

TRUSTCO GROUP HOLDINGS LIMITED
 Incorporated in the Republic of Namibia
 (Registration number 2003/058)
 NSX share code: TUC
 JSE share code: TTO
 ISIN Number: NA000AORF067
 ("the Group")

ABRIDGED AUDITED GROUP RESULTS FOR THE YEAR ENDED 31 MARCH 2014, NOTICE OF AGM AND FINAL DIVIDEND DECLARATION

Condensed consolidated statement of financial position – as at 31 March 2014
 The abridged consolidated financial information was compiled under the supervision of the Group
 Financial Director, Ryan McDougall, CA(SA) CA (Namibia).

	Notes	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
ASSETS				
Non-current assets				
Property, plant and equipment	4	203 111	179 266	13.30
Investment property	5	537 330	344 247	56.09
Intangible assets	6	212 391	232 650	(8.71)
Deferred tax assets		110 774	78 183	41.69
Advances	7	517 433	230 188	124.79
Total non-current assets		1 581 039	1 064 534	48.52
Current assets				
Short-term portion of advances	7	182 499	130 525	39.82
Amounts due by related parties	15	-	8 482	(100.00)
Inventories	8	343 850	10 420	3199.90
Trade and other receivables	9	293 626	271 182	8.28
Current tax assets		4 716	860	448.37
Cash and cash equivalents		131 606	46 924	180.47
Total current assets		956 297	468 393	104.17
Total assets	2	537 336	1 532 927	65.52
EQUITY AND LIABILITIES				
Capital and reserves				
Share capital	10	177 595	169 545	4.75
Share premium	10	46 300	24 600	88.21
Deemed treasury shares	11	(69 026)	-	(100.00)
Vendor shares	12	14 976	14 976	-
Contingency reserves		2 983	4 610	(35.29)
Put options		-	(52 832)	100.00
Revaluation reserves		30 641	21 797	40.57
Foreign currency translation reserve		(2 075)	1 869	(211.02)
Distributable reserves		1 022 961	783 565	30.55
Total capital and reserves		1 224 355	968 130	26.47
LIABILITIES				
Non-current liabilities				
Deferred tax liabilities		210 721	33 231	534.11
Borrowings	13	596 670	288 717	106.66
Other liabilities		7	1 590	(99.56)
Vendors for acquisitions		65 800	-	100.00
Policyholders' liability under insurance contracts		38 520	16 587	132.23
Total non-current liabilities		911 718	340 125	168.05
Current liabilities				
Current portion of borrowings	13	133 699	40 764	227.98
Current portion of other liabilities		2 838	4 516	(37.16)
Current portion of vendors for acquisitions		143 804	-	100.00
Amounts due to related parties	15	265	-	100.00
Trade and other payables	14	94 983	129 154	(26.46)
Technical provisions		20 113	20 558	(2.16)
Current tax liabilities		5 561	29 116	(80.90)
Bank overdraft		-	564	(100.00)
Total current liabilities		401 263	224 672	78.60
Total equity and liabilities	2	537 336	1 532 927	65.52

Condensed consolidated statement of comprehensive income – for the year ended
 31 March 2014

	Notes	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
Insurance premium revenue				
Revenue		225 086	150 710	49.35
		618 468	444 529	39.13
Total revenue		843 554	595 239	41.72
Cost of sales		(171 976)	(240 194)	(28.40)
Gross profit		671 578	355 045	89.15
Investment income				
Fair value gains and losses on investment properties	5	3 095	3 849	(19.59)
Gain on bargain purchase		120 423	26 304	357.81
Other income		3 000	-	100.00
Insurance benefits and claims		15 585	14 080	10.69
Transfer to policyholders' liabilities		(33 014)	(26 717)	23.57
Change in unearned premium provision		(21 933)	(5 903)	271.56
Administration expenses		(49)	(981)	(95.01)
Finance costs		(401 352)	(294 167)	36.44
		(57 095)	(27 814)	105.27

Profit before taxation	17	300 238	43 696	587.11
Taxation		(47 566)	(4 312)	1 003.11
Profit for the year		252 672	39 384	541.56
Other comprehensive income, net of tax		5 409	8 138	(33.53)
Items that will not be subsequently reclassified to profit or loss				
Revaluation of property, plant and equipment		9 353	6 269	49.19
Items that may be subsequently reclassified to profit or loss				
Foreign currency translation adjustment		(3 944)	1 869	(311.02)
Total comprehensive income for the period		258 081	47 522	443.08
Earnings per share:				
Basic earnings per share (cents)	3	33.57	5.41	520.52
Diluted earnings per share (cents)	3	33.35	5.38	519.89

Condensed consolidated statement of movement in equity for the year ended 31 March 2014

	Share capital NAD'000	Share premium NAD'000	Foreign currency translation reserves NAD'000	Deemed treasury shares NAD'000	Vendor shares NAD'000	Contingency reserves NAD'000	Put options NAD'000	Revaluation reserves NAD'000	Distributable reserves NAD'000	Total NAD'000
Balance at 1 April 2012	162 645	-	-	(3 840)	14 976	2 970	(52 832)	16 806	772 580	913 305
Transfer to contingency reserve	-	-	-	-	-	1 640	-	-	(1 640)	-
Shares issued	6 900	24 600	-	-	-	-	-	-	-	31 500
Sale of deemed treasury shares	-	-	-	3 840	-	-	-	-	1 879	5 719
Transfer between reserves	-	-	-	-	-	-	-	(1 278)	1 278	-
Total comprehensive income for the period	-	-	1 869	-	-	-	-	6 269	39 384	47 522
Dividends for the period	-	-	-	-	-	-	-	-	(29 916)	(29 916)
Balance at 31 March 2013	169 545	24 600	1 869	-	14 976	4 610	(52 832)	21 797	783 565	968 130
Balance at 1 April 2013	169 545	24 600	1 869	-	14 976	4 610	(52 832)	21 797	783 565	968 130
Transfer from contingency reserve	-	-	-	-	-	(1 627)	-	-	1 627	-
Shares issued	8 050	21 700	-	-	-	-	-	-	-	29 750
Deemed treasury shares purchased	-	-	-	(69 026)	-	-	-	-	-	(69 026)
Put option exercised by Group	-	-	-	-	-	-	52 832	-	-	52 832
Transfer between reserves	-	-	-	-	-	-	-	(509)	509	-
Total comprehensive income for the period	-	-	(3 944)	-	-	-	-	9 353	252 672	258 081
Dividends for the period	-	-	-	-	-	-	-	-	(15 412)	(15 412)
Balance at 31 March 2014	177 595	46 300	(2 075)	(69 026)	14 976	2 983	-	30 641	1 022 961	1 224 355

Condensed consolidated statement of cash flow - total comprehensive income for the period

	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
Cash flow from operating activities			
Cash generated by operations before working capital changes	321 155	96 917	231.37
Changes in working capital	(156 485)	(72 026)	117.26
Finance costs	(57 095)	(27 814)	105.27
Advances to customers	(484 400)	(219 215)	120.97
Repayment of advances	205 946	131 319	56.83
Proceeds from funding liabilities for student advances	240 000	-	100.00
Taxation paid	(16 146)	(13 600)	18.72
Net cash flow from operating activities	52 975	(104 419)	150.73
Cash flow from investing activities			
Additions to fixed assets and intangibles	(18 528)	(36 940)	(49.84)
Acquisition of business, net of cash acquired	(10 044)	-	(100.00)
Purchase of deemed treasury shares	(69 026)	-	(100.00)

Proceeds on sale of fixed assets and intangibles	7 224	8 517	(15.18)
Net cash flow from investing activities	(90 374)	(28 423)	217.96
Cash flow from financing activities			
Public issue of ordinary shares	29 750	31 500	(5.56)
Sale of deemed treasury shares	-	5 719	(100.00)
Proceeds from borrowings	80 888	83 433	(3.05)
Decrease/(increase) in related party balances	8 747	(9 895)	188.40
Decrease in policyholders' under insurance contracts	21 933	5 903	271.56
Dividends paid	(15 412)	(29 916)	(48.48)
(Repayment)/proceeds of other liabilities	(3 261)	3 227	(201.05)
Net cash flow from financing activities	122 645	89 971	36.32
Net change in cash and cash equivalents	85 246	(42 871)	298.84
Cash and cash equivalents at beginning of year	46 360	89 231	(48.04)
Cash and cash equivalents at the end of the year	131 606	46 360	183.88

CONDENSED SEGMENTAL ANALYSIS
for the year ended 31 March 2014

	Insurance (Namibia) NAD'000	Education NAD'000	Finance NAD'000	Property NAD'000	Insurance (Emerging markets) NAD'000	Insurance (South Africa) NAD'000	Group NAD'000
2014							
Revenue							
Segment revenue	31 318	162 259	118 899	361 263	515	52 866	727 120
Inter-segment revenue	(22 096)	(14 994)	(10 259)	(41 060)	(515)	(19 728)	(108 652)
	9 222	147 265	108 640	320 203	-	33 138	618 468
Insurance income							
Segment revenue	215 022	-	-	-	-	10 649	225 671
Inter-segment revenue	(585)	-	-	-	-	-	(585)
	214 437	-	-	-	-	10 649	225 086
External revenue	223 659	147 265	108 640	320 203	-	43 787	843 554
Segment result	153 910	56 418	70 590	288 058	(46 716)	(40 847)	479 413
Inter-segment	(50 790)	(34 465)	(23 581)	(72 557)	-	(45 348)	(226 741)
Profit for the year	103 120	21 953	47 009	215 501	(46 716)	(86 195)	252 672
Segment assets	122 523	70 342	740 289	1 358 491	12 435	233 256	2 537 336
Segment liabilities	59 787	13 164	282 912	861 029	-	96 089	1 312 981
Capital expenditure	200	-	-	37 121	-	4 683	42 004
Depreciation	2 308	1 566	1 071	3 297	-	5 391	13 633
Impairment losses	-	-	-	-	-	15 241	15 241
Amortisation of intangible assets	1 152	441	781	1 645	2 498	3 638	10 155
2013							
Revenue							
Segment revenue	-	52 087	89 555	236 010	499	175 717	553 868
Inter-segment revenue	-	-	-	(109 339)	-	-	(109 339)
	-	52 087	89 555	126 671	499	175 717	444 529
Insurance income	150 013	-	-	-	-	697	150 710
External revenue	150 013	52 087	89 555	126 671	499	176 414	595 239
Segment result	49 374	675	17 726	62 008	(1 169)	(55 614)	73 000
Inter-segment	17 624	3 321	6 056	(43 317)	-	(17 300)	(33 616)
Profit for the year	66 998	3 996	23 782	18 691	(1 169)	(72 914)	39 384
Segment assets	170 559	110 178	345 471	675 102	49 889	181 728	1 532 927
Segment liabilities	41 911	31 839	265 626	177 521	-	47 900	564 797
Capital expenditure	4 969	5 797	-	21 202	-	4 761	36 729
Depreciation	1 923	2 244	-	2 299	-	1 676	8 142
Impairment losses	-	-	-	-	-	28 406	28 406
Amortisation of intangible assets	1 238	1 892	-	1 444	3 199	2 975	10 748

NOTES TO THE AUDITED ABRIDGED ANNUAL FINANCIAL STATEMENTS - Total comprehensive income
for the period

1 BASIS OF PREPARATION

The abridged annual group financial statements, which comprise the abridged group statement of financial position as at 31 March 2014, and the abridged group statement of comprehensive income, changes in equity, cash flow statement for the year ended 31 March 2014, and related notes are derived from the audited group financial statements of Trustco Group Holdings Ltd for the year ended 31 March 2014 which have been audited by the group's independent auditors BDO, Namibia. This abridged report is therefore extracted from audited information, but is itself not audited. The directors take full responsibility for this abridged report and the financial information has been correctly extracted from the underlying annual financial statements.

The auditor's unmodified report is available for inspection at Trustco's registered offices.

The Group's audited financial statements are available for inspection at the company's registered office. Electronic copies will be available on the company's website (www.tgi.na), on 30 June 2014.

The abridged group financial statements have been prepared in accordance with the framework concepts and measurement and recognition criteria of International Financial Reporting Standards (IFRS) and comply with IAS 34 Interim Financial Reporting and are in accordance with the SAICA Financial Reporting Guides as issued by the Accounting Practice and Financial Pronouncements as issued by Financial Reporting Standards Council, and the Namibian Companies' Act, No 28 of 2004 (as amended) and JSE Listings Requirements.

These abridged financial statements do not contain all the information and disclosures are required by IFRS in the annual financial statements. Accounting policies used in the abridged group financial statements are in terms of IFRS and are the same as those used to prepare the group annual financial statements, and consistent with the prior year.

	Notes	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
2	Headline earnings			
	Profit attributable to ordinary shareholders	252 672	39 384	541.56
	Adjustments:	(111 150)	(5 521)	1 913.22
	Loss on disposals of fixed property	1 939	774	150.52
	Fair value adjustments on investment properties	(120 423)	(26 304)	357.81
	Gain on bargain purchase	(3 000)	-	(100.00)
	Impairment of intangible assets	15 241	28 406	(46.35)
	Profit on disposal of investment property	-	(180)	(100.00)
	Tax effect	(4 907)	(8 217)	(40.28)
	Headline earnings	141 522	33 863	317.93
3	Earnings, headline earnings and dividends per share			
	Earnings per share	33.57	5.41	520.52
	Diluted earnings per share	33.35	5.38	519.89
	Headline earnings per share	18.80	4.65	304.3
	Diluted headline earnings per share	18.68	4.62	304.33
	Dividends declared per share	2.00	4.15	(51.81)
	Dividends paid per share	2.00	4.15	(51.81)
4	Property, plant and equipment			
	During the year the Group acquired property, plant and equipment (PPE) at a cost of 10.4 million (2013: NAD23.3). The closing net book value of PPE as at 31 March 2014 was NAD203.1 million (31 March 2013: NAD179.3 million). Disposals at carrying value of NAD1.5 million were made (2013: NAD7.7 million).			
		31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
5	Investment properties			
	During the year the Group acquired investment property at a cost of NAD74.9 million (2013: NAD3.4 million) and recognised a revaluation gain of NAD120.4 million (2013: NAD26.3 million). The fair value of investment properties as at 31 March 2014 was NAD537.3 million (31 March 2013: NAD344.2 million). Disposals at carrying value of NAD0.0 million were made (2013: NAD1.4 million).			
6	Intangible assets			
	A loss on the impairment of intangible assets was recognised in the current financial period amounting to NAD15.2 million (2013: NAD28.4)			
7	Advances			
	Property advances	104 465	21 447	387.08
	Student advances	613 135	348 853	75.76
	Other loans advanced	3 514	6 852	(48.73)
	Gross advances	721 114	377 152	91.20
	Impairments	(21 182)	(16 439)	28.85
	Closing balance	699 932	360 713	94.04
	7.1 Property advances			
	opening balance	21 447	-	100.00
	Loans advanced (including transaction costs)	83 018	21 447	287.08
	Reclassification from other loans	84 099	6 008	1 299.78
	Payments received	(1 081)	(2 097)	(48.45)
	Closing balance	104 465	21 447	387.08
	7.2 Student advances			
	Student advances at the end of the year	613 135	348 853	75.76
	Impairment of loans at the end of the period	(21 182)	(16 439)	28.85
	Closing balance	591 953	332 414	78.08
8	Inventories			
	Opening balance	10 420	12 623	(17.45)
	Inventories acquired as a result of business combinations	331 472	-	100.00
	Purchases and development costs incurred during the year	94 958	13 397	608.80
	Inventory sold	(93 000)	(15 600)	496.15
	Closing balance	343 850	10 420	3 199.90
9	Trade and other receivables			
	Property sales receivables	213 475	155 616	37.18
	Other receivables	30 800	30 800	-
	Prepayments	8 541	4 303	98.49
	State: other taxes receivable	6 631	4 994	32.78
	Trade receivables	34 179	75 469	(54.71)
		293 626	271 182	8.28

On 1 February 2014, the Group wrote off the receivable from Econet relating to revenues not received during the period of the Econet Wireless and Trustco venture in Zimbabwe in 2011 and 2012. This amounted to a reduction of receivables of NAD42 million.

	Number of shares 000	Share capital NAD'000	Share premium NAD'000	Total NAD'000
10 Share capital				
Authorised				
As at 31 March 2014: 2 500 000 000 ordinary par value shares of NAD0.23	2 500 000	575 000	-	575 000
As at 31 March 2013: 2 500 000 000 ordinary par value shares of NAD0.23	2 500 000	575 000	-	575 000
Issued and fully paid up				
As at 31 March 2014: 772 142 ordinary par value shares of NAD0.23	772 142	177 595	46 300	223 895
As at 31 March 2013: 737 142 ordinary par value shares of NAD0.23	737 142	169 545	24 600	194 145
During the year 35 000 000 (2013: 30 000 000) new shares were issued at par value of NAD0.23 (2013: NAD0.23) per share and a premium of NAD0.62 (2013: NAD0.82).				

11 Treasury shares
The carrying value of treasury shares as at 31 March 2014 is NAD69.0 million (2013: NAD0.0 million). The group purchased 75.9 million (2013: 0.0 million) shares during the period. Disposals of NAD0 million (2013: 3.8 million) were made.

12 Vendor shares
The carrying value of vendor shares as at 31 March 2014 is NAD14.98 million (31 Mar 2013: NAD14.98 million). This amount is held as a contingent payment on settlement of purchase price to DEX. Total amount of shares to be issued upon payment of the NAD19.4 million, is 4.922 million shares.

13 Borrowings & facilities
The value of borrowings as at 31 March 2014 is NAD730.4 million (2013: NAD329.5 million).

	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
14 Trade and other payables			
Trade creditors	9 982	13 088	(23.73)
State: Other taxes due	8 964	23 049	(61.11)
Other payables	76 038	11 857	541.29
Put option liability	-	52 032	(100.00)
Insurance premiums, brokerage and administered claims payable	-	29 128	(100.00)
	94 984	129 154	(26.46)

Insurance premiums, brokerage and administered claims payable relate to amounts owing in terms of service contracts under Trustco Financial Services arrangements.

15 Amounts (due to)/due by related parties

The sole shareholder of Next Investments Pty (Ltd) ("Next") is Q van Rooyen, the Group MD and majority shareholder (50.84%) of Trustco Group Holdings Ltd. The balance due by Next originated in 2013 when financial targets were not met. Next settled the amount in cash on 9 December 2013.

	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
Balance(due to)/due from next Investments (Pty) Ltd.	(265)	8 482	103.1
16 Transactions with related parties			
Next Investments Pty (Ltd)	(29 178)	(17 075)	70.88
Charter income received	24	369	(93.50)
Rent received	-	247	(100,00)
Advertising income received	4	4	-
Equipment rent received	7	-	100.00
Facility fee paid	(249)	(4 598)	(94.58)
Interest paid	(2 854)	-	-
Management fees paid	(26 110)	(13 097)	99.36
Northern Namibia Development Company (Pty) Ltd ("NNDC")	367	408	(10.05)
Charter income received	367	406	(9.61)
Advertising income received	-	2	(100,00)

The sole shareholder of NNDC is Q van Rooyen, the Group MD and majority shareholder of Trustco Group Holdings Ltd. Q van Rooyen is not directly remunerated by the Group. Dividends received by virtue of his shareholding as well as his interest in Next and NNDC have been fully disclosed to the remuneration committee. Q.Z. van Rooyen (Jnr) is an employee of Next.

In terms of a management agreement with Next Investments, the following is payable annually after completion of the financial statement audit:
- 0.5% of Turnover;

- 1% of the headline earnings; and
- 1% of the basic earnings of the company.

If the annual growth of any of the above categories excess inflation by more than 5% then the payment is doubled. The above calculation is halved if this target is not met. Next may elect to waive any or all of its management fees due at the discretion of its management.

	31 March 2014 NAD'000	31 March 2013 NAD'000	Change %
17 Profit before taxation			
This is arrived at after taking into account the following:			
Profit on foreign exchange differences	5 544	4 078	35.95
Profit on disposal of investment properties	-	180	(100.00)
Depreciation, amortisation and impairment losses			
- Property, plant and equipment	13 633	8 142	67.44
- Intangible assets	25 396	39 154	(35.14)
Auditors' remuneration			
- Audit fees	2 930	3 300	(11.21)
Loss on disposal of property, plant and equipment	1 939	774	150.52
Impairment of loans and receivables and bad debts written off	52 972	2 099	2 423.68
Increase in provision for doubtful debts relating to student advances	4 743	303	1 465.35

18 Directorate
Mrs Veronica de Klerk was due to retire as a director and being eligible, made herself available for re-election. It was resolved to re-appoint Mrs De Klerk as a director of the company.

19 Dividends
The Board of Directors recommended on 31 October 2013 that a dividend of 2.00 cents per share be declared for the six months ended 30 September 2013. The dividend was paid on 9 December 2013.

The Board of Directors recommends a final dividend of 2.75 cents for the year ended 31 March 2014 be declared.

20 Business combinations
On 8 May 2014, the Group entered into a sale of shares agreement to acquire 100% of the ordinary shares in FIDES Bank Ltd, a Namibian incorporated banking institution which holds an unrestricted banking license under the Namibian Banking Institutions Act, 1998. The bank operates across various branches in Namibia, employs staff and conducts banking business in terms of the Banking Act. The transaction is subject to regulatory approval which at the date of issuing these financial statements was not yet received.

DIVIDENDS

The Directors of Trustco ("the Board") are pleased to announce that the Board has passed a resolution on 26 June 2014 to pay a final dividend of 2.75 cents per share for the financial year ended 31 March 2014.

The following information is provided to shareholders in respect of the new applicable Dividend Tax:

- The dividend has been declared from income reserves;
- Shareholders are advised that Namibian non-resident shareholders' tax of 15% on the declared dividend will be applicable to all shareholders with addresses outside Namibia.

- The dividend withholding tax ("DWT") rate for South Africa is 15% resulting in a net dividend (whether they are exempt from the DWT or not) of 2.3375 cents per share; and
- Trustco Group Holdings Limited's Namibian Income Tax Reference Number is 3356338011.

The issued number of shares as at the declaration date is 772 142 090.

The salient dates for the payment of this dividend are set out below:

Last day to trade cum-dividend Friday, 25 July 2014.

Trading exdividend commences Monday, 28 July 2014.

Record Date Friday, 01 August 2014.

Payment Date Monday, 22 August 2014.

Share certificates may not be dematerialised or rematerialised between Monday, 28 July 2014 and Friday, 01 August 2014 both days included. The dividend is declared in Namibia Dollars and payable in the currencies of the Republics of South Africa and Namibia which is pegged 1:1.

NOTICE OF AGM

The full integrated report including a notice of annual general meeting will be uploaded on the Company's website tomorrow, 28 June 2014 and posted to shareholders of the

Company who were recorded as such in the Company's securities register on Friday, 20 June 2014.

Notice is hereby given to shareholders that the annual general meeting of the shareholders of the Company will be held in the Boardroom, 3rd floor, Trustco House, 2 Keller Street, Windhoek on Wednesday, 24 September 2014 at 12:00 to deal with such business as may lawfully be dealt with at the meeting in the manner required by the Companies Act, 28 of 2004 (as amended), as read with the Listings Requirements of JSE Limited ('JSE Listings Requirements'), which meeting is to be participated in and voted at by shareholders recorded in the company's securities register on the record date of Friday, 12 September 2014. Shareholders are advised of the following applicable dates, last date for lodging forms of proxy for South African shareholders is Friday 19 September 2014 at 17H00 and Monday 22 September 2014 at 12H00 for all other shareholders. The last date to trade to be eligible to vote is Friday 5 September 2014.

By order of the board
DJ Steyn
Company Secretary
30 June 2014

JSE Sponsor
Sasfin Capital
(a division of Sasfin Bank Limited)

NSX Sponsor
IJG (Pty) Limited