and liabilities given its expectation of the future and potential consequences of interest rate movements, liquidity constraints and foreign exchange exposure and capital adequacy. It also ensures that strategies conform to the Bank's risk appetite and level of exposure as determined by the Risk Management Committee. The Committee comprises executive directors and heads of functions key to the proper discharge of the Committee's responsibilities.

# Audited Abridged Financial Results

## For the year ended 31 December 2019

### Corporate Governance Statement

#### Board and committees attendance 2019

##### Main Board

Name	Total Meetings	Present	LOA**
P. Devenish*	8	7	1
S. D. Mtsambiwa*	6	6	Nil
E. Fundira*	3	3	Nil
B. Moyo*	5	5	Nil
M. Twigger	8	7	1
T. Moyo	8	7	1
S. N. Moyo	8	7	1
H. Anadkat	8	8	Nil
D. Dikshit	8	6	2
K. Terry*	3	3	Nil
S. Matsekete*	8	5	3
C. McSharry	8	8	Nil
T. Mukuku*	3	3	Nil

##### Audit committee

Name	Total Meetings	Present	LOA**
T. Moyo	6	5	1
B. Moyo	5	5	Nil
E. Fundira	3	3	Nil
K. Terry	1	1	Nil

##### Human resources & nominations committee

Name	Total Meetings	Present	LOA**
P. Devenish	6	6	Nil
S. D. Mtsambiwa	5	5	Nil
S. N. Moyo	6	6	Nil
H. Anadkat	6	6	Nil
S. Matsekete	6	4	2

##### Credit committee

Name	Total Meetings	Present	LOA**
K. Terry	7	7	Nil
E. Fundira	3	3	Nil
H. Anadkat	27	27	Nil
S. N. Moyo	27	27	Nil
S. Matsekete	27	22	5

##### Loans review committee

Name	Total Meetings	Present	LOA**
T. Moyo	4	4	Nil
P. Devenish	4	3	1
M. Twigger	4	4	Nil

##### Risk committee

Name	Total Meetings	Present	LOA**
S. N. Moyo	4	4	Nil
B. Moyo	3	3	Nil
D. Dikshit	4	3	1

#### Migration/IT Committee

Name	Total Meetings	Present	LOA**
B. Moyo	8	8	Nil
T. Moyo	9	4	5
D. Dikshit	9	7	2
M. Twigger	9	8	1
S. Matsekete	9	8	1

\* Mr Patrick Devenish was appointed Chairman of the board with effect from 6 December 2019.

\*Messrs Kevin Terry and Taitos Mukuku were appointed to the board on 16 October 2019 and 1 October 2019 as INED and ED, respectively.

\*Mrs Emma Fundira retired from the board on 10 May 2019.

\*Messrs Moyo and Mtsambiwa resigned from the board on 31 October 2019 and 5 December 2019, respectively.

\*Mr Samuel Matsekete did not attend all the meetings as he was on garden leave pending his departure from the Bank on 31 December 2019.

\*\* LOA – Leave of absence granted.

#### Directors shareholding

The following is a schedule of the directors' shareholdings in the Bank as at 31 December 2019;

P. Devenish	Nil
S. N. Moyo	Nil
T. Moyo	Nil
H. Anadkat *	
D. Dikshit *	
M. Twigger	Nil
K. Terry	Nil
S. Matsekete	10 000
C. McSharry	Nil
T. Mukuku	Nil

\*Mr Hitesh Anadkat and Mr Dheeraj Dikshit hold some indirect interest in Afcarne Holdings Zimbabwe (Private) Limited, which in turn holds shares in the Bank.

#### Annual financial statements

The directors are responsible for the preparation and integrity of the financial results and related financial information contained in this report. The annual financial statements are prepared in accordance with local and international generally accepted accounting practices and they incorporate full and responsible disclosure to ensure that the information contained therein is both relevant and reliable. However compliance with International Financial Reporting Standards (IFRS), could not be fully achieved due to non-compliance with IAS21. Refer to note 2.1(b) for the detailed disclosure. These audited results have been prepared under the supervision of Taitos Mukuku CA (Z) PAAB Registered Accountant No.0281.

#### Compliance

The Board is of the view that the Bank complied with the applicable laws and regulations throughout the reporting period.

#### By Order of the Board

V. Mutandwa  
Company Secretary

25 March 2020

# APP BANKING

We believe in convenient and smart banking on the go. Our mobile banking app gives you more than just secure and unlimited access to your accounts, but a lot more.

In association with  
  
 Belief comes first.   
[www.firstcapitalbank.co.zw](http://www.firstcapitalbank.co.zw)















# Audited Abridged Financial Results

## For the year ended 31 December 2019

### Notes to the Annual Financial Statements

for the year ended 31 December 2019

32.6 Credit risk concentration of loans and advances were as follows;

Industry/Sector	Historical and inflation adjusted 2019		Historical 2018		Inflation adjusted 2018	
	ZWL000	%	ZWL000	%	ZWL000	%
Trade and services	76 341	10	50 782	25	315 432	25
Energy and minerals	42 863	6	2 032	1	12 620	1
Agriculture	251 255	34	47 851	24	297 227	24
Construction and property	-	-	104	-	647	-
Light and heavy industry	147 996	20	18 782	9	116 661	9
Physical persons	102 633	14	49 532	25	307 671	25
Transport and distribution	92 442	13	32 353	16	200 960	16
Financial services	23 048	3	99	-	617	-
<b>Total</b>	<b>736 578</b>	<b>100</b>	<b>201 535</b>	<b>100</b>	<b>1 251 835</b>	<b>100</b>

Historical and inflation adjusted 2019 Industry/Sector	Total loans	Non performing loans	Write offs/ (recoveries)	Recoveries	Impairment allowance
	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000
Trade and services	76 341	-	-	-	-
Energy and minerals	42 863	-	-	-	-
Agriculture	251 255	448	-	-	305
Construction and property	-	-	-	-	-
Light and heavy industry	147 996	-	-	-	-
Physical persons	102 633	1 288	(80)	166	1 475
Transport and distribution	92 442	-	-	-	-
Financial services	23 048	-	-	-	-
<b>Gross value at 31 December 2019</b>	<b>736 578</b>	<b>1 736</b>	<b>(80)</b>	<b>166</b>	<b>1 780</b>

#### Collateral held for exposure

An estimate of the fair value of collateral and other security enhancements held against loans and advances to customers are as shown below:

	Inflation adjusted		Historical	
	2019	2018	2019	2018
	ZWL000	ZWL000	ZWL000	ZWL000
Performing loans	203 691	452 245	203 691	72 808
Non-performing loans	4 193	2 485	4 193	400
<b>Total</b>	<b>207 884</b>	<b>454 730</b>	<b>207 884</b>	<b>73 208</b>

32.7 Liquidity risk

Liquidity risk is the risk that the Bank may fail to meet its payment obligations when they fall due and to replace funds when they are withdrawn, the consequences of which may be the failure to meet the obligations to repay deposits and fulfil commitments to lend. Liquidity risk is inherent in all banking operations and can be affected by a range of Bank specific and market wide events. The efficient management of liquidity is essential to the Bank in maintaining confidence in the financial markets and ensuring that the business is sustainable.

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Bank's short, medium and long term funding and liquidity management requirements.

#### Liquidity risk management objectives are;

- Growing and diversifying the funding base to support asset growth and other strategic initiatives, balanced with a strategy to reduce the weighted cost of funds;
- To maintain the market confidence in the Bank;
- Maintaining adequate levels of surplus liquid asset holdings in order to remain within the liquidity risk appetite;
- Set early warning indicators to identify the emergence of increased liquidity risk or vulnerabilities;
- To maintain a contingency funding plan that is comprehensive.

#### Liquidity risk management process

Liquidity risk is managed as;

a) Business as usual referring to the management of cash inflows and outflows of the bank in the ordinary course of business.

b) Stress liquidity risk – refers to management of liquidity risk during times of unexpected outflows. The Bank's Assets and Liabilities Committee ("ALCO") monitors and manages liquidity risk. The Bank's liquidity management process as carried out by the ALCO and Treasury units includes:

- Day to day funding and monitoring of future cash flows to ensure that funding requirements are met;
- Maintaining a high balance of cash or near cash balances that can easily be liquidated as protection against unforeseen funding gaps;
- Monitoring liquidity ratios against internal and regulatory benchmarks;
- Limits are set across the business to control liquidity risk;
- Early warning indicators are set to identify the emergence of increased liquidity risk;
- Sources of liquidity are regularly reviewed by ALCO to maintain a wide diversification of source of funding;
- Managing concentration of deposits.

Liquidity ratios	Inflation adjusted		Historical	
	2019	2018	2019	2018
	ZWL000	ZWL000	ZWL000	ZWL000
Total liquid assets	1 223 573	2 494 888	1 223 573	401 656
Deposits from customers	2 212 843	3 622 900	2 212 843	583 257
Liquidity ratio	55%	69%	55%	69%
Reserve Bank of Zimbabwe minimum	30%	30%	30%	30%

#### Liquidity profiling as at 31 December 2019

The amounts disclosed in the table below are the contractual undiscounted cash flows. The assets which are used to manage liquidity risk, which is mainly cash and bank balances and investment securities are also included on the table based on the contractual maturity profile.

On balance sheet items as at 31 December 2019

Historical and inflation adjusted 2019 Assets held for managing liquidity risk (contractual maturity dates)	Less than 1 month	1 to 3 months	3 to 6 months	6 to 12 months	1 to 5 years	5+ years	Total	Carrying amount
	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000
Cash and bank balances*	1 008 512	10 649	109 665	111	-	-	1 128 936	1 128 936
Investment securities	205 613	-	-	26 187	-	-	231 800	231 800
Loans and receivables from banks	3 263	-	-	-	-	-	3 263	3 263
Loans and advances to customers	28 449	130 955	95 928	323 023	477 236	27 865	1 083 456	711 222
Other assets**	18 025	8 087	13 803	23 765	213 480	-	277 160	278 471
Current income tax asset	5 635	-	-	-	-	-	5 635	5 635
<b>Total assets</b>	<b>1 269 497</b>	<b>149 691</b>	<b>219 396</b>	<b>373 086</b>	<b>690 716</b>	<b>27 865</b>	<b>2 730 250</b>	<b>2 359 328</b>
<b>Liabilities</b>								
Lease liabilities	854	906	1 358	2 717	23 966	7 323	37 125	16 135
Deposits from Banks	39 379	-	-	-	-	-	39 379	39 379
Deposits from customers	1 894 153	27 811	109 665	15 186	-	-	2 046 816	2 046 816
Provisions	-	-	7 102	-	-	-	7 102	7 102
Other liabilities	133 480	-	-	-	-	-	133 480	145 613
Balances due to Group companies	73 967	-	-	-	-	-	73 967	73 967
<b>Total liabilities - (contractual maturity)</b>	<b>2 141 833</b>	<b>28 717</b>	<b>118 125</b>	<b>17 903</b>	<b>23 966</b>	<b>7 323</b>	<b>2 337 869</b>	<b>2 326 217</b>
<b>Liquidity gap</b>	<b>(872 336)</b>	<b>120 974</b>	<b>101 271</b>	<b>355 182</b>	<b>666 751</b>	<b>20 542</b>	<b>392 381</b>	<b>-</b>
<b>Cumulative liquidity gap</b>	<b>(872 336)</b>	<b>(751 362)</b>	<b>(650 091)</b>	<b>(294 909)</b>	<b>371 839</b>	<b>392 381</b>	<b>-</b>	<b>-</b>

\* Includes balances placed as cash security deposits.

\*\* Excludes prepayments and stationery

Contingent liabilities and commitments as at 31 December 2019

Historical and inflation adjusted 2019	Less than 1 month	1 to 3 months	3 to 6 months	6-12 months	1 to 5 years	Total
	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000
<b>Assets</b>						
Guarantees and letters of credit	32 019	181 480	78 557	-	2 296	294 352
Commitment to lend	12 361	38 255	16 994	194 080	-	261 690
<b>Total assets</b>	<b>44 380</b>	<b>219 735</b>	<b>95 551</b>	<b>194 080</b>	<b>2 296</b>	<b>556 042</b>
<b>Liabilities</b>						
Guarantees and letters of credit	32 019	181 480	78 557	-	2 296	294 352
Commitment to lend	261 690	-	-	-	-	261 690
<b>Total liabilities</b>	<b>293 709</b>	<b>181 480</b>	<b>78 557</b>	<b>-</b>	<b>2 296</b>	<b>556 042</b>
<b>Liquidity gap</b>	<b>(249 329)</b>	<b>38 255</b>	<b>16 994</b>	<b>194 080</b>	<b>-</b>	<b>-</b>

The Bank determines ideal weights for maturity time buckets which are used to benchmark the actual maturity profile. Maturity mismatches across the time buckets are managed through the tenor of new advances and the profile of time deposits by ALCO and should the need arise through support from FMBcapital Holdings PLC.

33 Other risks

#### Strategic risk

The roles of the chairman and the managing director are not vested in the same person. The executive team formulates the strategy under the guidance of the Board which approves it. The executive directors bear the responsibility to execute the approved strategy. The Board reviews the performance and suitability of the strategy at least quarterly.

#### Legal and compliance risk

The Risk Management Committee ensures that the management and operations of the Bank's business is done within the governance and regulatory control framework established by FMBcapital Holdings PLC, the Reserve Bank of Zimbabwe and other regulatory bodies. A dedicated legal and compliance unit is in place to monitor legal and compliance requirements and ensure that they are met on a daily basis.

#### Reputation risk

The Bank adheres to very strict reputation standards set for FMBcapital Holdings PLC based on its chosen set of values. The Human Resources Committee of the Board assists the Board in ensuring that staff complies with set policies and practices consistent with the reputation demands of both the Bank and the industry. The compliance unit and human resources function monitor compliance by both management and staff with the Bank's ethical codes and compliance standards in managing conduct risk.

#### Operational risk

This is the risk of losses arising from inadequate or failed internal processes, people and/or systems or from external events. A significant part of the Bank's operations are automated and processed in the core banking system. Key banking operations in corporate and investment banking, retail and business banking and treasury are heavily dependent on the Bank's core banking system. The core banking system also supports key accounting processes for financial assets, financial liabilities and revenue including customer interface on mobile, internet banking and related electronic platforms.

Practices to minimise operational risk are embedded across all transaction cycles. Risk workshops are held for the purpose of identifying major risks in the operating environment and methods of mitigating the risks. The Bank employs the standardised approach to determine capital required to cover operational risk. Each function carries out a risk and control assessment of their processes on a regular basis. The assessment results are reviewed by Operational Risk Management department. Internal Audit audits selected functions at given times.

#### Risks and Ratings

The Central Bank conducts regular examinations of Banks and financial institutions it regulates. The last on-site examination of the Bank was as at 30 June 2016 and it assessed the overall condition of the Bank to be satisfactory. This is a score of "2" on the CAMELS rating scale. The CAMELS rating evaluates banks on capital adequacy, asset quality, management and corporate governance, liquidity and funds management and sensitivity to market risks.

The CAMELS and Risk Assessment System (RAS) ratings are summarised in the following tables;

#### CAMELS ratings

CAMELS component	Latest Rating - June 2016
Capital	1 - Strong
Asset quality	2 - Satisfactory
Management	2 - Satisfactory
Earnings	1 - Strong
Liquidity and funds management	2 - Satisfactory
Sensitivity to market risk	1 - Strong

#### Summary risk matrix - June 2016 on-site supervision

Type of risk	Level of inherent risk	Adequacy of risk management systems	Overall composite risk	Direction of overall composite risk
Credit	Low	Strong	Low	Stable
Liquidity	Moderate	Acceptable	Moderate	Stable
Foreign exchange	Low	Strong	Low	Stable
Interest rate	Low	Strong	Low	Stable
Strategic risk	Moderate	Strong	Moderate	Stable
Operational risk	Moderate	Strong	Moderate	Stable
Legal and compliance	Moderate	Acceptable	Moderate	Stable
Reputation	Moderate	Strong	Moderate	Stable
Overall	Moderate	Strong	Moderate	Stable

**First Capital BANK**

## CROSS BORDER TRANSACTIONS

We believe in hassle free cross-border transactions for your personal or business needs. We have invested in technology platforms and advanced banking products which will enable you to conduct your financial transactions across borders with ease.

In association with **BARCLAYS**

Belief comes first.

www.firstcapitalbank.co.zw

First Capital Bank is a Registered Commercial Bank and a member of the Deposit Protection Scheme. Barclays and the Eagle device are trademarks of Barclays PLC, used under licence. Terms and conditions apply.

# Audited Abridged Financial Results

## For the year ended 31 December 2019

### Notes to the Annual Financial Statements

For the year ended 31 December 2019

#### Interpretation of risk matrix

##### Level of inherent risk

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

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

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

#### Adequacy of risk management systems

**Weak** - risk management systems are inadequate or inappropriate given the size, complexity and risk profile of the banking institution. Institution's risk management systems are lacking in important ways and therefore a cause of more than normal supervisory attention. The internal control systems will be lacking in important aspects, particularly as indicated by continued exceptions or by the failure to adhere to written policies and procedures.

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

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

#### Overall composite risk

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

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

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

#### Direction of overall composite risk

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

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

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

#### External Credit Ratings

Rating agent	Latest credit ratings 2019/20	Previous credit ratings 2018/19
Global Credit Rating Co.	A+(ZW)	AA-

#### 34 Fair value of financial instruments not held at fair value

The disclosed fair value of these financial assets and financial liabilities measured at amortised cost approximate their carrying value because of their short term nature.

	Inflation adjusted				Historical			
	2019 Carrying amount	2018 Fair value	2019 Carrying amount	2018 Fair value	2019 Carrying amount	2018 Fair value	2019 Carrying amount	2018 Fair value
	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000	ZWL000
<b>Financial Assets</b>								
Cash and bank balances	1 128 936	1 128 936	936 114	936 114	1 128 936	1 128 936	150 707	150 707
Loans and receivables from banks	3 263	3 263	25 032	25 032	3 263	3 263	4 030	4 030
Loans and advances to customers	711 222	711 222	1 209 226	1 209 226	711 222	711 222	194 675	194 675
Other assets	255 357	255 357	20 726	20 726	255 357	255 357	3 337	3 337
<b>Total assets</b>	<b>2 098 778</b>	<b>2 098 778</b>	<b>2 191 097</b>	<b>2 191 097</b>	<b>2 098 778</b>	<b>2 098 778</b>	<b>352 749</b>	<b>352 749</b>
Deposits from banks	39 379	39 379	18 045	18 045	39 379	39 379	2 905	2 905
Deposits from customers	2 046 816	2 046 816	3 438 463	3 438 463	2 046 816	2 046 816	553 564	553 564
Other liabilities	145 613	145 613	112 134	112 134	142 817	142 817	18 054	18 054
Balances due to group companies	73 967	73 967	11 216	11 216	73 967	73 967	1 806	1 806
<b>Total</b>	<b>2 305 775</b>	<b>2 305 775</b>	<b>3 579 869</b>	<b>3 579 869</b>	<b>2 302 979</b>	<b>2 302 979</b>	<b>574 529</b>	<b>574 529</b>

#### 35 Fair value hierarchy of assets and liabilities held at fair value

##### 35.1 Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

**Level 1** fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2** fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3** fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Level 1	Level 2	Level 3	Total
	ZWL000	ZWL000	ZWL000	ZWL000
<b>Historical and inflation adjusted 2019</b>				
Recurring fair value measurements				
Financial assets				
Treasury bills	-	-	205 613	205 613
Unquoted equity instruments	-	-	26 187	26 187
<b>Balance at 31 December 2018</b>	<b>-</b>	<b>-</b>	<b>231 800</b>	<b>231 800</b>

#### Reconciliation of recurring level 3 fair value measurements

	Investment securities	Investment properties	RBZ net open position Receivable	Total
	ZWL000	ZWL000	ZWL000	ZWL000
<b>Inflation adjusted 2019</b>				
Balance at 1 January 2019	1 795 132	31 958	-	1 827 090
Additions	384 724	-	207 819	592 543
Transfer from property	-	7 089	-	7 089
Accrued interest	4 674	-	-	4 674
Maturities	(1 939 225)	-	-	(1 939 225)
Total gains and losses recognised in profit or loss	-	32 260	-	32 260
Total gains and losses recognised in other comprehensive income	(13 505)	-	-	(13 505)
<b>Balance at 31 December 2018</b>	<b>231 800</b>	<b>71 307</b>	<b>207 819</b>	<b>510 926</b>

#### 36 Related parties

The Bank is controlled by Afcarme Zimbabwe Holdings (Private) Limited incorporated and domiciled in Zimbabwe which owns 53% (2018: 53%) of the ordinary shares. 15% is held by an Employee Share Ownership Trust (ESOT) and the remaining 32% of the shares are widely held. The ultimate parent of the Bank is FMCcapital Holdings PLC incorporated in Mauritius. There are other companies which are related to First Capital Bank through common shareholdings or common directorship.

	Inflation adjusted		Historical	
	2019	2018	2019	2018
	ZWL000	ZWL000	ZWL000	ZWL000
<b>36.1 Directors and key management compensation</b>				
Salaries and other short term benefits	4 567	14 718	1 392	2 075
Post-employment benefits	227	1 352	69	191
Share based payments	8	353	2	50
<b>Total</b>	<b>4 802</b>	<b>16 423</b>	<b>1 463</b>	<b>2 316</b>

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Bank directly or indirectly. These include the Managing Director, Chief Finance Officer, Chief Risk Officer, Commercial Divisional Director, Head of Operations, Chief Technology Officer, Head of Retail Banking, Chief Internal Auditor, Head of Compliance, Company Secretary and Head of Human Resources.

	Inflation adjusted		Historical	
	2019	2018	2019	2018
	ZWL000	ZWL000	ZWL000	ZWL000
<b>36.2 Loans to directors and key management</b>				
Loans outstanding at 1 January	7 385	10 527	1 189	1 695
Loans issued during the year	1 453	949	1 453	153
Loans repayments during the year	(6 519)	(4 091)	(323)	(659)
<b>Loans outstanding at 31 December</b>	<b>2 319</b>	<b>7 385</b>	<b>2 319</b>	<b>1 189</b>

Of the loans advanced to directors and other key management personnel \$817 401 is secured and repayable over 7-18 years. The balance of \$ 371 507 is unsecured and repayable monthly over 4 years at average interest rates of 6.3% (2018:6.3%). Loans and advances to non-executive directors during the year ended 31 December 2018 were nil (2018: \$9 454). The average interest rate on loans to non-executive directors was 13%.

No impairment losses have been recognised in respect of loans advanced to related parties (2018: nil)

	Inflation adjusted		Historical	
	2019	2018	2019	2018
	ZWL000	ZWL000	ZWL000	ZWL000
<b>36.3 Deposits from directors and key management</b>				
Deposits at 1 January	128	596	128	96
Deposits received during the year	31 214	21 357	31 214	3 438
Deposits repaid during the year	(31 010)	(21 156)	(31 010)	(3 406)
<b>Deposits at 31 December</b>	<b>322</b>	<b>797</b>	<b>332</b>	<b>128</b>

#### 36.4 Balances with group companies

Bank balances due from group companies	(934)	(11)	(934)	(2)
Bank balances due to group companies	150	-	150	-
<b>Total</b>	<b>(784)</b>	<b>(11)</b>	<b>(784)</b>	<b>(2)</b>

Other balances due from group companies	(3 666)	-	(3 666)	-
Other balances due to group companies	77 633	11 216	77 633	1 806
<b>Total</b>	<b>73 967</b>	<b>11 205</b>	<b>73 967</b>	<b>1 808</b>

#### 36.5 Related Parties - related through common shareholding

Balance due to Barclays Bank PLC	24 895	-	24 895	-
<b>Total</b>	<b>24 895</b>	<b>-</b>	<b>24 895</b>	<b>-</b>

#### 37 Going concern

The directors have assessed the ability of the Bank to continue as a going concern and believe that the preparation of these financial results on a going concern basis is still appropriate. Going concern assessment was performed taking into account the forecasts, current economic conditions and resources that are available for the Bank to manage the financial and operational risks and adapting its strategy to economic changes.

#### 38 Events after the reporting date

There were no events noted after reporting date that required to be adjusted for in the financial results of First Capital Bank Limited. The effects of COVID-19 pandemic both direct and indirect will impact the 2020 financial year. The Bank is however unable to quantify the impact of the measures that it will put in place to respond to the COVID-19 pandemic. However, the outbreak is likely to cause a decline in the country's GDP as companies shut down. Consequently the Bank's income may decline due to lower customer activity and own scale down initiatives to manage the impact to staff.

The Bank's customers are concentrated in various industry sectors which have been disclosed in note 32.6 One of the significant impact of the COVID-19 pandemic on the Zimbabwe economy has been on the tourism sector due to the travel restrictions in various countries. Loans to clients within this sector constitute 4% of the Bank's loan book. The Bank has performed stress tests on the impact that the pandemic may have on the performance of this section of its loan book. These tests indicate that the Bank will be able to continue as a going concern.

The Bank is encouraging its customers through various communication channels to transact using electronic channels and cards, this will minimise the decline in transactions volumes. The Bank has also put in some measures to manage credit risk at sector and customer level to minimise the credit risk impact.

The Bank is conducting periodic stress tests on its loan assets to assess requisite levels of preparedness, magnitude and potential negative impact. As the pandemic evolves, there is an expectation of repayment delays and/or requests to extend loan repayments due to adverse impacts on borrower cash-flows.