

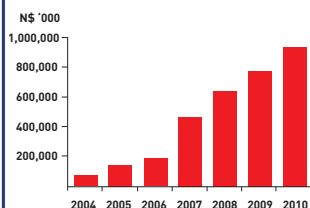
TRUSTCO GROUP HOLDINGS LIMITED

Reviewed Consolidated Condensed Financial Results for the 12 months ended 31 March 2010.

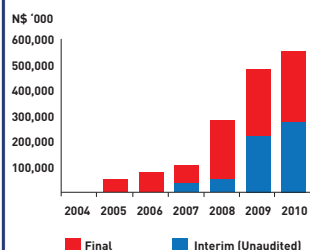
Registration No. 2003/058

■ Impossible (done)
■ Miracles (tomorrow)

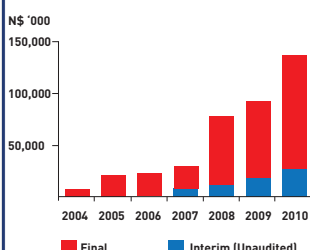
Total Assets



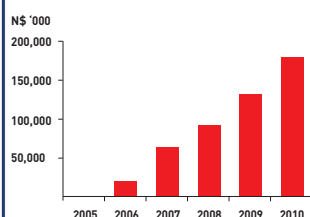
Group Revenue



Earnings



Student Loan Book



NATURE OF BUSINESS

Trustco Group Holdings Ltd ("Trustco") is a Namibian incorporated company with its core focus on delivering financial services with a strong social justice undertone. Trustco currently operates mainly from Namibia and South Africa with expansion plans underway in other African countries.

FINANCIAL OVERVIEW

2010 marked another impressive year for the Trustco Group, considering the current economic climate. Group revenue increased by 14% and Group earnings increased by 47% compared to the 2009 financial year. Headline earnings also increased by 20% to NAD 85.3 million (2009: NAD 71.3 million). This was mainly achieved through financial services, which showed exceptional organic growth, and the property (private equity) segment. The Group's main focus for the financial year under review was on cost savings and efficiency. Cash flow from operations saw a decrease which is mainly attributable to a reduction in cash inflow through the disposal of all printing and restaurant activities.

In view of the fact that Trustco is a Namibian incorporated company, these results set out hereunder are reflected in Namibian Dollar ("NAD"). The NAD trades at an exchange rate of NAD 1 (one) for 1 (one) South African Rand.

REVIEW OF OPERATIONS

Core Operations

Financial Services in Namibia

This segment consists of micro insurance and micro finance and showed solid organic growth for 2010, detailed as follows:

Micro Insurance

Micro Insurance consists of micro short term and micro life insurance. Earnings increased by 24% compared to the 2009 financial year which is a result of revenue increasing by 15% through the launch of new products and the claims to revenue ratio decreasing by 33%.

Trustco Mobile is another unique micro insurance offering that provides free life cover for mobile subscribers upon the purchase of airtime from mobile operator partners. Management expects this product to gain traction in 2011. Expansion in 2010 was rather muted given the focus of management on cost savings and improved efficiencies. This product is aimed at the masses of non insured individuals in emerging markets.

Micro Finance

This segment delivered outstanding results with the micro loan book growing by 34% to NAD 178.3 million at 31 March 2010. The loan book managed to achieve this growth as a result of the impressive revenue growth in the Education segment (refer to the Education segment for more information). Interest received on loans increased by 14% compared to 2009 whilst the average interest rate charged on the loan book decreased from 2009 as a result of a reduced prime rate. The provision for bad debts increased by N\$ 9.6 million to N\$ 14.3 million which represents 8% of the loan book as at 31 March 2010. Trustco is currently in the process of obtaining external funding from several development agencies and announcements in this regard will be conveyed to shareholders in due course. The funds will be utilized to support future growth of the student loan book.

Financial Services outside Namibia (South Africa)

Trustco Financial Services (Pty) Ltd continued to deliver solid results by contributing NAD 291.7 million to Group revenue (9% increase from 2009) whilst earnings remained relatively constant on NAD 19.9 million. This unit operates in the medium to higher LSM levels and was affected by the current market conditions.

Strategic Segments

Properties (Private Equity)

The Lafrenz property was re-classified from "inventory" to "investment properties". As the market permits, only municipal bulk services will be installed and no construction of houses will be undertaken. Revaluations increased by NAD 58.9 million. The future outlook for this segment remains optimistic as the demand for serviced plots in Windhoek remains high.

Education

Education represents the Namibian incorporated company Institute for Open Learning ("IOL"). IOL saw an increase in revenue of 71% compared to 2009 to NAD 70.1 million. This was achieved through organic growth. The demand for quality education courses coupled with a financing option remains high.

BASIS OF PREPARATION AND PRESENTATION OF INTERIM FINANCIAL STATEMENTS

The reviewed consolidated condensed financial results of the Group for the 12 months ended 31 March 2010 are provisional as defined in paragraph 3.16 of the JSE Limited ("JSE") Listing Requirements and the Namibian Stock Exchange ("NSX") Listing Requirements and have been prepared in accordance with paragraphs 8.57 to 8.61 of the JSE and NSX Listing Requirements. The provisional results have been prepared in accordance with the framework concepts and the measurement and recognition requirements of International Reporting Standards ("IFRS") and the AC 500 standards as issued by the Accounting Practices Board and the information required by IAS34: Interim Financial Reporting.

The provisional results have been prepared in accordance with accounting policies of the Group that comply with IFRS and the Listing Requirements of the JSE and the NSX and have been consistently applied throughout the Group, to all periods presented. BDO Namibia and BDO South Africa Incorporated are in the process of finalizing the audit of the 2010 financial statements. Trustco shareholders will be advised on the outcome of the audit as required in terms of the JSE and NSX Listings Requirements in due course. The 2010 Annual Report is expected to be released during the last week of July 2010.

DIVIDENDS PAID

The policy of the Group is to declare dividends of between four and five times cover. In view of the financial results and growth prospects, the board will consider during June 2010 what dividend, if any, should be recommended to the AGM.

SUBSEQUENT EVENTS

SABC Legal Action

Trustco is still involved in the arbitration proceedings against the SABC. The arbitrator already found that the SABC are liable in damages to Trustco. The hearing proceeded with regards to the amount of damages to be awarded (Trustco contends that its damages amount to NAD 64 million excluding interest). The evidence was concluded during January 2010 and the parties will make their final submissions on 5 June 2010. The arbitrator is expected to make his award within 60 days thereafter.

Micro Finance Government Deduction Code

The deduction code is renewable from time to time. The current code is valid until September 2010. The Ministry of Finance undertook in writing on 15 April 2009 that should the deduction code expire, Trustco will be allowed to utilize the code until the then current outstanding loans are repaid without the loading of new students on the system. Two new deduction codes with a tenure of two years were recently awarded to two financial institutions by the Government of Namibia. As a result thereof the directors are confident that the deduction code will be extended.

FUTURE OUTLOOK

The current organic growth is expected to continue especially in the core segments in Namibia. Expansion by means of acquisitions will only commence if the market conditions permit.

AUDITORS REVIEW OPINION

The provisional condensed financial results of the Group for the period 31 March 2010 have been reviewed by BDO Namibia and BDO South Africa Incorporated, who have expressed unmodified review conclusion on the results. A copy of these reports are available for inspection at the Company's registered office.

APPRECIATION

The Board and management wish to thank our customers, service providers and especially the Trustco staff for contributing to yet another exceptional year.

BOARD MEMBERS

Consequent upon the resignation of the Chairman (SENS dated 24 March 2010). The process of obtaining candidates suitable for nomination as new board members is currently underway and includes public participation. The process will be completed at the Annual General Meeting. Names of candidates can be submitted to the Company Secretary.

By order of the Board

M Nashandi
Acting Chairperson

Q van Rooyen
Managing Director

Windhoek, 2 June 2010
Directorate and Administration

Directors:
Mrs. M Nashandi (Acting Chairperson, Non-Executive),
Mr. A Toivo Ya Toivo (Non-Executive),
Mrs. V de Klerk (Non-Executive),
Mr. FJ Abrahams (Financial Director)*,
Mr. G Walters (Director: New Business)*,
Mr. Q van Rooyen (Managing Director)*
* Executive Directors

Registered office:
Namibia
2 Keller Street, PO Box 11363, Windhoek
Website: <http://www.tgi.na>
Registration No. 2003/058

Transfer Agents (Namibia):
Transfer Secretaries (Pty) Ltd
Kaiserkrone Centre, Post Street Mall
P O Box 2401, Windhoek, Namibia
Registration No. 93/713
Telephone: +264 61 22 76 47
Facsimile: +264 61 24 85 31

Transfer Agents (South Africa):
Computershare Investor Services (Pty) Ltd
Registration number 2004/003647/07

Ground Floor,
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(PO Box 61051, Marshalltown, 2107)
Telephone: +27 11 370 7700
Facsimile: +27 11 688 7716

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Registered Accountants and Auditors
Chartered Accountants (Namibia)
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Windhoek, Namibia

South Africa - BDO
Registered Auditors
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Ashley Gardens, Pretoria,
South Africa

Sponsors:
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Member of the NSX
100 Robert Mugabe
Avenue
P O Box 186, Windhoek,
Namibia
Registration No. 95/505

South Africa
Questco
Member of the JSE
The Campus,
57 Sloane Street
1st Floor,
Wrigley Field, Bryanston
20121

FINANCIAL RESULTS

TRUSTCO GROUP HOLDINGS LIMITED

Reviewed Consolidated Condensed Financial Results for the 12 months ended 31 March.

Registration No. 2003/058

2010

Consolidated Statement of Financial Position

as at 31 March 2010

	% change	12 Months 31 Mar 2010 Reviewed N\$'000	12 Months 31 Mar 2009 Audited N\$'000
ASSETS			
Non-current assets			
Property, plant and equipment	(10%)	139 366	154 210
Investment properties	>100%	143 233	33 753
Intangible assets	4%	194 718	186 942
Deferred income tax assets	13%	50 855	45 147
Educational loans advanced	35%	106 840	79 003
Other loans advanced	54%	37 163	24 188
Finance lease receivables	(32%)	872	1 276
Total non-current assets	28%	673 047	524 519
Current assets			
Available-for-sale financial assets	82%	19 274	10 035
Short-term portion of educational loans advanced	32%	71 463	54 024
Short-term portion of other loans advanced	>100%	908	386
Short-term portion of finance lease receivables	15%	387	337
Amounts due by related parties	(100%)	-	3 002
Inventories	(38%)	18 677	30 244
Trade and other receivables	50%	46 549	31 018
Current income tax assets	>100%	752	263
Cash and cash equivalents	(16%)	91 047	108 496
Total current assets	4%	248 057	237 805
Total assets	21%	921 104	762 324
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital	-	162 645	162 645
Deemed treasury shares	(2%)	(18 731)	(19 137)
Vendor shares	(100%)	-	14 976
Contingency reserve	>100%	1 902	726
Revaluation reserves	(4%)	16 097	16 851
Retained earnings	63%	316 732	194 416
Attributable to equity holders of the parent	29%	478 645	370 477
Total capital and reserves	29%	478 645	370 477
Non-current liabilities			
Long term liabilities	(5%)	111 090	117 832
Other liabilities	98%	2 150	1 590
Deferred income tax liabilities	>100%	57 082	27 062
Policyholders' liability under insurance contracts	98%	4 898	2 472
Amounts due to related parties	32%	20 834	15 786
Total non-current liabilities	20%	197 054	164 742
Current liabilities			
Current portion of long-term liabilities	(2%)	15 367	15 700
Current portion of other liabilities	46%	1 645	1 128
Trade and other payables	5%	187 573	179 368
Technical provisions	9%	17 189	15 834
Current income tax liabilities	>100%	2 005	128
Bank overdraft	45%	21 626	14 947
Total current liabilities	8%	245 405	227 105
Total equity and liabilities	21%	921 104	762 324

Consolidated Statement of Comprehensive Income

for the twelve months ended 31 March 2010

	% change	12 Months 31 Mar 2010 Reviewed N\$'000	12 Months 31 Mar 2009 Audited N\$'000
Total revenue	14%	550 440	484 514
Cost of sales	9%	(279 087)	(257 172)
Gross profit	19%	271 351	227 342
Investment income	75%	7 883	4 500
Fair value gains and losses	>100%	88 261	2 730
Other income	(29%)	23 754	33 521
Insurance benefits and claims	(22%)	(16 922)	(21 760)
Transfer to policyholder liabilities	>100%	(2 427)	(1 471)
Change in unearned premium provision	>100%	(3 367)	(1 165)
Administrative expenses	23%	(189 556)	(153 796)
Finance costs	(19%)	(20 489)	(25 375)
Profit before taxation	>100%	161 498	66 526
Taxation	<(100%)	(23 854)	28 862
Profit for the period	47%	137 544	93 378
Attributable to:			
Equity holders of the parent	49%	137 544	92 423
Non-controlling interest	(100%)	-	955
Profit for the period	47%	137 544	93 378
Other comprehensive income, net of tax	<(100%)	(753)	4 234
Revaluation of property, plant and equipment, net of deferred tax and release of depreciation	<(100%)	(753)	4 050
Share of other comprehensive income of non-controlling interest	(100%)	-	184
Total comprehensive income for the period	40%	136 791	97 612
Attributable to:			
Equity holders of the parent	42%	136 791	96 473
Non-controlling interest	(100%)	-	1 139
Earnings per share:			
Basic earnings per share (cents)	45%	20.31	14.00
Diluted earnings per share (cents)	51%	20.31	13.49
Headline earnings per share (cents)	17%	12.60	10.81
Diluted headline earnings per share (cents)	21%	12.60	10.42
Dividend per share (cents)	100%	2.00	1.00
Weighted number of ordinary shares in issue ('000)	3%	677 240	660 197
Other selected ratio's:			
PE Ratio	(54%)	3.17	6.94
ROE	15%	29%	25%
Interest Cover	>100%	8.50	3.44
EBITDA (N\$'000)	83%	188 418	102 689
EBITDA as % of Revenue	62%	34.23%	21.19%

Consolidated Segment Results

for the twelve months ended 31 March 2010

	% change	12 Months 31 Mar 2010 Reviewed N\$'000	12 Months 31 Mar 2009 Audited N\$'000
Total revenue			
Micro Insurance	15%	108 365	93 847
Micro Finance and Education	47%	104 542	71 197
Financial services outside Namibia	9%	291 699	267 843
Private equity	(11%)	45 842	51 627
	14%	550 448	484 514
Net profit after tax			
Micro Insurance	24%	44 985	36 227
Micro Finance and Education	31%	39 342	30 015
Financial services outside Namibia	2%	19 937	19 561
Private equity	>100%	33 280	6 620
	49%	137 544	92 423
Total assets			
Micro Insurance	29%	38 222	29 688
Micro Finance and Education	28%	193 547	150 795
Financial services outside Namibia	2%	199 107	196 822
Private equity	27%	490 228	386 019
	21%	921 104	762 324
Total liabilities			
Micro Insurance	33%	28 219	21 174
Micro Finance and Education	(12%)	28 152	31 977
Financial services outside Namibia	(1%)	129 116	130 209
Private equity	23%	285 972	238 482
	13%	442 459	391 847

Consolidated Cash Flow Statement

as at 31 March 2010

	% change	12 Months 31 Mar 2010 Reviewed N\$'000	12 Months 31 Mar 2009 Audited N\$'000
Cash flow from operating activities			
Cash generated from operations	(23%)	73 620	95 744
Interest received	75%	7 883	4 500
Finance costs	(19%)	(20 489)	(25 375)
Net educational loans advanced	10%	45 276	(40 979)
Dividends paid	>100%	(14 143)	(6 698)
Taxation paid	>100%	(397)	(137)
Net cash flow from operating activities	(96%)	1 198	27 055
Cash flow from investing activities			
Additions to property, plant and equipment	47%	(20 180)	(13 694)
Additions to investment properties	>100%	(184)	(72)
Additions to intangible assets	(13%)	(11 739)	(13 434)
Additions to available-for-sale financial assets	>100%	(8 239)	(3 744)
Acquisition of non-controlling interest in entity under Proceeds on sale of property, plant and equipment	(100%)	(1 000)	(1 000)
Net cash flow from investing activities	2%	(31 301)	(30 620)
Cash flow from financing activities			
Costs of share issue	(100%)	-	(49)
Redemption of vendor shares in cash	(100%)	-	(1 157)
Sale of deemed treasury shares	(97%)	497	19 264
(Repayment of) / proceeds from long term liabilities	<(100%)	(7 075)	9 175
Proceeds from / (repayment of) other liabilities	<(100%)	2 077	(1 301)
Proceeds from / (repayment of) related party loans	<(100%)	8 050	(13 705)
Decrease in policy holder under insurance contracts	>100%	2 426	471
Net cash flow from financing activities	(56%)	5 975	13 698
Net change in cash and cash equivalents	<(100%)	(24 128)	10 133
Cash and cash equivalents at beginning of period	12%	93 548	83 416
Cash and cash equivalents at end of period	(26%)	69 421	93 549

Statement of Changes in Equity

for the twelve months ended 31 March 2010

	Stated capital N\$'000	Share capital N\$'000	Share premium N\$'000	Deemed treasury shares N\$'000	Vendor shares N\$'000	Contingency reserve N\$'000	Revaluation reserve N\$'000	Retained earnings N\$'000	Non- controlling interest N\$'000	Total N\$'000
Balance at 1 April 2008	141 448	-	-	(35 359)	35 526	(303)	12 801	107 862	(1 139)	260 836
Transfer to contingency reserve	-	-	-	-	-	1 029	-	(1 029)	-	-
Vendor shares issued as result of business combination	19 636	-	-	-	(19 636)	-	-	-	-	-
Vendor shares repaid in cash	-	-	-	-	(914)	-	-	-	-	(914)
Costs of share issue	(49)	-	-	-	-	-	-	-	-	(49)
Sale of deemed treasury shares by Trustco Staff	-	-	-	16 222	-	-	-	-	-	16 222
Share Incentive Scheme Trust	-	-	-	-	-	-	-	3 042	-	3 042
Conversion of no-par value shares to par value shares	(161 035)	161 035	-	-	-	-	-	-	-	-
Share issue	-	1 610	3 361	-	-	-	-	-	-	4 971
Listing costs	-	-	(3 361)	-	-	-	-	-	-	(3 361)
Acquisition of non-controlling interest in entity under common control	-	-	-	-	-	-	-	(1 184)	-	(1 184)
Dividends for the period	-	-	-	-	-	-	-	(6 698)	-	(6 698)
Total comprehensive income for the period	-	-	-	-	-	-	4 050	82 423	1 139	97 612
Balance at 31 March 2009	-	162 645	-	(19 137)	14 976	726	16 851	194 416	-	370 477
Balance at 1 April 2009	-	162 645	-	(19 137)	14 976	726	16 851	194 416	-	370 477
Transfer to contingency reserve	-	-	-	-	-	1 176	-	(1 176)	-	-
Vendor shares settled	-	-	-	-	(14 976)	-	-	-	-	(14 976)
Sale of deemed treasury shares by Trustco Staff	-	-	-	406	-	-	-	-	-	406
Share Incentive Scheme Trust	-	-	-	-	-	-	-	91	-	91
Gain on sale of deemed treasury shares	-	-	-	-	-	-	-	(14 143)	-	(14 143)
Dividends for the period	-	-	-	-	-	-	-	(754)	-	(754)
Total comprehensive income for the period	-	-	-	-	-	-	-	137 544	-	137 544
Balance at 31 March 2010	-	162 645	-	(18 731)	-	1 902	16 097	316 732	-	478 645

Earnings & Headline Earnings per Share

for the twelve months ended 31 March 2010

	% change	12 Months 31 Mar 2010 Reviewed N\$'000	12 Months 31 Mar 2009 Audited N\$'000
Profit attributable to ordinary shareholders	49%	137 544	92 423
Adjustments net of taxation:			
Loss on disposal of property, plant and equipment	>100%	(52 212)	(21 059)
Fair value adjustments on investment properties	>100%	3 657	131
Gain on loan written off	>100%	(58 159)	(1 682)
Impairment of intangible assets	100%	2 290	(7 216)
Profit on disposal of non-core divisions	(100%)	-	(12 292)
Headline earnings	20%	85 332	71 384

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