

FNB Namibia Holdings Limited

Company income statement

for the year ended 30 June

N\$'000	Note	2009	2008
Non interest income			
- gains less losses from investment activities	2	187 714	208 688
Interest expense and similar charges	8	(1 662)	(4 334)
Income from operations		186 052	204 354
Operating expenses	3	(2 079)	(3 171)
Income before tax		183 973	201 183
Indirect tax	4	(101)	(127)
Profit before tax		183 872	201 056
Direct tax	4		
Profit for the year		183 872	201 056
Attributable to:			
Equity holders of the company		183 872	201 056

Company balance sheet

as at 30 June

N\$'000	Note	2009	2008
Assets			
Accounts receivable		2 190	1 300
Investment in associates	6	15 691	263
Investment in subsidiaries	7	1 258 570	1 257 986
Tax asset		279	279
Total assets		1 276 730	1 259 828
Equity and liabilities			
Liabilities			
Loan from group company	8	17 530	36 804
Creditors and accruals		2 148	1 212
Total liabilities		19 678	38 016
Equity			
Ordinary shares	11	1 338	1 338
Share premium	11	280 810	280 810
Reserves		974 904	939 664
Capital and reserves attributable to ordinary equity holders		1 257 052	1 221 812
Total equity and liabilities		1 276 730	1 259 828

FNB Namibia Holdings Limited

Company statement of changes in equity

for the year ended 30 June

NS'000	Share capital	Share premium	Share based payment reserve	Retained earnings	Total ordinary shareholders' funds
Balance at 1 July 2007	1 338	280 810	2 217	870 930	1 155 295
Profit for the year				201 056	201 056
Staff share options costs			704		704
BEE Consortium share option costs			1 229		1 229
Ordinary final dividend: 26 October 2007				(69 574)	(69 574)
Ordinary interim dividend: 28 March 2008				(66 898)	(66 898)
Balance at 30 June 2008	1 338	280 810	4 150	935 514	1 221 812
Profit for the year				183 872	183 872
BEE Consortium share option costs			1 220		1 220
Ordinary final dividend: 29 October 2008				(74 926)	(74 926)
Ordinary interim dividend: 3 April 2009				(74 926)	(74 926)
Balance at 30 June 2009	1 338	280 810	5 370	969 534	1 257 052

Company cash flow statement

for the year ended 30 June

NS'000	2009	2008
Cash flows from operating activities		
Cash generated by operations*	185 193	170 036
Working capital changes		
- Increase current assets	(890)	(1 300)
- Increase / (decrease) in current liabilities	936	(2 448)
Net cash generated from operations	185 239	166 288
Tax paid	(101)	(34 341)
Net cash flow from operating activities	185 138	131 947
Cash flows from investment activities		
Net (decrease) / increase in loans from group company	(19 274)	38 666
Proceeds on sale of shares in subsidiary		4 900
Investment in subsidiary	(584)	(39 041)
Acquisition of 40% interest in FNB Insurance Brokers (Namibia) (Pty) Ltd, during the year.	(15 428)	
Net cash flow from investment activities	(35 286)	4 525
Cash flows from financing activities		
Dividends paid	(149 852)	(136 472)
Net cash flow from financing activities	(149 852)	(136 472)
Net increase in cash and cash equivalents		
Cash and cash equivalents at the beginning of the year		
Cash and cash equivalents at the end of the year		
*Reconciliation of profit before tax to cash generated by operation		
Profit before tax	183 973	201 183
Adjusted for:		
- Profit on sale of subsidiaries		(33 080)
- Share payment cost	1 220	1 933
Cash generated from operation	185 193	170 036

FNB Namibia Holdings Limited

Notes to the company annual financial statements

for the year ended 30 June

N\$'000

2009

2008

1 Accounting policies

The financial statements of FNB Namibia Holdings Limited are prepared according to the same accounting principles used in preparing the consolidated financial statements of FNB Namibia Holdings Group. For detailed accounting policies refer to pages 44 to 62 of this annual report.

2 Non interest income

Gains less losses from investment activities

- Dividends received

- Subsidiaries

- Associates

- Net profit realised on sale of interest in subsidiaries

During the prior year, the company sold 35% of its interest in Swabou Life Assurance Company Limited to Momentum Group Limited, and a 49% of Swabou Insurance Company Limited to FirstRand STI Holdings Limited, and realised the profit of N\$33,1 million.

Gross gains less losses from investment activities

186 834

174 708

880

900

33 080

187 714

208 688

3 Operating expenses

Auditors' remuneration

- Audit fees

- Prior year under provision

Total Auditors' remuneration

BEE consortium share option costs

Other share option costs

Other operating costs

- Other operating expenditure

Total operating expenditure

857

748

374

857

1 122

1 220

1 229

704

2

116

2 079

3 171

FNB Namibia Holdings Limited

Notes to the company annual financial statements

for the year ended 30 June

NS'000		2009	2008
4	Tax		
	Indirect Tax		
	Value added tax	101	127
	Total indirect tax	101	127
	Direct Tax		
	The company earned no taxable income (2008: nil), the effective tax rate is 0% (2008: 0%).		
5	Dividends per share		
	A final dividend (dividend no. 26) of 26.0 cents per share was declared on 16 August 2007 in respect of the six months ended 30 June 2007 and payable on 26 October 2007.		69 574
	An interim dividend (dividend no. 27) of 25.0 cents per share was declared on 6 February 2008 for the six months ended 31 December 2007 and paid on 28 March 2008.		66 898
	A final dividend (dividend no. 28) of 28.0 cents per share was declared on 16 August 2007 in respect of the six months ended 30 June 2008 and payable on 29 October 2008.	74 926	
	An interim dividend (dividend no. 29) of 28.0 cents per share was declared on 6 February 2008 for the six months ended 31 December 2008 and paid on 3 April 2009.	74 926	
		149 852	136 472
	Final dividend of 28.0 cents (2008: 28.0 cents) per share was declared subsequent to year-end.	74 926	

FNB Namibia Holdings Limited

Notes to the company annual financial statements

for the year ended 30 June

6 Investments in associates

N\$'000	2009	2008
Unlisted investments		
Carrying value at beginning of the year	263	263
During the year, the company acquired a 40% interest in FNB Insurance Brokers (Namibia) (Pty) Ltd.	15 428	
Carrying value at end of the year	15 691	263
The list of associates are:		
	Nature of business	
Avril Payment Solutions (Pty) Ltd	Payroll administrators	263
FNB Insurance Brokers (Namibia) (Pty) Ltd	Insurance brokers	15 428
RMB Asset Management Namibia (Pty) Ltd	Asset management	
Refer to note 17 in the group financial statements for full details of associates		
Refer to note 36 in the group financial statements for full related party transactions and balances.		

7 Investments in subsidiaries

N\$'000	2009	2008
Unlisted investments		
Carrying value at beginning of the year	1 257 986	1 191 322
Net movements	584	66 664
Carrying value at end of the year	1 258 570	1 257 986
The list of subsidiaries are:		
	Nature of business	
First National Bank of Namibia Ltd	Commercial bank	1 142 792
First National Asset Management and Trust Company (Pty) Ltd	Estate and trust services	
Talas Properties (Windhoek) (Pty) Ltd	Property company	2 967
Swabou Life Assurance Company Limited	Long term insurance	101 038
OUTsurance Insurance Company of Namibia Ltd**	Short term insurance	6 298
FNB Namibia Unit Trust Ltd	Unit trust management	5 475
** Swabou Insurance Company Ltd changed its name to OUTsurance Insurance Company of Namibia Limited during the year under review.		
Refer to note 18 in the group financial statements for full details of investment in subsidiaries.		
Refer to note 36 in the group financial statements for full related party transactions and balances.		

8 Loan from group company

Balances with Talas Properties (Windhoek) (Pty) Ltd		
Balance at 1 July	(36 804)	1 862
Repaid / (Received) during the year	19 274	(38 666)
Balance at 30 June	(17 530)	(36 804)
Interest paid	1 662	4 334

FNB Namibia Holdings Limited

Notes to the company annual financial statements

for the year ended 30 June

9 Liquidity, credit and market risk information

The assets and liabilities of the company consist mainly of non-financial assets and liabilities which are not subject to liquidity, credit and market risk for IFRS 7 purposes.

Accounts receivable and creditors and accruals are repayable on demand or short notice and within Namibia.

10 Related party transactions

During the year and prior year, the company has entered into transactions with its subsidiaries (note 8) and received dividend (note 2) and paid interest (note 8).

Refer to note 36 in the group financial statements for related party transactions and balances.

		2009	2008
11	Share capital		
	Authorised		
	990 000 000 (2008: 990 000 000) ordinary shares with a par value of 0.5 cents per share	4 950	4 950
	10 000 000 (2008: 10 000 000) cumulative convertible redeemable preference shares with a par value of 0.5 cents per share	50	50
		5 000	5 000
	Issued		
	267 593 250 (2008: 267 593 250) ordinary shares with a par value of 0.5 cents per share	1 338	1 338
	2 (2008: 2) cumulative convertible redeemable preference shares with a par value of 0.5 cents per share		
		1 338	1 338
	Share premium	280 810	280 810

Term of preference shares: redeemable at 31 days notice by either party. The dividend rights in terms of the agreement with the shareholder are based on the actual profits made, per agreed adjustments, of a portion of the short-term insurance business.

The unissued ordinary shares are under the control of the directors until the next annual general meeting. All issued shares are fully paid up.