

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This Pre-Listing Statement is neither a prospectus nor an invitation to the public to subscribe for the B Class shares in Old Mutual Zimbabwe Limited ('OMZIL' or the Company) or any other shares of the Company, but is a document issued in compliance with the Financial Securities Exchange (Private) Limited's Issuer Admission Rules, 2016 for the purpose of giving information to the public regarding the Company as more fully set out in this Pre-Listing Statement. The Company's B Class Shares are subject to various restrictions including that they may only be owned by, traded and exchanged among Indigenous Persons and pursuant to their Listing, the trading of the said B Class Shares shall be conducted on the Alternative Trading Platform provided by FINSEC

Action required:

- If you are in any doubt as to the action you should take, please consult your stockbroker, banker, accountant or other professional advisor immediately.
- If you no longer hold any shares in OMZIL, you should send this Pre-Listing Statement, as soon as possible, to the stockbroker, bank, or other agent through whom the sale of your shareholding in OMZIL was executed for onward delivery to the purchaser or transferee of your shares.



Old Mutual Zimbabwe Limited

[Incorporated in Zimbabwe on 10 June 1998 under Registration Number 5684/98]

PRE-LISTING STATEMENT

RELATING TO THE LISTING BY INTRODUCTION OF 83 011 718 B CLASS SHARES OF US\$0.0000032 NOMINAL VALUE EACH ON THE FINANCIAL SECURITIES EXCHANGE (FINSEC) ALTERNATIVE TRADING PLATFORM

Legal Advisors



Kantor & Immerman
Legal Practitioners

Share Transfer Secretaries



Corpserve (Private) Limited

Auditors & Independent Reporting Accountants



KPMG Chartered Accountants
(Zimbabwe)

Sponsoring Broker



Old Mutual Securities (Private)
Limited

Date of Issue of this Document: 29 November 2016

This Pre-Listing Statement is only available in English. Additional copies of this Pre-Listing Statement may be obtained from the Company Secretary at the Registered Office of Old Mutual Zimbabwe Limited.

CORPORATE INFORMATION AND ADVISORS

Company Secretary & Registered Office

Old Mutual Zimbabwe Limited
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Emerald Hill
Harare

Sponsoring Brokers

Old Mutual Securities (Pvt) Ltd
4th Floor CABS First Street
First Street
Harare

Reporting Accountants

KPMG Chartered Accountants (Zimbabwe)
100 The Chase
Emerald Hill
Harare

Transfer Secretaries

Corpserve Transfer Secretaries (Pvt) Ltd
2nd Floor ZB Centre
Cnr. Kwame Nkrumah / First Street
Harare

Legal Advisors

Kantor & Immerman Legal Practitioners
MacDonald House
10 Selous Avenue
Harare

FORWARD LOOKING STATEMENTS

This Pre-Listing Statement includes forward-looking statements regarding OMZIL. All statements, other than statements of historical facts, included in this Pre-Listing Statement, including, without limitation, those regarding OMZIL's financial position, business strategy, plans and objectives of management for future operations (including development plans and objectives relating to OMZIL's products and services), any statements preceded by, followed by or including the words "believes", "expects", "aims", "estimates", "anticipates", "may", "will", "should", "could", "intends", "plans", "seeks", or similar expressions, are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause OMZIL's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward looking statements. Such forward-looking statements are inherently based on numerous assumptions regarding OMZIL's present and future business strategies and the environment in which OMZIL will operate in the future. The important factors that could cause OMZIL's actual results, performance or achievements to differ materially from those in forward-looking statements include, but are not limited to, those discussed under "Key Business Risks". These forward-looking statements speak only as at the date of this Pre-Listing Statement. The Directors of OMZIL expressly disclaim any obligation or undertaking to disseminate, after distributing this document, any updates or revisions to any forward-looking statements contained herein to reflect any change in their expectations with regard thereto or any change in events, conditions or circumstances on which any such forward-looking statement is based, unless required to do so by any legal obligation.

IMPORTANT NOTICE

This document contains information about Old Mutual Zimbabwe Limited, a company that is registered in the Republic of Zimbabwe, in terms of the Companies Act [Chapter 24:03], under Registration Number 5684/98.

Any shares already issued in terms of, and to be issued pursuant to, this document, involve a degree of risk normally associated with this type of investment. Prospective investors and buyers of issued and fully paid B Class Shares in the capital of the Company are advised to inform themselves and, if they consider it appropriate to their circumstances, to take the advice of their own professional advisors with regard to the following:

- a) the legal requirements relevant to them with regard to subscription, holding or disposal of any shares already issued in terms of, and any shares issued pursuant to, this document;
- b) income tax and other consequences relevant to them with regard to subscription, holding or disposal of the shares; and,
- c) any restrictions that may be applicable to them, including but not limited to, disposal of such shares, currency controls and foreign exchange restrictions.

This document has been prepared for information relating to OMZIL's admission onto the Empowerment Board of the ATP operated by FINSEC upon the express understanding that this document and the Shares already issued in terms of, and to be issued pursuant thereto, are governed by the terms and conditions set forth herein.

FURTHER INFORMATION

Requests for further information or clarification on this Important Notice or any matters pursuant to this document should be addressed to the attention of the Company Secretary of Old Mutual Zimbabwe Limited, namely:

Name of Company Secretary : Onias Chigavazira
Telephone : +263-4-308400
E-mail : oniasc@oldmutual.co.zw

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1. Interpretations and definitions

In this document and the appendices hereto, unless otherwise stated or the context otherwise requires, the words in the first column have the meanings stated opposite them in the second column, words in the singular shall include the plural and vice versa, words importing one gender include the other gender and references to natural persons shall include juristic persons, whether corporate or incorporate and vice versa.

"A Class Shares"	249 035 156 A Class shares of a nominal value of USD0.0000032 each in the authorised share capital of OMZIL;
"Act" or "Companies Act"	Companies Act [Chapter 24:03], as amended;
"Articles"	The Articles of Association of Old Mutual Zimbabwe Limited;
"ATP"	Alternative Trading Platform, an automated trading and settlement platform for financial securities.
"B Class Shares"	83 011 718 B Class Shares of a nominal value of USD0.0000032 each in the authorised share capital of OMZIL ranking pari passu with A Class Shares in all respects except for the sole restriction that the B Class Shares can only be owned by, traded and exchanged among Indigenous Persons. All these B Class Shares have been issued, fully paid and set aside for allocation or allocated to qualifying client pensioners, staff and strategic partners of OMZIL as part of the Company's approved Indigenization Plan
"c" or "cents" or "USc"	A fraction of the United States Dollar, the lawful currency of the United States of America;
"CABS"	Central Africa Building Society, a building society constituted and registered as such in accordance with the provisions of the Building Societies Act [Chapter 24:02], under registration number 239/49;
"Directors" or "Board"	The Board of Directors of Old Mutual Zimbabwe Limited, as duly constituted in terms of the Articles and the Act;
"Empowerment Board"	The segment or board on the FINSEC ATP reserved for trading securities among Indigenous Persons.
"Exchange Control Regulations"	The Exchange Control Regulations and Exchange Control (General) Order of 1996, Statutory Instruments 109 and 110, respectively as amended and currently in force in Zimbabwe;
"FINSEC" or "ATP Operator"	Financial Securities Exchange (Pvt) Ltd, a company registered in terms of Zimbabwean law and licensed by the SECZIM in terms of Securities (Alternative Trading Platform) Rules, 2016 [Statutory Instrument 100 of 2016] to operate a securities exchange and an ATP for financial securities.
"Indigenisation Laws"	Indigenisation and Economic Empowerment Act [Chapter 14:33] as read with the Indigenisation and Economic Empowerment (General) Regulations, 2010 [Statutory Instrument 21 of 2010], as amended;
"Indigenous Zimbabwean" or "Indigenous Person"	An indigenous person or entity as defined from time to time under the Indigenisation Laws presently being any person who, before the 18th April, 1980, was disadvantaged by unfair discrimination on the grounds of his or her race, and any descendant of such person, and includes any company, association, syndicate or partnership of which indigenous Zimbabweans form the majority of the members or hold the controlling interest.

“Old Mutual plc”	Old Mutual plc, a company incorporated in England and Wales under registration number 3591559 which is listed on the London Stock Exchange with secondary listing on the Zimbabwe Stock Exchange, the JSE Securities Exchange (South Africa), Namibia and Malawi including where appropriate, all its subsidiary entities;
“Old Mutual Zimbabwe Limited” or “OMZIL” or “the Company or the Group”	Old Mutual Zimbabwe Limited, a public company registered in terms of Zimbabwean law under registration number 5684/98 and all its subsidiary entities;
“Old Mutual Zimbabwe”	Old Mutual Zimbabwe Limited and all its subsidiary entities;
“OMCUS”	Three Anchor Investments (Private) Limited, a company registered in terms of Zimbabwean law under registration number 299/1967 and trading as Old Mutual Custodial Services;
“OMICO”	Old Mutual Insurance Company (Private) Limited, a company registered in terms of Zimbabwean law under registration number 1009/82, which is a wholly owned subsidiary of RM Insurance Holdings Limited;
“OMIGZIM”	Old Mutual Investment Group Zimbabwe (Private) Limited, a company registered in terms of Zimbabwean law under registration number 39156/08, which is licensed as an Asset Manager;
“OMLACZIM”	Old Mutual Life Assurance Company Zimbabwe Limited, a company registered in terms of Zimbabwean law under registration number 429/60;
“OMP”	Old Mutual Property Zimbabwe (Private) Limited, formerly Old Mutual Investment Group Property Investments Zimbabwe (Private) Limited, a company registered in terms of Zimbabwean law under registration number 1387/09 and Certificate of Change of Name dated 12 January 2012.
“OMSEC”	Old Mutual Securities (Private) Limited, a company registered in terms of Zimbabwean law under registration number 1231/10 that is licensed as a securities dealing firm;
“OMSS”	Old Mutual Shared Services (Private) Limited, a company registered under Zimbabwean law, under registration number 3332/09 and providing functional shared services support to Old Mutual Zimbabwe Limited and subsidiary entities;
“OTC” or “Over the Counter”	The over-the-counter restricted trading platform that is facilitated by OMSEC for the trading of issued and fully paid B Class Shares in the capital of Old Mutual Zimbabwe Limited amongst the qualifying Indigenous Persons which will cease operating on the listing of the B Class Shares on FINSEC;
“Shares” or “shares”	Shares in the capital of Old Mutual Zimbabwe Limited, as the case may be;
“SECZIM”	Securities and Exchange Commission of Zimbabwe, a body corporate established in terms of the Securities and Exchange Act [Chapter 24:25], as amended from time to time; and
“USD” or “US\$”	United States Dollar, the lawful currency of the United States of America.

2. Salient features of the Listing

This summary presents the salient information in relation to the proposed Admission and Listing of OMZIL's B Class Shares on the FINSEC ATP. The detailed information on the Company together with the terms and conditions of the proposed Listing is fully set out in this Pre-Listing Statement. Accordingly, this Pre-Listing Statement should be read in its entirety for a full appreciation of the proposed Listing of OMZIL's B Class Shares on the FINSEC ATP.

2.1 Terms of the Listing

Since incorporation on 10 June 1998, the entire issued share capital of OMZIL has been beneficially but indirectly held by Old Mutual plc. In response to the requirements of the Indigenization Laws and in terms of an agreement entered into with the Minister of Youth Development, Indigenisation and Empowerment of the Government of the Republic of Zimbabwe, within the confines of the approved Indigenisation Implementation Plan for OMZIL, the shareholders of OMZIL agreed and authorised that 25% (twenty five per *centum*) of the issued and fully paid ordinary shares in the capital of OMZIL be converted into issued and fully paid B Class Shares and that the entirety of the B Class shares be availed for the beneficial interest of approved and qualifying indigenous beneficiaries. The ultimate beneficiaries include employees of the Old Mutual Zimbabwe Group, certain pensioners, qualifying youths (young persons) of Zimbabwe and certain identified and approved strategic investors and / or partners based in Zimbabwe.

In pursuit of the Company's approved Indigenization Implementation Plan, a total of 83 011 718 (eighty three million eleven thousand seven hundred and eighteen) issued and fully paid B Class Shares in the capital of the Company have been set aside for allocation, or have been allocated, to the approved beneficiaries.

Since the issue of the B Class Shares, the trading of OMZIL's B Class Shares has been conducted exclusively through OMSEC on an Over-The-Counter trading platform. The trading history of the OTC trading platform is set out in Appendix 2. Efforts to broaden participation in the trading of the B Class Shares have led to OMZIL now seeking admission onto the Empowerment Board of the FINSEC ATP.

On 3 November 2016, the Board of Directors resolved to seek the listing of the OMZIL B Class Shares on the Empowerment Board of FINSEC by way of introduction.

OMZIL shareholders have been notified of the proposed listing of OMZIL's B Class Shares on the FINSEC ATP through an Abridged Pre-Listing Statement published on the 29 November 2016 and copies of this Pre-Listing Statement will be distributed to all registered shareholders in OMZIL as at 29 November 2016.

The FINSEC Listings Committee has approved this Pre-Listing Statement and the Listing of the OMZIL B Class Shares on the ATP.

2.2 Rationale for the Listing

The principal reasons for the listing of OMZIL's B Class Shares include:

- To broaden market participation in the trading of the OMZIL B Class Shares to include stockbroking participants, custodians and qualifying indigenous individuals and institutional investors;
- An anticipated enhanced liquidity in comparison to the OTC trading platform due to the wider access that buyers and sellers will have to professional broking services of FINSEC professionals;
- To allow for a market-determined price discovery mechanism in the trading of the OMZIL B Class Shares which were previously traded based on an independent external valuation price;
- To increase the visibility of the OMZIL brand in the market by having the B Class Shares traded on a public platform rather than exclusively on the OTC;
- Unlocking shareholder value through access to a bigger trading platform with a variety of market participants;
- Increased investor protection as a result of:
 - The FINSEC being a regulated market;
 - The segregation of duties between order taking, matching, settlement and custody of securities and cash;
 - Monitoring of insider trading and price manipulation; and
 - Monitoring of false and misleading reporting.
- Keeping up with international best practice trends in the electronic trading and settlement of financial securities.

2.3 Guidelines on Verification, Trading and settlement of the B Class Shares

The Company has developed the OMZIL B Class Trading Guidelines which are meant to provide orderliness in the trading of the B Class Shares and ensure compliance with the Indigenisation Laws and the Indigenisation Plan agreed between OMZIL and the Ministry of Youth Development, Indigenisation and Economic Empowerment.

Market participants are required to ensure that prior to accepting potential investors in OMZIL, they verify whether the investor qualifies as an Indigenous Zimbabwean as defined.

2.3.1 Verification of acceptable OMZIL investors

Verification of OMZIL individual investors by market participants will, in addition to any other legal requirements, be based on the following;

- Completed and signed FINSEC Individual investor mandate form;
- Certified copy of National Identity / valid Passport document;
- 1 (one) passport size photograph;
- Proof of residence that is less than 3 (three) months old.

Verification of Corporate investors by market participants will, in addition to any other legal requirements, be based on the following;

- Completed and signed FINSEC Corporate investor mandate form;
- Board resolution for the company to open FINSEC account for the purposes of transacting in securities;
- Certified copy of the Indigenisation certificate;
- Certificate of Incorporation and tax clearance certificate ;
- Certified CR6 and CR14 forms;
- Certified copy of National Identity / valid Passport document of the directors of the company;
- 1 (one) passport size photograph for each director;
- Proof of residence that is less than 3 (three) months old for each director.

No off-market transfer of the B Class Shares may be made to a buyer or transferee who has not been verified as an Indigenous Person.

2.4 Costs of the Listing

The expenses of the listing which relate to various advisory and regulatory fees as well as advertising, printing and postage charges amount to approximately \$160,000.

3. IMPORTANT DATES

Event	Date
Abridged Pre-Listing Statement published in local press	Tuesday, 29 November 2016
Pre-Listing Statement distributed on	Tuesday, 29 November 2016
Listing of Shares on the FINSEC ATP expected at commencement of trade on	Thursday, 1 December 2016

Notes

- The above mentioned dates are subject to change. Any such change will be published in the Zimbabwe press.
- All times indicated above and elsewhere in this Pre-Listing Statement are Zimbabwean local times.

SECTION I: INFORMATION ON OMZIL

4. History and background of OMZIL

OMZIL is a subsidiary of Old Mutual plc, a leading international long-term savings group that was established at the Cape of Good Hope, South Africa, in 1845. For Zimbabwe, the first Old Mutual Policy was sold in the then Southern Rhodesia in 1895 with the first office opened in 1902. This makes Zimbabwe the second oldest market within the group that provides life assurance, asset management, banking and general insurance services in Europe, the Americas, Africa and Asia. OMZIL employs more than 1 000 (one thousand) people in Zimbabwe.

Old Mutual plc's shares are listed and traded on the Official List of the London Stock Exchange, with secondary listings on the Johannesburg Stock Exchange (South Africa), Namibia, Malawi and Zimbabwe stock exchanges. All relevant information on Old Mutual plc can be obtained from the Old Mutual plc website (www.oldmutual.com) or publicly issued documents.

Currently, OMZIL has a wide portfolio of clients that reflects the diversity of Zimbabwe's financial needs. Among the clients are local institutions, major multinationals represented in Zimbabwe, as well as individuals. The name Old Mutual has become synonymous with savings, investment, life and insurance products in Zimbabwe.

In addition to providing tailor-made financial solutions for the market through various channels, OMZIL plays an integral role in promoting holistic and sustainable development through a number of vehicles that are administered in partnership with the Government of Zimbabwe.

The OMZIL Group, which is renowned for financial strength and value-for-money products, is dedicated to satisfying client needs for wealth creation and protection. OMZIL has solid foundations established on one core promise: the commitment to deliver value to its clients.

OMZIL is an integrated financial services company that offers services that encompass long term insurance (Old Mutual Life Assurance Company Zimbabwe Limited), general insurance (Old Mutual Insurance Company (Private) Limited), banking (Central Africa Building Society), asset management and unit trusts (Old Mutual Investment Group Zimbabwe (Private) Limited), property management (Old Mutual Property Zimbabwe (Private) Limited) and stockbroking (Old Mutual Securities Zimbabwe (Private) Limited). Brief profiles of each of the current operating subsidiaries of OMZIL are set out below.

1. Central Africa Building Society – a 100%-owned registered building society that offers banking facilities to a wide spectrum of individuals and corporates through a wide network of branches that are linked on a real-time basis.
2. Old Mutual Life Assurance Company Zimbabwe Limited – a 100%-owned subsidiary that offers a wide range of life assurance, pension and employee benefits services to individuals and corporates in Zimbabwe.
3. Old Mutual Investment Group Zimbabwe (Private) Limited – a 100%-owned licensed asset management and specialised investment company.
4. Old Mutual Property Zimbabwe (Private) Limited – a 100%-owned property management company. It manages the property portfolio held by the life company and its subsidiaries as well as third party properties.
5. Three Anchor Investments (Private) Limited t/a Old Mutual Custodial Services "OMCUS" – a 100%-owned company that provides back-office and custody services in respect of scrip and certain documents of title.
6. Old Mutual Securities (Private) Limited "OMSEC" – 70%-owned licensed securities dealing firm.
7. RM Insurance Holdings Company Limited ("RMIH"), with an operating subsidiary, Old Mutual Insurance Company (Private) Limited – a short term insurer that provides loss cover for movable and immovable assets. Old Mutual Zimbabwe holds 50.67% (fifty point six seven per centum) of the issued shares in the capital of RMIH.
8. OMZIL's organisational structure is presented in Annexure 1 of this Pre-Listing Statement.

5. Vision, strategic focus and values

5.1 Vision

OMZIL's vision is to become the customers' most trusted partner – passionate about helping them achieve their lifetime financial goals.

5.2 Strategic objectives of OMZIL

- High performance culture
- Innovation
- Operational excellence

5.3 Values

- The OMZIL values are:
- Integrity
- Respect
- Accountability
- Pushing Beyond Boundaries

6. Operating environment of OMZIL

Zimbabwe's macro-economic environment is currently characterised by restricted access to international capital markets, trade and budget deficits, cash shortages and depressed aggregate demand. Economic growth as measured by GDP decelerated from 11.9% in 2011 to 1.1% in 2015. The Ministry of finance revised the growth projection for this year (2016) from 2.7% to 1.2% following reduction in output in the 2015/16 agricultural season. The IMF however expects GDP for Zimbabwe to contract by 0.3% in 2016.

Long-term investors, however, view these challenges as phases. For example, between 2000 and 2008 Zimbabwe experienced severe economic challenges which resulted in high levels of inflation. Hyperinflation and the associated conversion to the prevailing foreign currency regime led to loss of monetary value and the collapse of some companies.

Hyperinflation ended when the country officially adopted the multicurrency system in 2009. Although there was a notable positive change in the operating environment following the multi-currency system, public confidence in financial institutions remains compromised by legacy concerns around loss of value brought about by the hyper-inflation era.

The Company believes that it is normal for economies to go through the peaks and troughs of macro-economic cycles as a necessary step towards long-term economic growth and sustainability.

7. Financial Performance

A report on the historical financial information of the Company, showing its financial results for the financial years ended 31 December 2015, 31 December 2014, 31 December 2013, 31 December 2012, 31 December 2011 and the interim financial results to 30 June 2016 is presented in Annexure 3 and is the responsibility of the Directors, while the Independent Reporting Accountants' report thereon is included as Annexure 4 to this Pre-Listing Statement.

8. Recent acquisitions

OMZIL has not made any recent acquisitions outside the ordinary course of business immediately preceding the date of this Pre-Listing Statement.

9. Facts and events which may have a material effect on OMZIL

OMZIL has been advised by its ultimate parent company, Old Mutual plc that the Old Mutual plc group is embarking on a Managed Separation exercise under which the Old Mutual plc group will be split into four clusters, namely Old Mutual Wealth, Old Mutual Asset Management, NEDBANK and Old Mutual Emerging Markets ("OMEM"). Currently OMZIL falls under the OMEM cluster. The outcome and implications of the Managed Separation exercise will be advised by Old Mutual plc in due course.

10. Material contracts

There are no significant contracts that have been entered into by OMZIL, not being contracts in the ordinary course of business, during the two (2) years immediately preceding the date of this Pre-Listing Statement.

11. Capital Commitments, Lease Commitments and Contingent Liabilities

There are no significant capital commitments, lease commitments or contingent liabilities entered into by OMZIL outside the ordinary course of business immediately preceding the date of this Pre-Listing Statement.

12. Key Business Risks

OMZIL's principal risks have been determined by assessing the possible effects on its reputation, its stakeholders, its earnings, capital and liquidity, and the future sustainability of its business. The risk landscape is changing rapidly, particularly in the context of the persistent volatile, uncertain, complex and ambiguous global and local macro-economic environment. OMZIL's business is also affected by a number of risks inherent to the products it offers and the industry it operates in, such as exposure to market levels, interest rates and insurance liability risk. The risks are closely monitored and overseen by OMZIL Group management and reported to the Board on a regular basis.

12.1 Liability Risk

OMZIL assumes liability risk, sometimes referred to as insurance risk, by issuing insurance contracts under which it agrees to compensate the policyholder or beneficiary if a specified uncertain future event affecting the policyholder occurs. This risk includes mortality and morbidity risk, as well as non-life risk from events such as fire. Mortality and morbidity risk is the risk that death, critical illness and disability claims are different from expected levels. Higher than expected claim levels will reduce expected profits.

12.2 Market Risk

This is the risk of a financial impact arising from changes in the value of financial assets or financial liabilities from changes in equity, bond and property prices, interest rates and foreign exchange rates. The OMZIL Group has developed a set of policies, principles and governance processes to monitor and manage market risk within the business and in accordance with local regulatory requirements.

12.3 Credit and Counterparty Risk

Credit risk is defined as the risk that one party to a financial instrument will cause a financial loss to the OMZIL Group by failing to discharge an obligation to repay cash or deliver another financial asset. Credit risk arises from a number of activities of the Group, such as banking, lending, trading and investing. The Group has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the financial loss from defaults.

12.4 Liquidity Risk

The risk that available liquid assets will be insufficient to meet changing market and business conditions, liabilities, funding of asset purchases or an increase in client demands for cash. Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the OMZIL Group's short, medium- and long-term funding and liquidity requirements. The OMZIL Group manages liquidity by maintaining adequate reserves and banking facilities, continuously monitoring forecasted and actual cash flows, and matching the maturity profiles of financial assets and liabilities.

12.5 Compliance and Regulatory Risk

This is the risk that laws and regulations will be breached. This includes risk of regulatory intervention resulting in sanctions being imposed or temporary restriction on the OMZIL Group's ability to operate and /or additional regulatory capital charge. The OMZIL Group recognises its accountability and responsibilities to all stakeholders under the legal, regulatory and supervisory requirements applicable to its businesses. Compliance and Regulatory risk is managed through a Board approved Compliance Programme, internal policies and processes and maintaining independent Compliance function for each business line.

12.6 Operational Risk

The risk arising from operational activities, such as failure of a major system, or losses incurred as a consequence of people and /or process failures, including external events. Practices to minimise and mitigate operational risk are embedded across all business units, taking into account the cost versus the benefit of doing so. OMZIL Group Internal Audit provides independent assurance on the adequacy and effectiveness of the system of internal controls.

12.7 Strategic Risk

This is the risk that strategic decisions made may adversely affect future earnings and sustainability of the business. To manage this risk, all new partnership opportunities are reviewed and evaluated according to strict investment criteria and appropriate governance processes. In addition, oversight committees at both executive and Board levels have been established to oversee strategic initiatives.

13. Future prospects of OMZIL

The OMZIL Group which has been operating in Zimbabwe since 1902 will continue to offer integrated financial services encompassing long term insurance, general insurance, banking, asset management, property management, stockbroking and unit trusts. The Company's objective is to assist clients to achieve both their short term and long term financial goals while also delivering positive investment returns for the shareholders of OMZIL. The Company will continue to focus on providing shareholders with diversified earning streams and support further economic growth through the Financial Inclusion initiative. OMZIL acknowledges and values its responsibilities to the communities in which it operates.

14. Share Capital Structure

The issued share capital is made up of 249 035 156 "A" class shares of US\$0,0000032 each, 83 011 718 "B" class shares of US\$0,0000032 each and 1 redeemable preference share of US\$1.00. The shares are owned by Old Mutual Zimbabwe Holdco Limited (75%) as well as Indigenisation Trusts and intended beneficiaries (21.5%) and a strategic partner (3.5%). The 1 redeemable preference share issued is owned by Old Mutual (Zimbabwe) Dividend Access Trust. The terms of dividend of the preference share are one of the documents available for inspection.

The share capital structure of OMZIL is as shown in the table below

Number	Details:	Nominal Value USD
Authorised		
292,953,126	Ordinary shares of a nominal value of USD0.0000032 each	937
249,035,156	A Class shares of a nominal value of USD0.0000032	797
83,011,718	B Class shares of a nominal value of USD0.0000032 each	266
625,000,000	Total	2000
1	Preference share of a nominal value of USD1.00	1
Issued and Fully Paid		
249,035,156	A Class shares of a nominal value of USD0.0000032	797
83 011 718	B Class shares of a nominal value of USD0.0000032 each	266
332,046,874	Total	1,063
1	Preference share of a nominal value of USD1.00	1

14.1 Authorised but unissued share capital

The authorised but unissued shares in the capital of the Company, comprising 292 953 126 (two hundred and ninety two million nine hundred and fifty three thousand one hundred and twenty six) Ordinary shares are under the control of the Directors.

14.2 Summary of issues and offers

Since the date of the distribution of the issued and fully paid OMZIL B Class Shares in terms of the Indigenization Implementation Plan, in 2013, no further shares have been issued.

14.2.1 Preferential rights in respect to the OMZIL B Class Shares

There are no OMZIL B Class shares with preferred rights in respect of the Company's share capital.

14.2.2 Voting rights

All existing authorised but unissued and issued Ordinary, A Class and B Class Shares ordinary shares have the same voting rights.

14.2.3 Adequacy of capital

The Directors are of the opinion that the Company’s share capital and working capital are adequate for the foreseeable future.

14.2.4 Working capital and cash flow

The Directors are of the opinion that the available working capital is sufficient to cover the cash flow requirements of the Company.

14.2.5 Summary of the rights in respect of shares

The rights and restrictions attaching to the existing authorised and issued shares in the capital of the Company are set out in the table below.

Class of Shares	Voting rights	Dividend rights	Restrictions
Ordinary Shares	One vote per share, ranking <i>pari passu</i> with one another	Entitled to receive ordinary dividend as and when declared by the Company	
Class A Shares	One vote per share, ranking <i>pari passu</i> with one another	Entitled to receive ordinary dividend as and when declared by the Company	None
Class B Shares	One vote per share, ranking <i>pari passu</i> with one another	Entitled to receive ordinary dividend as and when declared by the Company; Entitled, in aggregate, to receive a proportionate share in any preference dividend declared by the Company	Ownership, trade and exchange reserved for Indigenous Persons
Preference Share	Voting rights limited by the Articles	Entitled to receive preference dividend as and when declared by the Company	None

15. Dividend Policy

The OMZIL Group’s approach to dividend payments is to pay dividends that are sustainable, and reward shareholders in a timely manner for the use of their capital. Dividend payments should not compromise the capital position or liquidity requirements, or impede strategic growth plans of the business. The businesses’ regulatory capital requirements, any internal capital cover targets approved by the Board of OMZIL and the boards of its subsidiaries, growth projections and cash requirements will be taken into account when declaring dividends. The dividend policy will be reviewed by the Directors from time to time in light of the prevailing circumstances and cash requirements of the Company.

OMZIL’s dividend payment history from 2012 to 2016 is presented in the table below.

Dividend paid (\$)	2012	2013	2014	2015	2016
Interim	2,096,403	2,442,971	2,904,540	2,984,986	2,469,509
Date paid	Nov - 12	Oct - 13	Oct - 14	Oct - 15	Oct - 16
Final Dividend	6,331,945	17,349,060	16,721,434	13,987,899	-
Preference	6,331,945	7,349,060	6,721,434	6,487,899	-
Ordinary	-	10,000,000	10,000,000	7,500,000	-
Date paid	May -13	May - 14	May - 15	May - 16	-
Dividend per share (cents)	2012	2013	2014	2015	2016
Interim	0.63	0.73	0.88	0.89	0.74
Final	1.91	5.22	5.04	4.21	-
Total	2.54	5.95	5.92	5.10	0.74

16. Major Shareholders

The table below shows the top ten shareholders holding a beneficial interest in OMZIL as at 31 October 2016.

Rank	Shareholder name	Number of OMZIL Shares Held	Class of Shares	% Shareholding
1.	OM ZIMBABWE HOLDCO LIMITED-NNR	249,035,156	A Class	75.00%
2.	OMZIL CLIENT PENSION EX-GRATIA TRUST	23,279,284	B Class	7.00%
3.	OLD MUTUAL LIFE ASSURANCE COMPANY ZIM	12,172,139	B Class	3.67%
4.	STIEFEL INVESTMENTS (PVT) LIMITED	11,621,641	B Class	3.50%
5.	OMZIL MANAGEMENT INCENTIVE SHARE TRUST	9,402,887	B Class	2.83%
6.	OMZIL INDIGENISATION EMPLOYEE SHARE TRUST	8,587,775	B Class	2.59%
7.	KURERA-UKONDIA YOUTH FUND TRUST	8,301,171	B Class	2.50%
8.	OLD MUTUAL SECURITIES FIRST VESTING	2,716,800	B Class	0.82%
9.	OLD MUTUAL SECURITIES NOMINEES (PVT) LTD	1,471,543	B Class	0.44%
10.	MUSHOSHO JONAS	289,881	B Class	0.09%
	Others	5,168,597	B Class	1.56%
	Total	332,046,874		100.00%

The 1 Preference Share issued is owned by the Old Mutual (Zimbabwe) Dividend Access Trust.

16.1 OMZIL B Class Share trading history

Information on the trading history of the OMZIL B Class share is presented in Annexure 2 of this Pre-Listing statement.

SECTION II: DETAILS OF THE LISTING

17. Regulatory issues

This Pre-Listing Statement is being issued in compliance with the FINSEC Issuer Admission Rules as provided for by the Securities (Alternative Trading Platform) Rules, 2016. FINSEC have approved the distribution of this Pre-Listing Statement. A copy of the approval letter from the FINSEC Listings Committee is available for inspection by shareholders ahead of the listing date for OMZIL.

18. Litigation statement

OMZIL is not involved in or aware of any material litigation, dispute, or arbitration proceedings which may, or have had in the last twelve (12) months preceding the date of this Pre-Listing Statement, a significant effect on the financial position of OMZIL, nor is OMZIL aware of any such material litigation, dispute or arbitration proceedings that are pending or threatened.

19. Tax implications of the Listing

Prior to seeking admission onto the ATP, the OMZIL B Class Shares were trading on the OTC Platform since the distribution of shares to qualifying investors as part of the Company's Indigenization plan. As a result of the ATP listing, Capital Gains Withholding Tax and Stamp Duty will now be charged at 1% and 0.25% per transaction respectively.

OMZIL, upon listing of its B Class Shares, will be required in terms of the current tax legislation to withhold 10% shareholders tax upon dividend distribution to resident and non-resident shareholders. The 10% shareholders tax applies whether the dividend distribution is in cash or specie. For non-resident shareholders, the withholding tax rate may differ where there is a double taxation agreement between Zimbabwe and that other country.

20. Experts' consents

Old Mutual Securities (Pvt) Ltd, KPMG, Corpserve and Kantor & Immerman have given, and have not withdrawn, their consents to the issue of this Pre-Listing Statement with the inclusion of their logos, names and reports in the forms and contexts in which they appear.

21. Documents available for inspection

The following documents or certified copies thereof, are available for inspection at the registered office of OMZIL, at 100 The Chase West, Emerald Hill, Harare, during normal business hours, on week days until the date of the Listing:

- The Memorandum and Articles of Association of OMZIL;
- The financial reporting package of OMZIL as at 31 December 2011, 31 December 2012, 31 December 2013, 31 December 2014 and 31 December 2015;
- OMZIL's unaudited interim financial reports as at 30 June 2016;
- The Accountant's Report on the historical financial information of OMZIL;
- Term sheet for the Preference Share;
- The Original Pre-Listing Statement ;
- The rules of trading OMZIL shares on the
- FINSEC ATP;
- The experts' and advisors' consents
- Approval letter from the FINSEC Listings Committee.

SECTION III: Corporate Governance

22. Corporate governance framework

The Company is committed to the principles of good corporate governance and best practices, and espouses a strong culture of business ethics, openness, transparency, integrity and accountability in its dealings with all stakeholders. OMZIL's structures, operations, policies, and procedures are continuously evaluated and updated to ensure compliance with the law and generally accepted standards of good corporate governance.

The Board is currently composed of nine (9) Directors, comprising two (2) Executive Directors, two (2) Non-Executive Directors, one of whom is the Chairman and five (5) Independent Non-Executive Directors.

An independent director is a non-executive director who, among other things, does not have a direct or indirect interest in OMZIL which exceeds 5% of the Company's total number of shares in issue; does not have a direct or indirect interest in OMZIL which is less than 5% of the Company's total number of shares in issue, but is material to his personal wealth; and has not been appointed as the lead or direct professional advisor to the Company for the preceding financial year which interest or appointment could materially interfere with, or could reasonably be perceived to materially interfere with, the independent exercise of their judgement.

The Board is responsible for giving direction to the Company through setting the overall strategy, key policies and risk parameters. It holds quarterly board meetings, an annual strategy morning session and ad hoc meetings as and when there is urgent critical business to dispose of.

In line with principles of good corporate governance, the Company has the following permanent Board Committees:

- Audit, Risk and Compliance Committee;
- Remuneration Committee

The Audit, Risk and Compliance Committee consists of six (6) Non-Executive Directors, including the Chairman, and meets quarterly. The Audit, Risk and Compliance Committee Chairman is a Non-Executive Director while the other members are board members of OMZIL's key operating subsidiaries and members of the audit, risk and compliance committees thereof.

The Remuneration Committee comprises four Non-Executive Directors, three (3) of whom including the Chairman are independent. The Remuneration Committee also meets on a quarterly basis.

23. Directors of OMZIL

Name	Age	Residential Address	Nationality	Position
Johannes !Gawaxab	60	13 Herzinger Crescent, Klein Windhoek, Windhoek, Namibia	Namibian	Non-Executive Chairman
Jonas Mushosho	58	27 Mondynes Drive, Mandara, Harare, Zimbabwe	Zimbabwean	Group Chief Executive Officer
Mordecai Pilate Mahlangu	64	9 Sunningdale Drive, Helensvale, Borrowdale, Harare, Zimbabwe	Zimbabwean	Independent Non-Executive Director
Leonard Ladislas Tumba (Dr)	73	23 Anne Mcgregor Avenue, Shawasha Hills, Harare, Zimbabwe	Zimbabwean	Independent Non-Executive Director
Kennedy Mandevani (Dr)	61	255 Enteprise Road, The Grange, Chisipite, Harare, Zimbabwe	Zimbabwean	Independent Non-Executive Director
Iain Williamson	46	No. 12 Osmarie, Brook Street, Claremont, 7700, South Africa	South African	Non-Executive Director
Isiah Tendai Mashinya	51	6 Newbold road, Greystone Park, Harare, Zimbabwe	Zimbabwean	Executive Director
Timothy Michael Johnson	70	43 Orange Grove Drive Highlands, Harare, Zimbabwe	Zimbabwean	Independent Non-Executive Director
Daryl Benecke	72	17 Le Shac Marine Drive, Shelly Beach 4265 KZN, South Africa	South African	Independent Non-Executive Director

24. Directors' profiles

Johannes !Gawaxab - Non-Executive Chairman

Johannes holds a Master's degree in Business and is a Master of Business Leadership graduate. He served as Managing Director, Old Mutual Africa Holdings Limited, Group Chief Executive, Old Mutual Namibia and Chief Executive Old Mutual Asset Managers. He previously served as General Manager Air Namibia and Managing Executive, Air Namibia UK/Ireland. He won several business leadership awards in Namibia and was instrumental in increasing the footprint of Old Mutual as the leading financial services Group in Africa. Johannes is the Executive Chairman and Founding partner of Eos Capital, a Private Equity Fund in Namibia. He also holds directorships in Old Mutual Nigeria Holdings, Old Mutual Life Insurance Ghana, Rossing Uranium Mine (in Namibia), and is Chairman of Namcor (Namibia's national oil company)

Jonas Mushosho - Group Chief Executive Officer

Jonas has the experience in life assurance, short-term insurance and banking. Jonas, who has been Group Chief Executive of Old Mutual Zimbabwe since 2012, was appointed Chief Executive Officer of Old Mutual East and Southern Africa, with effect from 1 October 2016. He retains his position of Zimbabwe Group CEO and is based in Harare. Jonas is a Chartered Accountant (Zimbabwe) and an MBA graduate, and has been with Old Mutual for 26 years. His previous positions include Managing Director of the life business, Group Finance Director and General Manager of retail business in Zimbabwe.

Mordecai Mahlangu - Independent Non-Executive Director

Mordecai is a partner in Gill, Godlonton and Gerrans since 1991 and has been a registered Attorney of the High Court of Zimbabwe since 1978. Trained as a general practitioner, Mordecai practices corporate and commercial law, labour and commercial litigation and is often called upon to act as an arbitrator in labour and commercial disputes. Mordecai holds a BL Honours and LLB degrees from the University of Zimbabwe and is a member of the Law Society of Zimbabwe and of the International Bar Association. He also sits on the Boards of various companies in Zimbabwe, both listed and unlisted, and until recently, sat on the Board of the Reserve Bank of Zimbabwe. In 1995 Mordecai worked in New York, advising on International Investment generally, and in relation to Sub-Saharan Africa. He is currently the Chairman of Old Mutual Life Assurance Company Zimbabwe (OMLACZ).

Dr Leonard Tumba - Independent Non-Executive Director

Leonard, who holds a Ph.D. in Economics, was the Governor of the Reserve Bank of Zimbabwe from August 1993 to August 2003 and is currently the Chairman of Central Africa Building Society (CABS). Prior to his work in the private sector, Dr. Tumba consulted for the United Nations Commission on Trade and Development, and served as Assistant Professor of Economics at Trinity College.

Leonard worked extensively with Citibank NA in the late 1970s and early 1980s, serving as International Economist and Associate Economist, and later as Money Economist—Vice President. He also served as General Manager and Deputy Governor of the Reserve Bank, Group Chief Executive for Finhold and President of the Institute of Bankers of Zimbabwe.

Leonard holds directorships in several listed and non-listed companies.

Dr Kennedy Mandevani - Independent Non-Executive Director

Kennedy, who holds a doctorate in Innovation and Technology, is the Managing Director of National Tyre Services Ltd. He also holds a directorship in Auto Tyre Services Zimbabwe and is the Chairman of Old Mutual Investment Group Zimbabwe (Pvt) Limited. He previously served as Managing Director of Dunlop Zimbabwe, Managing Director of British American Tobacco (Zimbabwe) and Managing Director (Zambia) of Rothmans of Pall Mall. Prior to that he was Marketing Director of Rothmans of Pall Mall, Assistant General Manager of Air Zimbabwe and Brand Manager, Sales Manager and Marketing Manager of Unilever.

Iain Williamson - Non-Executive Director

Iain is the Finance Director for OMEM. He was previously the Managing Director, Retail Affluent (OMSA) and the General Manager, Finance for Retail Affluent OMSA and prior to that, Finance Actuary, OMSA. He also served as the Head of Strategy and Product Platforms, OMSA and also as the Chief Operations Officer for Private Wealth Management (OMSA). His other previous positions include manager for Actuarial Finance & Individual Life, OMSA and senior manager, Corporate Development, Old Mutual plc.

Isiah Tendai Mashinya – Executive Director

Isiah is a Chartered Accountant (Zimbabwe) by profession and an MBL graduate. He is the Managing Director of Old Mutual Shared Services (Pvt) Limited and he serves on the boards of Old Mutual Property Zimbabwe (Pvt) Limited, Old Mutual Securities (Pvt) Limited and Old Mutual Custodial Services. He was previously Director of Central Africa Building Society (CABS).

Timothy Michael Johnson – Independent Non-Executive Director

Timothy who holds a B. Com. degree is currently the Trustee's Representative of the Beit Trust. He previously served as Chief Executive of Astra Corporation Ltd, Chairman of Cairns Holdings Ltd and in various other capacities in Cairns Holdings Ltd, and Johnson and Fletcher Ltd prior to that. Timothy is the Non-Executive Chairman of RM Insurance Holdings and director of Zimplot Holdings Ltd and CIMAS.

Daryl Benecke – Independent Non-executive Director

Daryl is a Chartered Accountant (Zimbabwe and South Africa) by profession. He served his articles of clerkship with Deloitte and Touche and qualified as a Chartered Accountant in 1967. He went on to hold senior financial positions in large corporates such as Lobels, Tregers and Radar Group of companies. Daryl was a partner in Coopers and Lybrand Chartered Accountants for twelve years. He has been running his own consulting firm since 1987. He was also the Institute of Chartered Accountants (ICAZ) Chief Executive Officer for one and half years. He is the current chairman of the OMZIL Audit, Risk and Compliance Committee (ARCC) as well as being a director of OMLACZ.

25. Directors’ interests

The Directors hold the following shares in OMZIL, and Old Mutual plc, which is the ultimate controlling shareholder of OMZIL:

Name	Direct Shareholding	Indirect Shareholding	Total
Johannes !Gawaxab	Nil	Nil	Nil
Jonas Mushosho	289,881	25,966	315,847
Mordecai Pilate Mahlangu	Nil	965	965
Leonard Ladislas Tumba (Dr.)	1,007	2,280	3,287
Kennedy Mandevani (Dr.)	Nil	262	262
Iain Williamson	Nil	Nil	Nil
Timothy Michael Johnson	Nil	Nil	Nil
Isiah Tendai Mashinya	39,783	10,624	50,407
Daryl Benecke	Nil	Nil	Nil

26. Other interests

Except as disclosed in this Document, none of the Directors of OMZIL nor any member of their immediate families, nor any person acting in concert with the Directors of OMZIL, control or is interested, beneficially or otherwise, in any shares or in any securities convertible to rights to subscribe for OMZIL shares.

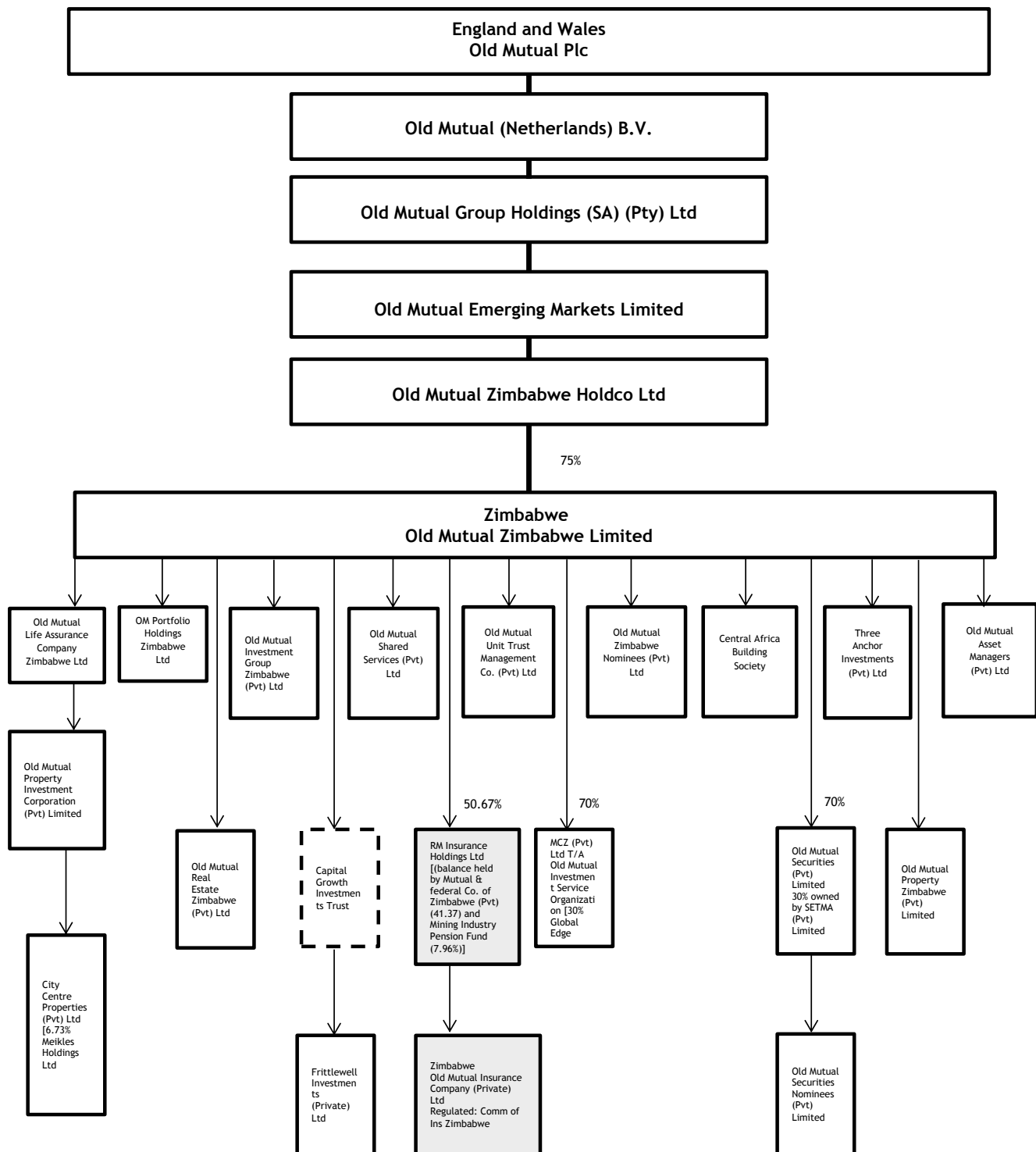
27. Directors’ responsibility statement

The directors of OMZIL, whose names are set out below, collectively and individually accept full responsibility for the accuracy of the information provided in this Pre-Listing Statement and certify that, to the best of their knowledge and belief, there are no other facts the omission of which make any statement in this Pre-Listing Statement false or misleading, that they have made all reasonable enquiries to ascertain such facts (where applicable), and that this Pre-Listing Statement contains all information required by law and the FINSEC Issuer Admission Rules.

Approved on 28 November 2016 by the Directors of OMZIL:

Director’s name	Position
Johannes !Gawaxab	Non-Executive Chairman
Jonas Mushosho	Group Chief Executive Officer
Mordecai Pilate Mahlangu	Independent Non-Executive Director
Dr Leonard Ladislas Tumba	Independent Non-Executive Director
Dr Kennedy Mandevani	Independent Non-Executive Director
Iain Williamson	Non-Executive Director
Isiah Tendai Mashinya	Executive Director
Timothy Michael Johnson	Independent Non-Executive Director
Daryl Benecke	Independent Non-Executive Director

ANNEXURE 1 OMZIL ORGANOGRAM



ANNEXURE 2

OMZIL B CLASS SHARES TRADING HISTORY

The OMZIL monthly trading price from 2013 to October 2016 is presented in the table below;

Date	Share Price (US\$)
31 October 2013	1.40
30 November 2013	1.40
31 December 2013	1.40
31 January 2014	1.40
28 February 2014	1.40
31 March 2014	1.40
30 April 2014	1.40
31 May 2014	1.31
30 June 2014	1.31
31 July 2014	1.31
31 August 2014	1.31
30 September 2014	1.31
31 October 2014	1.31
30 November 2014	1.31
31 December 2014	1.31
31 January 2015	1.11
28 February 2015	1.11
31 March 2015	1.11
30 April 2015	1.11
31 May 2015	1.09
30 June 2015	1.09
31 July 2015	1.09
31 August 2015	1.09
30 September 2015	0.60
31 October 2015	1.09
30 November 2015	1.09
31 December 2015	1.09
31 January 2016	1.00
29 February 2016	1.00
31 March 2016	1.00
30 April 2016	1.00
31 May 2016	1.00
30 June 2016	0.82
31 July 2016	0.82
31 August 2016	0.82
30 September 2016	0.82
31 October 2016	0.82

ANNEXURE 3**ABRIDGED HISTORICAL FINANCIAL STATEMENTS FOR OMZIL AND INTERIMS AS AT 30 JUNE 2016**

The following are the audited financial statements of OMZIL for the periods ended 31 December 2011, 2012, 2013, 2014 and 2015. Interim financial statements to 30 June 2016 that were reviewed for consolidation at Group level are included below.

Abridged Statements of Profit or Loss	2015 US\$000	2014 US\$000	2013 US\$000	2012 US\$000	2011 US\$000
Revenue					
Gross earned premiums	183,524	170,734	159,147	136,714	104,793
Outward reinsurance	(12,242)	(10,185)	(10,321)	(9,006)	(6,165)
Net earned premiums	171,282	160,549	148,826	127,708	98,628
Investment (loss)/income (non-banking)	(126,188)	(101,175)	235,237	92,382	(6,962)
Banking interest and similar income	100,837	80,500	65,844	49,332	26,919
Fee income	54,571	49,850	37,430	35,172	23,501
Other income	3,305	2,532	449	1,478	675
Total revenue	203,807	192,256	487,786	306,072	142,761
Expenses					
Claims and benefits	(47,656)	(52,689)	(241,203)	(148,106)	(58,699)
Reinsurance recoveries	1,408	299	727	-	1,469
Net claims incurred	(46,248)	(52,390)	(240,474)	(148,106)	(57,230)
Change in provision for investment contract liabilities	8,865	6,988	(19,874)	(6,373)	(5,000)
Banking interest payable and similar expenses	(41,864)	(37,277)	(33,177)	(19,572)	(3,143)
Other operating and administration expenses	(109,936)	(97,281)	(72,593)	(116,626)	(40,725)
Total expenses	(189,183)	(179,960)	(366,118)	(290,677)	(106,098)
Profit before tax	14,624	12,296	121,668	15,395	36,663
Income tax expense	(1,314)	(1,317)	(16,045)	(10,092)	(7,701)
Profit for the financial year	13,310	10,979	105,623	5,303	28,962
Attributable to non-controlling Interests	982	712	3,359	1,872	613
Attributable to owners of parent company	12,328	10,267	102,264	3,431	28,349
	13,310	10,979	105,623	5,303	28,962
Earnings per share					
Basic and diluted (cents)	3.7	3.1	30.8	1.0	8.5

Abridged Statement of Financial Position as at 31 December

	2015	2014	2013	2012	2011
	US\$000	US\$000	US\$000	US\$000	US\$000
Assets					
Investment property	408,391	439,882	465,006	421,404	392,385
Property and equipment	91,222	94,215	93,437	78,094	65,883
Investments and securities	664,014	721,738	787,690	640,054	582,827
Loans and advances	563,142	443,530	322,311	274,157	194,637
Other assets	113,345	106,827	63,282	33,627	18,547
Cash and cash equivalents	137,006	113,646	89,624	84,394	35,235
Total assets	1,977,120	1,919,838	1,821,350	1,531,730	1,289,514
Liabilities					
Long-term business policyholder liabilities	857,175	936,207	995,816	832,099	744,315
Provisions	15,489	11,538	7,205	18,136	14,803
Deferred tax liabilities	31,479	36,856	39,404	26,845	19,429
Borrowed funds	39,247	49,925	24,444	19,172	21,546
Amounts owed to bank depositors	598,646	445,214	294,852	275,964	165,675
Other liabilities	66,950	54,846	59,263	55,954	84,969
Amounts due to group companies	50,000	56,598	60,263	60,331	-
Total liabilities	1,658,986	1,591,184	1,481,247	1,288,501	1,050,737
Net assets	318,134	328,654	340,103	243,229	238,777
Shareholders' equity					
Share capital and premium	1	1	1	1	1
Other reserves	128,388	126,451	128,536	125,605	123,861
Retained earnings	179,231	192,670	202,153	110,977	109,643
	307,620	319,122	330,690	236,583	233,505
Non-controlling interests	10,514	9,532	9,413	6,646	5,272
Total equity	318,134	328,654	340,103	243,229	238,777

Interims of Profit or Loss Statement

Revenue

	30 June 2016 US\$000	30 June 2015 US\$000
Gross earned premiums	96,716	85,799
Outward reinsurance	(4,886)	(5,856)
Net earned premiums	91,830	79,943
Investment returns	(24,465)	(32,760)
Banking interest and similar income	44,931	50,856
Fee income, commissions and income from service contracts	26,474	29,257
Other income	1,029	(1,112)
Total revenue	139,799	126,184
Expenses		
Claims and benefits	(65,274)	(50,582)
Reinsurance recoveries	542	1,164
Net claims incurred	(64,732)	(49,418)
Change in provision for investment contract liabilities	4,103	16,553
Banking interest payable and similar expenses	(17,498)	(22,291)
Other operating and administration expenses	(45,731)	(56,422)
Total expenses	(123,858)	(111,578)
Profit before tax	15,941	14,606
Income tax expense	(3,424)	(1,417)
Profit for the half year	12,517	13,189
Attributable to non-controlling interests	980	642
Attributable to owners of parent company	11,537	12,547
Earnings per share		
Basic and diluted (cents)	3.5	3.8

Statement of Financial Position as at

	30 June 2016 US\$000	31 December 2015 US\$000
Assets		
Investment property	397,820	408,391
Property and equipment	87,890	91,222
Investments and securities	699,833	664,014
Loans and advances	532,894	563,142
Other assets	93,841	113,346
Cash and cash equivalents	114,877	137,005
Total assets	1,927,155	1,977,120
Liabilities		
Long-term business policyholder liabilities	853,948	857,174
Provisions	14,528	15,489
Deferred tax liabilities	31,873	31,479
Borrowed funds	31,965	39,247
Amounts owed to bank depositors	556,269	598,646
Other liabilities	69,712	66,951
Amounts due to group companies	50,000	50,000
Total liabilities	1,608,295	1,658,986
Net assets	318,860	318,134
Shareholders' equity		
Share capital and premium	1	1
Other reserves	130,585	128,388
Retained earnings	176,780	179,231
	307,366	307,620
Non-controlling interests	11,494	10,514
Total equity	318,860	318,134

ANNEXURE 4 - INDEPENDENT REPORTING ACCOUNTANTS' REPORT

KPMG
 Mutual Gardens
 100 The Chase (West)
 Emerald Hill
 P. O. Box 6 Harare
 Zimbabwe

Tel +263 (4) 303700
 +263 (4) 302600
 Fax +263 (4) 303699

Private and confidential
 The Directors
 Old Mutual Zimbabwe Limited
 100 The Chase
 Emerald Hill
 Harare
 29 November 2016

Dear Sirs

Independent reporting accountants' report on the abridged financial information of Old Mutual Zimbabwe Limited

1. Introduction

In terms of the Issuer Admission Rules of Financial Securities Exchange (Private) Limited ("FINSEC") ATP, we report hereunder on the historical financial information of Old Mutual Zimbabwe Limited ("OMZIL", or "the Company"). OMZIL was incorporated in Zimbabwe on 10 June 1998 under Certificate of Incorporation No. 5684/98.

The purpose of this report is for inclusion in the Pre-Listing Statement of OMZIL in relation to the proposed Admission and Listing of OMZIL on the FINSEC ATP to be dated 29 November 2016, under the Issuer Admission Rules of Financial Securities Exchange (Private) Limited (FINSEC) ATP for the proposed listing by introduction of issued and fully paid B Class shares in the capital of Old Mutual Zimbabwe Limited comprising 83,011,718 (Eighty Three Million Eleven Thousand Seven Hundred and Eighteen) B Class shares of US\$0.0000032 nominal value each ("hereinafter referred to as the proposed transaction").

2. Responsibilities

The directors of OMZIL are solely responsible for the compilation, contents and presentation of the Pre Listing Statement dated 29 November 2016 of which this report is a part, and for the financial statements and other financial information from which the financial information contained in the Pre Listing Statement has been prepared, in accordance with International Financial Reporting Standards ("IFRSs") and in the manner required by the Companies Act (Chapter 24:03), the Insurance Act (Chapter 24:07), the Pension and Provident Funds Act (Chapter 24:09), the Asset Management Act (Chapter 24:26), the Collective Investment Schemes Act (Chapter 24:19) and the Securities and Exchange Act (Chapter 24:25) and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

Our responsibility is to report on the financial information in accordance with the requirements of the Issuer Admission Rules of FINSEC ATP. We do not accept any responsibilities for any reports given by us on any financial information used in the compilation of the financial information, beyond that owed to those to which those reports were addressed at the date of issue.

3. Basis of preparation

The consolidated financial statements of OMZIL are presented in United States dollars, which is its functional currency.

4. **Audit opinions**

KPMG Chartered Accountants (Zimbabwe) ("KPMG") were appointed auditors of the Company in 2000 and will be reporting on its financial statements prospectively.

We reported on the annual financial statements for the years ended 31 December 2011 to 31 December 2015 as follows:

1.1. **Audited financial statements for the year ended 31 December 2015**

An unqualified opinion was issued.

1.2. **Audited financial statements for the year ended 31 December 2014**

An unqualified opinion was issued.

1.3. **Audited financial statements for the year ended 31 December 2013**

An unqualified opinion was issued.

1.4. **Audited financial statements for the year ended 31 December 2012**

An unqualified opinion was issued.

1.5. **Audited financial statements for the year ended 31 December 2011**

An unqualified opinion was issued.

5. **Format of the report**

As the purpose of the financial information differs from the purpose of the financial statements prepared for members, the financial information is not intended to comply in full with the presentation and disclosure requirements of the Companies Act (Chapter 24:03) the Insurance Act (Chapter 24:07), the Pension and Provident Funds Act (Chapter 24:09), the Asset Management Act (Chapter 24:26), the Collective Investment Schemes Act (Chapter 24:19) and the Securities and Exchange Act (Chapter 24:25) and IFRSs promulgated by the International Accounting Standards Board ("IASB").

Our report shall not in any way constitute recommendations regarding the completion of the transaction or the issue of the Pre Listing Statement.

KPMG Chartered Accountants (Zimbabwe)

Harare

29 November 2016

**GROUP STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED 31 DECEMBER 2015**

Revenue	Notes	2015 Group US\$	2014 Group US\$
Gross earned premiums	3	183 524 027	170 734 340
Outward reinsurance		(12 242 042)	(10 184 683)
Net earned premiums		171 281 985	160 549 657
Investment returns (non banking)		(126 188 175)	(101 175 487)
Banking interest and similar income		100 837 061	80 499 784
Fee income, commissions and income from service contracts		54 570 888	49 849 715
Other income		3 305 084	2 531 897
Total revenue		203 806 843	192 255 566
Expenses			
Claims and benefits (including change in insurance contract provisions)	4	(47 655 890)	(52 689 153)
Reinsurance recoveries		1 407 858	299 091
Net claims incurred		(46 248 032)	(52 390 062)
Change in provision for investment contract liabilities		8 865 189	6 987 925
Fees, commissions and other acquisition costs		(7 487 469)	(7 344 964)
Banking interest payable and similar expenses		(41 863 580)	(37 276 611)
Other operating and administration expenses		(102 448 790)	(89 936 816)
Total expenses		(189 182 682)	(179 960 528)
Profit before tax		14 624 161	12 295 038
Income tax expense		(1 314 178)	(1 316 828)
Profit for the financial year		13 309 983	10 978 210
Attributable to non-controlling interests		981 932	711 669
Attributable to owners of parent company		12 328 050	10 266 541
		13 309 983	10 978 210

**GROUP STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Notes	2015 Group US\$	2014 Group US\$
Profit for the financial year		13 309 982	10 978 210
Other comprehensive income items that will not Be reclassified to profit or loss			
Property revaluation		(4 565 152)	587 961
Shadow accounting		(250 328)	(250 328)
Regulatory impairment allowance		(8 095 014)	(1 750 974)
Total comprehensive income for the year		399 488	9 564 869
Total comprehensive income attributable to:			
Owners of parent company		(582 444)	8 853 200
Non-controlling interest		981 932	711 669
Earnings per share			
Basic and diluted (US cents)	5.1	3.71	3.09

**COMPANY STATEMENT OF PROFIT OR LOSS AND
COMPREHENSIVE INCOME**

FOR THE YEAR ENDED 31 DECEMBER 2015

Revenue	Notes	2015 Company US\$	2014 Company US\$
Investment income		12 371 657	(4 073 835)
Other income		66 993	104 380
Total Revenue		12 438 650	(3 969 455)
Expenses			
Other operating and administration expenses		(4 893 114)	(5 534 770)
Total expenses		(4 893 114)	(5 534 770)
Profit/ (loss) before tax		7 545 536	(9 504 225)
Income tax (expense)/credit	6	(1 580 755)	373 766
Profit/ (loss) for the financial year		5 964 781	(9 130 459)
Other comprehensive income		-	-
Total comprehensive income		5 964 781	(9 130 459)

**GROUP STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Notes	2015 Group US\$	2014 Group US\$
Assets			
Investment property	7	408 390 833	439 881 551
Property and equipment	8	91 221 552	94 215 019
Deferred acquisition costs		897 850	799 634
Reinsurance contracts	9	1 791 636	1 576 452
Investment and securities	10	664 014 093	721 738 004
Deferred tax assets	18	790 006	930 039
Current tax assets		-	55 067
Loans and advances	12	563 142 252	443 529 711
Other assets	13	109 865 913	95 467 372
Non current assets held for sale		-	8 000 000
Cash and cash equivalents		137 005 928	113 645 538
Total assets		1 977 120 063	1 919 838 387
Liabilities			
Insurance contract liabilities	14	785 793 472	853 274 125
Investment contract liabilities	15	71 381 199	82 932 804
Provisions	17	15 488 708	11 538 014
Deferred tax liabilities	18	31 478 765	36 856 094
Current tax payables		734 474	-
Amounts due to group companies	11	50 000 000	56 598 410
Amounts owed to bank depositors	19	598 646 228	445 213 402
Borrowed funds		39 247 353	49 925 214
Other liabilities		66 215 266	54 845 367
Total Liabilities		1 658 985 465	1 591 183 430
Net assets		318 134 598	328 654 957
Shareholders' equity			
Share capital and premium	33	1 065	1 065
Non-distributable reserve		52 457 048	52 457 048
Share option reserve		45 121 581	46 464 058
Revaluation reserve		20 276 913	25 092 393
Regulatory provisions reserve		10 532 748	2 437 734
Retained earnings		179 231 048	192 670 396
		307 620 403	319 122 694
Non-controlling interests		10 514 195	9 532 263
Total equity		318 134 598	328 654 957

**COMPANY STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Notes	2015 Company US\$	2014 Company US\$
Assets			
Investment property		480 000	480 000
Investments in subsidiary companies	29	71 580 094	69 551 667
Property and equipment		251 061	349 508
Investment and securities		71 267 153	93 237 612
Amounts due by group companies	30	29 011 103	26 199 151
Other receivables		205 773	303 333
Cash and cash equivalents		1 774 914	869 128
Total assets		174 570 098	190 990 399
Liabilities			
Provisions		898 722	750 590
Deferred tax liability	32	1 173 574	1 279 399
Current tax payable		268 710	4 302
Amounts due to group companies	30	42 388 322	45 908 099
Other liabilities		38 148 510	40 158 334
Total liabilities		82 877 838	88 100 724
Net assets		91 692 260	102 889 675
Shareholders' equity			
Share capital and premium	33	1 065	1 065
Non-distributable reserve		19 953 027	19 953 027
Share option reserve		56 099 929	53 555 705
Retained income		15 638 239	29 379 878
Total equity		91 692 260	102 889 675

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Notes	Share capital & premium US\$	Non-distributable reserve US\$	Revaluation reserve US\$	Share option reserve US\$	Regulatory provisions reserve US\$	Retained income US\$	Equity total US\$	Non-controlling interests US\$	Equity total US\$
2015										
Shareholders' equity at beginning of year		1 065	52 457 048	25 092 393	46 464 058	2 437 734	192 670 396	319 122 694	9 532 263	328 654 957
Profit for the financial year							12 328 050	12 328 050	981 932	13 309 982
Other comprehensive income										
Shadow accounting				(250 328)				(250 328)		(250 328)
Revaluation of property				(4 565 152)				(4 565 152)		(4 565 152)
Transfer to reserve						8 095 014	(8 095 014)	-		-
Total Comprehensive income for the year		-	-	(4 815 480)	-	8 095 014	4 233 036	7 512 570	981 932	8 494 502
Vested shares paid out					(1 342 477)			(1 342 477)		(1 342 477)
Dividends paid							(17 672 384)	(17 672 384)		(17 672 384)
Transactions with shareholders		-	-	-	(1 342 477)	-	(17 672 384)	(19 014 861)	-	(19 014 861)
Shareholders' equity at end of year		1 065	52 457 048	20 276 913	45 121 581	10 532 748	179 231 048	307 620 403	10 514 195	318 134 598
2014										
Shareholders' equity at beginning of year		1 065	52 457 048	24 754 760	46 093 646	5 231 779	202 152 629	330 690 927	9 412 554	340 103 481
Profit for the financial year							10 266 541	10 266 541	711 669	10 978 210
Other comprehensive income										
Shadow accounting				(250 328)				(250 328)		(250 328)
Revaluation of property				587 961				587 961		587 961
Transfer to reserve						1 750 974	(1 750 974)	-		-
Total Comprehensive income for the year		-	-	337 633	-	1 750 974	8 515 567	10 604 174	711 669	11 315 843
Vested shares paid out					370 412			370 412		370 412
Impairment loss						(4 545 019)		(4 545 019)		(4 545 019)
Dividends paid							(17 997 800)	(17 997 800)	(591 960)	(18 589 760)
Transactions with shareholders		-	-	-	370 412	(4 545 019)	(17 997 800)	(22 172 407)	(591 960)	(22 764 367)
Shareholders' equity at end of year		1 065	52 457 048	25 092 393	46 464 058	2 437 734	192 670 396	319 122 694	9 532 263	328 654 957

STATEMENT OF CHANGES IN EQUITY**FOR THE YEAR ENDED 31 DECEMBER 2015**

	Share capital & premium US\$	Non- distributable reserve US\$	Share option reserve US\$	Retained income US\$	Equity total US\$
2015					
Shareholders' equity at beginning of year	1 065	19 953 027	53 555 705	29 379 878	102 889 675
Changes in equity arising in the year					
Total comprehensive income	-	-	-	5 964 781	5 964 781
Indigenisation transaction	-	-	2 544 224	-	2 544 224
Dividends	-	-	-	(19 706 420)	(19 706 420)
Shareholders' equity at end of year	1 065	19 953 027	56 099 929	15 638 239	91 692 260
2014					
Shareholders' equity at beginning of year	1 065	19 953 027	49 628 183	58 400 978	127 983 253
Changes in equity arising in the year					
Total comprehensive income	-	-	-	(9 130 459)	(9 130 459)
Indigenisation transaction	-	-	3 927 522	-	3 927 522
Dividends	-	-	-	(19 890 641)	(19 890 641)
Shareholders' equity at end of year	1 065	19 953 027	53 555 705	29 379 878	102 889 675

**GROUP STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Notes	2015 Group US\$	2014 Group US\$
Cash flows from operating activities			
Profit before tax		14 624 160	12 295 038
Non-cash movements and adjustments to profit before tax	35.1	121 430 280	126 569 324
Changes in working capital	35.2	21 201 973	3 154 197
Taxation paid	35.3	(5 761 933)	(4 024 557)
		151 494 479	137 994 002
Net cash from operating activities			
Cash flows from investing activities			
Acquisition of financial assets		(95 294 996)	(87 660 219)
Acquisition of investment properties		(6 281 768)	(589 700)
Acquisition of property and equipment		(10 917 376)	(8 045 104)
		(112 494 140)	(96 295 025)
Net cash used in investing activities			
Cash flows from financing activities			
Dividends paid	35.4	(17 672 384)	(19 047 064)
		(17 672 384)	(19 047 064)
Net increase in cash and cash equivalents			
Net foreign exchange differences on cash and cash equivalents		2 032 435	1 369 250
Cash and cash equivalents at the beginning of the year		113 645 538	89 624 373
		137 005 929	113 645 538
Cash and cash equivalents at the end of the year			

**COMPANY STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Notes	2015 Group US\$	2014 Group US\$
Cash flows from operating activities			
Profit/ (loss) before tax		7 545 536	(9 504 225)
Non-cash movements and adjustments to Profit before tax	36.1	21 704 685	28 482 030
Changes in working capital	36.2	(8 243 405)	(8 084 466)
Taxation paid	36.3	(1 422 172)	(2 352)
		19 584 644	10 890 987
Net cash from operating activities			
Cash flows from investing activities			
Acquisition of financial assets		1 821 885	8 792 856
Proceeds from disposal of property and equipment		8 388	31 748
Net increase in investments in subsidiaries		(800 000)	(200 000)
Acquisition of property and equipment		(2 711)	(262 164)
		1 027 562	8 362 440
Net cash used in investing activities			
Cash flows from financing activities			
Dividends paid	36.4	(19 706 420)	(20 347 945)
		(19 706 420)	(20 347 945)
Net cash used in financing activities			
		905 786	(1 094 518)
Net increase/ (decrease) in cash equivalents			
Cash and cash equivalents at the beginning of the year		869 128	1 963 646
		1 774 914	869 128
Cash and cash equivalents at the end of the year			

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**1 General Information**

Old Mutual Zimbabwe Limited (OMZIL) and its subsidiaries are incorporated in Zimbabwe. These financial statements comprise the Company and its Subsidiaries (collectively the 'Group' and individually 'Group companies'). The Group's main activities include life assurance, short term insurance, property investments, asset management and conducting building society activities which include mortgage lending, deposit acceptance and investing. OMZIL is a 75% owned subsidiary of OM Zimbabwe Holdco Limited which is ultimately a wholly owned subsidiary of Old Mutual plc. Where reference is made to "the group" in the accounting policies, it should be interpreted as referring to the company where the context requires, unless otherwise noted.

2 Accounting Policies**2.1 Statement of compliance**

The financial statements are prepared in accordance with International Financial Reporting Standards (IFRSs) and in accordance with the requirements of the Insurance Act (Chapter 24:07), the Pension and Provident Funds Act (Chapter 24:09), the Building Societies Act (Chapter 24:02), the Asset Management Act (Chapter 24:26), the Securities and Exchange Act (Chapter 24:25), the Collective Investment Schemes Act (Chapter 24:19) and the Zimbabwe Companies Act (Chapter 24:03). IFRSs comprise interpretations adopted by the International Accounting Standards Board (IASB), which includes standards adopted by the International Accounting Standards Board (IASB) and interpretations developed by the International Financial Reporting Interpretations Committee (IFRIC) or by the former Standing Interpretations Committee (SIC).

2.2 Basis of preparation

The financial statements provide information about the financial position, results of operations and changes in the financial position of the Group. They are based on the statutory records that are maintained under the historical cost convention with the exception of investments and property and equipment, which are included at valuation as described in note 2.9, 2.10 and 2.13 below; insurance contract provisions and provisions for investment contracts with discretionary participating features which are calculated on a Financial Soundness Valuation Basis. The accounting policies have been consistently applied to all periods presented.

The Company's functional and presentation currency is the United States Dollar (USD). All amounts have been rounded to the nearest dollar.

The Group financial statements have been prepared on the going concern basis which the directors believe to be appropriate having taken into consideration the points set out in the Director's report.

2.3 Critical accounting estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected. Critical accounting estimates are those which involve the most complex or subjective judgement or assessments.

The areas of the Group's business that typically require such estimates are life insurance contract provisions, determination of the fair value for financial assets and liabilities, investment properties, provisions, and foreign currency denominated assets and liabilities.

Insurance contract accounting and key assumptions made in determining insurance contract provisions are discussed in more detail in note 2.6.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

The fair values of investment properties, financial assets and liabilities are classified and accounted for in accordance with the policies set out in section 2.9 and 2.13 below. They are valued on the basis of listed market prices in so far as this is possible. If prices are not readily determinable, fair value is based either on internal valuation models or management estimates of amounts that could be realized under current market conditions.

The translation of the foreign currency denominated assets and liabilities to local currency is based on the year-end exchange rate and transactions at the average exchange rate. Assets are subject to annual impairment reviews or whenever there is an indication of impairment. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined as the higher of fair value less costs to sell or value in use. Impairment losses are recorded in profit or loss in the period in which they occur.

2.4 Scope of consolidation**2.4.1 Subsidiary undertakings**

Subsidiary undertakings are those enterprises controlled by the Group. The financial statements of subsidiaries are included in the group financial statements from the date that control commences until the date that control ceases. Subsidiary undertakings include structured entities created to accomplish a narrow well-defined objective, which may take the form of a corporation, trust, partnership or unincorporated entities, and which the substance of the relationship between the Group and the entity indicates that the entity is controlled by the Group.

Control exists when the Group is exposed or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The Group considers the existence and effect of potential voting rights currently exercisable or convertible when assessing whether it has control. Entities in which the Group holds half or less of the voting rights, but are controlled by the Group retaining the majority of risks or benefits, are also included in the group accounts. The Group financial statements include the assets, liabilities, and results of the Group and subsidiary undertakings controlled by the Group.

The results of subsidiary undertakings acquired and disposed of during the year are included in profit or loss from the date of acquisition, up to the date of disposal or control ceasing. Intra-group balances and transactions, and all profits and losses arising from intra-group transactions, are eliminated in preparing the Group financial statements. Unrealised losses are not eliminated to the extent that they provide evidence of impairment

Non-controlling interests are measured at their proportionate share of the fair values of the assets and liabilities recognised. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Loss of Control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

2.4.2 Associates

An associate is an entity, including an unincorporated entity, over which the Group has significant influence but not control or joint control, through participation in the financial and operating policy decisions of the investee (and that is neither a subsidiary nor an investment in a joint venture). This is generally demonstrated by the Group holding in excess of 20%, but less than 50%, of the voting rights. All other factors, contractual or otherwise, are assessed in determining whether the group has the ability to exercise significant influence.

The results, assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting. The carrying amount of such investments is reduced to recognise any impairment in the value of individual investments. Where a Group enterprise transacts with an associate of the Group, unrealised profits and losses are eliminated to the extent

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

of the Group's interest in the relevant associate. Unrealised losses are eliminated in the same way but only to the extent that there is no evidence of impairment.

Investments in associates that are held with a view to subsequent resale are accounted for as non-current assets held for sale, and those held by policyholder life assurance funds are accounted for as financial assets fair valued through profit and loss.

2.4 Revenue

Revenue comprises premium income from insurance contracts and investment contracts with a discretionary participating feature, fee income from investment management contracts, commission income, interest income and investment income and fees for the administration and management of services rendered. Fees charged for management services provided are recognised as revenue in profit or loss as the services are provided. Revenue is accounted for in accordance with the particular accounting policies as set out in section 2.6 and 2.13 below.

2.5 Insurance and investment contracts**2.6.1 Classification of contracts**

Contracts under which the Group accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder or other beneficiary if a specified uncertain future event (the insured event) adversely affects the policyholder are classified as insurance contracts. Insurance risk is risk other than financial risk. Financial risk is the risk of a possible future change in one or more of a specified interest rate, security price, commodity price, foreign exchange rate, index of prices or rates, a credit rating or credit index or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract.

Insurance risk is significant if, and only if, an insured event could cause an insurer to pay significant additional benefits in any scenario, excluding scenarios that lack commercial substance. If significant additional benefits would be payable in scenarios that have commercial substance, significant insurance risk exists even if the insured event is extremely unlikely or even if the expected present value of contingent cash flows is a small proportion of the expected present value of all remaining contractual cash flows.

A contract that is classified as an insurance contract remains an insurance contract, until all rights and obligations are extinguished or expire. Contracts under which the transfer of insurance risk to the Group from the policyholder is not significant are classified as investment contracts. Contracts with a discretionary participating feature are those under which the policyholder holds a contractual right to receive additional payments as a supplement to guaranteed minimum payments. These additional payments, the amount or timing of which is at the Group's discretion, represent a significant portion of the total contractual payments and are contractually based on:

- i. the performance of a specified pool of contracts or a specified type of contract, and
- ii. realised and/or unrealised investment returns on a specified pool of assets held by the Group.

Contracts with a discretionary participating feature may be classified either as insurance contracts or investment contracts. All contracts with a discretionary participating feature are accounted for in the same manner as insurance contracts.

2.6.2 Premiums on contracts

Premiums and annuity considerations receivable under insurance contracts and investment contracts with a discretionary participating feature are recognised gross of commission, and exclude taxes and levies. Premiums in respect of other insurance contracts and investment contracts with a discretionary participation feature are recognised when due for payment.

Outward reinsurance premiums are recognised when due for payment.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

Amounts received under investment contracts other than those with a discretionary participating feature are recorded as deposits to investment contract liabilities.

2.6.3 Revenue on investment management service contracts

Fees charged for investment management services provided in conjunction with an investment contract are recognised as revenue as the services are provided. Initial fees, which exceed the level of recurring fees and relate to the future provision of services are deferred and amortised over the anticipated period in which the service will be provided. Fees charged for investment management service contracts in our asset management business are also recognized on this basis.

2.6.4 Claims on contracts

Claims and benefits incurred under insurance contracts and investment contracts with a discretionary participating feature include maturities, annuities, surrenders, and death and disability payments and are recognised in profit or loss.

Maturity and annuity claims are recorded as they fall due for payment. Death and disability claims and surrenders are accounted for when notified. Reinsurance recoveries are accounted for in the same period as the related claim.

Amounts paid under investment contracts other than those with a discretionary participating feature are recorded as deductions from investment contract liabilities.

Claims incurred in respect of general business consist of claims and claims handling expenses paid during the financial year together with the movement in the provision for outstanding claims.

Claims outstanding comprise provision for the Group's estimate of the ultimate cost of settling all claims incurred but unpaid at the reporting date whether reported or not, and an appropriate prudential margin. Claims outstanding are assessed by reviewing individual claims and making allowance for claims incurred but not yet reported, the effect of both internal and external foreseeable events, such as change in claims handling procedure, inflation, judicial trends, legislative changes and past experience and trends. Anticipated reinsurance recoveries are disclosed separately as assets. Reinsurance and other recoveries are assessed in a manner similar to the assessment of claims outstanding. Claim provisions for claims outstanding are discounted where there is a particularly long period from incident to claims settlement and where there exists a suitable claims pattern from which to calculate the discount.

2.6.5 Insurance contract liabilities

Insurance contract provisions are measured using the Financial Soundness Valuation (FSV) method as set out in the guidelines issued by the Actuarial Society of South Africa (ASSA) in Standard of Actuarial Practice (SAP) 104 (version 8). Under this guideline, provisions are valued using realistic expectations of future experience, with prescribed margins for prudence and deferral of profit emergence.

Provisions for investment contracts with a discretionary participating feature are also computed using FSV method. Surplus allocated to policyholders but not yet distributed (i.e. bonus smoothing reserve) related to these contracts is included as a carrying value of liabilities.

Investment options and guaranteed payments are computed on the prospective deposit method, which produces reserves equal to the present value of future benefit payments.

Derivatives embedded in an insurance contract are not separated and measured at fair value if the embedded derivative itself qualifies for recognition as an insurance contract. The entire contract is measured as described above.

The Group performs liability adequacy testing on its insurance liabilities (including insurance liabilities with discretionary par-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

ticipating features) to ensure that the carrying amount of its liabilities is sufficient in view of estimated future cash flows. When performing the liability adequacy test, the Group discounts all contractual cash flows and compares this amount to the carrying value of the liability. Where a shortfall is identified, an additional provision is made.

The provision estimation techniques and assumptions are periodically reviewed, with any changes in estimates being reflected in profit or loss as they occur.

Whilst the directors consider that the gross insurance contract provisions and the related reinsurance recovery are fairly recognised on the basis of the information currently available to them, the ultimate liability will vary as a result of subsequent information and events and may result in significant adjustments to the amount provided. The Group applies shadow accounting in relation to certain insurance contract provisions, which are supported by owner-occupied properties, on which unrealized gains and losses are recognised within equity.

2.6.6 Investment contract liabilities

Liabilities for investment contracts without a discretionary participating feature are classified as financial liabilities at fair value through profit or loss and are measured at fair value. For unit linked and market linked contracts, this is calculated as the account balance, which is the value of the units allocated to the policyholder, based on the bid price value of the assets in the underlying fund (adjusted for tax). For other linked contracts, the fair value of the liability is determined by reference to the fair value of the underlying assets, and is in accordance with the FSV method, except that negative dollar reserves arising from the capitalisation of future margins are not permitted. The fair value of the liability is subject to the "deposit floor" such that the liability established cannot be less than the amount repayable on demand.

2.6.7 Acquisition costs on long-term insurance

Acquisition costs, disclosed as sales remuneration, comprise all direct and indirect costs arising from the sale of insurance contracts. The FSV method, used to determine insurance contract provisions and provisions for investment contracts with a discretionary participating feature, makes implicit allowance for the deferral of acquisition costs; therefore no explicit deferred acquisition cost asset is recognised in the statement of financial position for the contracts issued in these areas.

2.6.8 Deferred acquisition costs in respect of investment management service contracts

Costs that are directly attributable to securing an investment management service contract are deferred if they can be identified separately and measured reliably and it is probable that they will be recovered. The costs represent the contractual right to benefit from providing investment management services and is amortised as the related revenue is recognised.

2.7 Intangible assets

Intangible assets are measured at cost on initial recognition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and impairment losses.

Intangible assets are amortised over their useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method is reviewed at least each financial year-end. Changes in expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates.

Research costs are expensed as incurred. An intangible asset arising from development expenditure on an individual project is recognized only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete and the ability to measure reliably the expenditure during the development. The carrying value of capitalized development costs is reviewed for impairment annually when the asset is not yet in use or more frequently when an indication of impairment arises during the reporting year.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

Subsequent expenditure on capitalized intangible assets is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. On derecognition of intangible assets, the remaining carrying amount of the asset, is written down in profit or loss in the period of derecognition.

2.8 Investment in subsidiary companies

Investment in subsidiary companies are initially recognised at cost. Subsequent measurement is at cost less any impairment.

2.9 Investment property

Investment property is real estate held to earn rentals and/or for capital appreciation. It does not include owner-occupied property.

Investment properties are initially measured at cost and subsequently at fair value. Internal professional valuers perform valuations annually. Valuations are carried out on properties accounting for at least 65% of the total value of the property portfolio, and properties being valued for the first time. External valuations are obtained for top ten buildings by value or properties representing 65% of the total value of the buildings.

The valuation methodology adopted is dependent upon the nature of the property. The investment method was applied on all income producing properties. This method was applied on industrial, retail, commercial and offices. The direct comparison method was applied to land holdings and residential properties. Property developments are valued in a similar manner to income generating assets except where information about future net income cannot be determined with sufficient confidence, in which case fair value is estimated with reference to the value of the land, and the cost of construction to date. Surpluses and deficits arising from changes in fair value are reflected in profit or loss.

For properties reclassified during the year from property and equipment to investment properties any revaluation gain arising is initially recognised in profit or loss to the extent of previously charged impairment losses. Any residual excess is taken to the revaluation reserve. Revaluation deficits are recognised in the revaluation reserve to the extent of previously recognised gains and any residual deficit is accounted for in profit or loss.

Investment properties that are reclassified to owner occupied property should be revalued at date of transfer, with any difference recognised in profit or loss. Its fair value at date of reclassification becomes its fair value for subsequent accounting.

2.10 Property and equipment**Owned assets**

Owner-occupied property is recognised at revalued amounts, being the fair value at the date of the revaluation less subsequent accumulated depreciation and accumulated impairment losses.

Equipment, principally computer equipment, motor vehicles, fixtures and furniture, are recognised at cost less accumulated depreciation and impairment losses. Property under development is valued at cost.

Subsequent expenditure

Subsequent expenditure is capitalised when it can be reliably measured and will result in probable future economic benefits. Expenditure incurred to replace a separate component of an item of owner-occupied property or equipment is capitalised to the cost of the item and the component replaced is derecognised. All other expenditure is recognised in profit or loss as an expense when incurred.

Revaluation of owner-occupied property

Owner-occupied property is recognised at fair value. Internal professional valuers perform valuations annually. Valuations are carried out on properties accounting for at least 65% of the total value of the property portfolio, and properties being valued

2.10 Property and equipment (continued)

for the first time. External valuations are obtained for top ten buildings by value or properties representing 65% of the total value

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of the buildings. The procedures followed are as per note 2.9 and 18.

When an individual owner-occupied property is re-valued, any increase or decrease in its carrying amount (as a result of the revaluation) is taken to a revaluation reserve in equity, except to the extent it represents an increase that reverses a revaluation decrease previously recognised in profit or loss, or a decrease that exceeds the revaluation surplus.

Derecognition

On derecognition of property and equipment, any gain or loss on disposal, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognised in profit or loss in the period of derecognition. In the case of owner-occupied property, any surplus in the revaluation reserve in respect of the individual property is transferred directly to retained earnings.

Depreciation

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of items of owner-occupied property and equipment that are accounted for separately.

In the case of owner-occupied property, on revaluation any accumulated depreciation at the date of the revaluation is eliminated against the gross carrying amount of the property concerned and the net amount restated to the revalued amount. Subsequent depreciation charges are adjusted based on the revalued amount for each property. Any difference between the depreciation charge on the revalued amount and that which would have been charged under historic cost is transferred net of any related deferred tax, between the revaluation reserve and retained earnings as the property is utilised.

Land is not depreciated.

Owner-occupied property is depreciated over a period of 50 years using the straight line method. Leasehold property is depreciated over a period of 20 years using the straight line method. Motor vehicles, computer equipment, fixtures and furniture are depreciated over 5 years using the straight line method. Computer software is depreciated over a period between 3 to 5 years using the straight line method.

Residual values, useful lives and depreciation methods are re-assessed at each reporting date.

2.11 Taxation

The tax charge for the current year comprises current and deferred tax. Included within the tax charge are charges relating to normal income tax, taxes payable on behalf of policyholders and capital gains tax. Income tax is recognised in profit or loss except to the extent that it relates to items recognised directly to other comprehensive income, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred taxation is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Temporary differences are differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax base. The amount of deferred taxation provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted at the reporting date. Deferred taxation is charged to profit or loss except to the extent that it relates to a transaction that is recognized directly in equity. The effect on deferred taxation of any changes in tax rates is recognised in profit or loss, except to the extent that it relates to items previously charged or credited directly to equity or other comprehensive income.

Deferred tax liability is not recognised on temporary differences that arise from:

- Initial recognition of goodwill;
- initial recognition of an asset or liability in a transaction that is not a business combination which, at the time of transaction, affects neither the accounting nor taxable profit or loss; and temporary differences associated with investment in subsidiaries where the timing of the reversal of the temporary differences can be controlled and it is probable that the

NOTES TO THE FINANCIAL STATEMENTS
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temporary differences will not reverse in the foreseeable future.

Deferred-tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable income will be available, against which the unutilised tax losses and deductible temporary differences can be used. Deferred-tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefits will be realised, such reductions are reversed when the probability of future taxable profits improves.

Deferred tax assets and liabilities are offset only if certain criteria are met.

2.12 Reinsurance

Reinsurance assets comprise contracts with reinsurers under which the Group is compensated for losses on one or more contracts which are classified as insurance contracts. Reinsurance on contracts that do not meet this classification is classified as financial assets.

A reinsurance asset principally includes the reinsurers' share of liabilities in respect of contracts with policyholders. Amounts recoverable under reinsurance contracts are recognised in a manner consistent with the reinsured risks and in accordance with the terms of the reinsurance contract. Reinsurance is presented in the statement of financial position on a gross basis.

Reinsurance assets are assessed for impairment at each reporting date. An asset is deemed impaired if there is objective evidence, as a result of an event that occurred after its initial recognition, that the Group may not recover all amounts due, and that the event has a reliably measurable impact on the amounts that the Group will receive from the reinsurer.

2.13 Financial instruments**Recognition and derecognition**

A financial instrument is recognized when and only when the Group becomes a party to the contractual provisions of the particular instrument. The Group derecognises a financial asset when and only when:

- The contractual rights to the cash flows arising from the financial assets have expired or been forfeited by the Group; or
- It transfers the financial asset including substantially all the risks and rewards of ownership of the asset; or
- It transfers the financial asset, neither retaining nor transferring substantially all the risks and rewards of ownership of the asset, but no longer retains control of the asset.

A financial liability is derecognised when and only when the liability is extinguished, that is, when the obligation specified in the contract is discharged, cancelled or has expired. The difference between the carrying amount of a financial liability (or part thereof) extinguished or transferred to another party and consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

All purchases and sales of financial assets carried at fair value through profit or loss that require delivery within the time frame established by regulation or market convention ('regular way' purchases and sales) are recognised at trade date, which is the date that the Group commits to purchase or sell the asset. Refer to note 4.1.1 for the different categories of financial instruments.

Interest income and expense

Interest income and expense are recognised in profit or loss using the effective interest method taking into account the expected timing and amount of cash flows. Interest income and expense include the amortisation of any discount or premium or other differences between the initial carrying amount of an interest-bearing instrument and its amount at maturity calculated on an effective interest basis.

Dividend income

Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established. Where financial assets are measured at fair value through profit or loss, the dividend income is recognised separately from fair

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

value changes.

Financial assets carried at fair value through profit or loss

Financial assets carried at fair value through profit or loss comprise financial assets classified as held-for-trading and those that the Group has elected to designate at fair value through profit or loss.

Financial assets at fair value through profit or loss are initially recognised at fair value excluding transaction costs directly attributable to their acquisition which are recognised immediately in profit or loss. After initial recognition financial assets at fair value through profit or loss are measured at fair value with the resulting fair value gains or losses adjustment being recognised directly in profit or loss.

Financial assets that the Group has elected to designate at fair value through profit or loss are those where this designation either eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise when using a different measurement basis and are managed, evaluated and reported on using a fair value basis. This election is in respect of financial assets held to support liabilities in respect of contracts with policyholders.

All related fair value gains and losses are included in investment income. Interest earned whilst holding financial assets at fair value through profit or loss is reported as interest income. Dividends received are included in investment income.

Fair value measurement considerations

The fair values of quoted financial assets are based on quoted prices. If the market for a financial asset is not active, the Group establishes fair value using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis and option pricing models.

To the extent that the fair values of unlisted equity instruments cannot be measured reliably, such instruments are carried at cost, subject to impairment assessment.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those classified by the Group at fair value through profit or loss. Subsequent to initial measurement, loans and receivables including those made to fellow Group undertakings are measured at amortised cost using the effective interest rate less any impairment losses. Interest received is recognised as part of investment income.

Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents comprise balances with less than 90 days maturity from the date of acquisition including cash and balances with banks but excluding cash and cash equivalent instruments held for investing purposes. They are measured at amortised cost.

Fuel coupons

Fuel coupons are valued at the prevailing USD market price on initial recognition. After initial recognition these are measured at fair value with the resulting fair value gains or losses being recognised directly in profit or loss.

Financial liabilities

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the amortisation process .i.e. finance cost.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the statement of financial position only when there is a legally enforceable right to set off and there is intention to settle on a net basis or to realize the asset and settle the liability simultaneously.

Income and expense items are offset only to the extent that their related instruments have been offset in the statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**2.14 Impairment of financial assets**

The Group assesses at each reporting date whether there is any objective evidence that a financial asset or Group of financial assets, excluding financial assets at fair value through profit or loss, is impaired.

Assets carried at amortised cost

If there is objective evidence that an impairment loss on loans or receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced either directly or through use of an allowance account. The impairment loss is recognised in profit or loss.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

If, in a subsequent period, the amount of impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in net profit or loss, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

Loans and advances

Balances outstanding in respect of advances are considered to be of a financing nature. Accordingly, these amounts, less interest in suspense and specific and general risk provisions, are treated as receivables. Specific impairment is made when the repayment of identified advances is in doubt and reflects estimated losses. In determining specific impairment, the value of collateral held on mortgage advances is deducted from arrear balances. A prudent valuation of collateral is made by the Group's valuers. A portfolio impairment is made in respect of an estimate to cover the inherent risk in lending and advancing, which cannot be stated in specific terms.

The Reserve Bank of Zimbabwe (RBZ) also requires the Group to provide for provisions for loan losses rather than impairment losses as determined in accordance with International Accounting Standard (IAS) 39. Where the provision as per RBZ guidelines is higher than the IAS 39 impairment losses, the excess is treated as an appropriation to equity.

2.15 Foreign currency translation

Foreign currency transactions are translated into United States Dollars, the Group's functional currency, at the spot exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at rates of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies that are recognised at fair value are translated into the functional currency at foreign exchange rates ruling at the dates the fair values were determined.

Non-monetary assets and liabilities denominated in foreign currencies that are recognised at historical cost are translated into the functional currency at the rate of exchange ruling at the date of the initial recognition of the asset and liability and are not subsequently translated. Exchange gains and losses on the translation and settlement during the period of foreign currency assets and liabilities are recognised in profit or loss. Exchange differences for non-monetary items are recognised in other comprehensive income when the changes in the fair value of the non-monetary item are recognised in other comprehensive income and in profit or loss if the changes in fair value of the non-monetary item are recognised in profit or loss. Exchange gains / losses on available for sale investments are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

2.16 Employee benefits

Employee benefits are all forms of consideration given by the Group in exchange for services rendered by employees.

(i) Post-employment benefits

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(ii) Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer to those benefits and when the Group recognises costs for restructuring. If the benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discontinued. Termination benefits for voluntary redundancies are recognised as an expense at the earlier of when the employee accepts the offer; and when a restriction on the Group's ability to withdraw the offer takes effect.

(iii) Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(iii) Other long-term employee benefits

The company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognised in profit or loss in the period in which they arise.

2.17 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, for which it is probable that an outflow of economic benefits will occur, and where a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under the Group's insurance arrangements, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in profit or loss net of any reimbursement. Where the effect of discounting is material, provisions are discounted. The discount rate used is a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Future operating costs or losses are not provided for.

2.18 Share-based payments

Equity-settled share-based payment transactions

The services received from employees in terms of the Indigenisation and Economic Empowerment Act (Chapter 14:33) transaction entered into in June 2012, are equity-settled and are measured at the fair value of the equity instruments granted. The fair value of those equity instruments was measured at grant date and is not subsequently re-measured. If the equity instruments granted vest immediately and the employee is not required to complete a specified period of service before becoming unconditionally entitled to those instruments, the services received are recognised in full on grant date in profit or loss, with a corresponding increase in equity.

Where the equity instruments do not vest until the employee has completed a specified period of service, it is assumed that the services rendered by the employee, as consideration for those equity instruments, will be received in the future, during the vesting period. These services are accounted for in the statement of comprehensive income as they are rendered during the

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

vesting period, with a corresponding increase in equity.

2.19 Leases*Operating leases*

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

2.20 Impairment of non-financial assets

The carrying amounts of the Group's other assets, other than financial assets and deferred tax assets, are reviewed at each statement of financial position date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

The recoverable amount is the greater of the fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessment of the time value of money and of the risks specific to the asset. For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is reversed only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation if no impairment loss had been recognised.

2.21 Sale and repurchase agreements

The Group enters into purchases (sales) of the investments under agreements to resell (repurchase) identical investments at a certain date in the future at a fixed price. Investments sold under repurchase agreements continue to be recognised in the statement of financial position and are measured in accordance with the appropriate and applicable accounting policy. The proceeds from the sale of the investments are reported under deposits. The difference between the sale and repurchase agreement is treated as interest and accrued over the life of the agreement using the effective interest rate method. Securities lent to counterparties are also retained in the financial statements. Securities borrowed are not recognised in the financial statements, unless they are sold to third parties, in which case the purchase and sale are recorded with the gain or loss included in investment income. The obligation to return them is recorded at fair value as a trading liability.

2.22 Dividends

Dividends payable to holders of equity instruments are recognised in the period in which they are declared.

2.23 Inventory

Inventories are measured at net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated selling expenses. The cost of inventories is based on the first in first out principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

2.24 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**2.25 Related parties**

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operational decisions. The Group has related party relationships with its subsidiaries, fellow subsidiaries, the parent company and key management personnel. Transactions and balances are reflected in note 40.

2.26 Share capital

Ordinary and preference share capital is classified as equity if they are non-redeemable by the holder, and if dividends are discretionary. Coupon payments on preference share instruments are recognised as distributions within equity. Preference share capital is classified as a liability if it is redeemable on a specific date or at the option of the holder or if dividend payments are not discretionary. If the preference shares are non-redeemable by the holder, the entity has an obligation to deliver cash (or other financial assets) which the entity cannot defer until liquidation then the preference shares would be classified as a liability. Coupon payments thereon are recognised in profit or loss as an interest expense.

2.27 Forthcoming requirements***Future amendments not early adopted in the 2015 annual financial statements***

At the date of authorisation of these financial statements the following standards, amendments to standards, and interpretations, which are relevant to the Group, have been issued by the International Accounting Standards Board.

Disclosure Amendments (Amendments to IAS 1)

The amendments provide additional guidance on the application of materiality and aggregation when preparing financial statements. The amendments also clarify presentation principles applicable to the order of notes, OCI of equity accounted investees and subtotals presented in the statement of financial position and statement of profit or loss and other comprehensive income.

The amendments apply prospectively for annual periods beginning on or after 1 January 2016 and early adoption is permitted.

Equity Method in Separate Financial Statements (Amendments to IAS 27)

The amendments to IAS 27 allow an entity to apply the equity method in its separate financial statements to account for its investments in subsidiaries, associates and joint ventures.

The amendments apply retrospectively for annual periods beginning on or after 1 January 2016 and early adoption is permitted.

2.27 Forthcoming requirements***Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)***

The amendments require the full gain to be recognised when assets transferred between an investor and its associate or joint venture meet the definition of a 'business' under IFRS 3 Business Combinations. Where the assets transferred do not meet the definition of a business, a partial gain to the extent of unrelated investors' interests in the associate or joint venture is recognised. The definition of a business is key to determining the extent of the gain to be recognised.

The amendments apply prospectively for annual periods beginning on or after 1 January 2016 and early adoption is permitted.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015***Investment Entities: Applying the Consolidation Exception (Amendments to IFRS 10, IFRS 12 and IAS 28)***

The amendment to IFRS 10 Consolidated Financial Statements clarifies which subsidiaries of an investment entity are consolidated instead of being measured at fair value through profit and loss. The amendment also modifies the condition in the general consolidation exemption that requires an entity's parent or ultimate parent to prepare consolidated financial statements. The amendment clarifies that this condition is also met where the ultimate parent or any intermediary parent of a parent entity measures subsidiaries at fair value through profit or loss in accordance with IFRS 10 and not only where the ultimate parent or intermediate parent consolidates its subsidiaries.

The amendment to IFRS 12 Disclosure of Interests in Other Entities requires an entity that prepares financial statements in which all its subsidiaries are measured at fair value through profit or loss in accordance with IFRS 10 to make disclosures required by IFRS 12 relating to investment entities.

The amendment to IAS 28 Investments in Associates and Joint Ventures modifies the conditions where an entity need not apply the equity method to its investments in associates or joint ventures to align these to the amended IFRS 10 conditions for not presenting consolidated financial statements. The amendments introduce relief when applying the equity method which permits a non-investment entity investor in an associate or joint venture that is an investment entity to retain the fair value through profit or loss measurement applied by the associate or joint venture to its subsidiaries.

The amendments apply retrospectively for annual periods beginning on or after 1 January 2016, with early application permitted.

IFRS 16 Leases

IFRS 16 was published in January 2016. It sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. the customer ('lessee') and the supplier ('lessor'). IFRS 16 replaces the previous leases Standard, IAS 17 Leases, and related Interpretations. IFRS 16 has one model for lessees which will result in almost all leases being included on the Statement of Financial position. No significant changes have been included for lessors.

The standard is effective for annual periods beginning on or after 1 January 2019, with early adoption permitted only if the entity also adopts IFRS 15. The transitional requirements are different for lessees' and lessors. The group and company are assessing the potential impact on the financial statements resulting from the application of IFRS 16.

Amendments to IAS 16 and IAS 38 Clarification of Acceptable Methods of Depreciation and Amortisation (effective 1 January 2016)

- The amendments to IAS 16 Property, Plant and Equipment explicitly state that revenue-based methods of depreciation cannot be used for property, plant and equipment.
- The amendments to IAS 38 Intangible Assets introduce a rebuttable presumption that the use of revenue-based amortisation methods for intangible assets is inappropriate. The presumption can be overcome only when revenue and the consumption of the economic benefits of the intangible asset are 'highly correlated', or when the intangible asset is expressed as a measure of revenue.

The Group does not hold any equipment or intangible assets amortised on a revenue basis and therefore the amendments are not expected to have a significant impact on the Group.

The amendments apply prospectively for annual periods beginning on or after 1 January 2016 and early adoption is permitted.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

IFRS 15 Revenue from Contracts with Customers (effective 1 January 2018)

- In terms of IFRS 15, entities will apply a five step model to determine when to recognize revenue, and what amount. The model specifies that revenue should be recognised when (or as) and entity transfers control of goods or services to customers at the amount to which the entity expects to be entitled to. IFRS 15 provides guidance on when to capitalise costs of obtaining or fulfilling a contract that are not addressed in other standards.
- IFRS 15 will be adopted for the first time for the year ending 31 December 2018. The impact on the financial statements has not yet been estimated

IFRS 9 Financial Instruments (effective 1 January 2018)

- IFRS 9 contains three principal classification categories for financial assets, i.e. measured at amortised cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL). The existing IAS 39 categories of held –to-maturity, loans and receivables and available –for-sale are removed.
- IFRS 9 retains almost all of the existing requirements from IAS 39 for financial liabilities. However any gain or loss on a financial liability designated at FVTPL attributable to changes in own credit risk is generally presented in OCI with remaining change in fair value presented in profit or loss.
- IFRS 9 replaces the ‘incurred loss’ model in IAS 39 with an ‘expected credit loss’ approach for debt instruments measured at amortized cost or FVOCI.
- IFRS 9 will align hedge accounting more closely with risk management of an entity. In terms of IFRS 9 additional exposures may be hedged items.
- The residual IFRS 9 requirements (other than the financial assets classification) will be adopted for the first time for the year ending 31 December 2018. The impact on the financial statements has not yet been estimated.

Annual Improvements to IFRSs 2012-2014 Cycle

- The following clarifications were finalised for certain standards:
- IFRS 5 Non –current Assets Held for Sale and Discontinued Operations: Change in methods of disposal –Has been amended to request to clarify the application of the guidance in the IFRS 5 regarding the case of a change in a disposal plan from a plan to sell a division by means of an initial public offering to a plan to spin off a division and distribute a dividend in kind to its shareholders.
- IFRS 7 Financial Instruments: Disclosures: Servicing Contracts- Has been amended to clarify how the principle in paragraph 42C of IFRS 7 is applied to a servicing contract for the purpose of the transfer disclosure requirements in paragraph 42E – 42H of IFRS 7.
- IFRS 7 Financial Instruments: Disclosures: Applicability of the amendments to IFRS 7 Disclosure-Offsetting Financial Assets and Financial Liabilities to condensed interim financial statements-Has been amended to clarify the applicability of the Amendments to IFRS 7 Disclosure-Offsetting Financial Assets and Financial Liabilities issued in December 2011 to condensed interim financial statements.
- IAS 19 Employee Benefits-Discout rate: regional market issue-Has been amended to clarify the application of the requirements of IAS 19 Employee Benefits (2011) on determination of the discount rate to a regional market consisting of multiple countries sharing the same currency.

2.28 Comparative figures

Where necessary, comparative figures are reclassified in line with current year presentation.

NOTES TO THE FINANCIAL STATEMENTS
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	2015	2014
	Group	Group
	US\$	US\$
3 Gross earned premiums		
Gross premiums		
Single	3 143 362	2 704 246
Recurring	16 505 263	11 582 376
Individual business	19 648 625	14 286 622
Single	52 282 608	50 348 366
Recurring	75 709 313	75 177 443
Group business	127 991 921	125 525 809
General Insurance	35 883 481	30 921 909
Total gross premium and investment contract deposits	183 524 027	170 734 340
Comprising		
Insurance contracts	39 633 781	34 235 307
Investment contracts with discretionary participating features	108 006 765	105 577 124
General insurance	35 883 481	30 921 909
Total gross written premium	183 524 027	170 734 340
Total gross earned premiums	183 524 027	170 734 340
4 Claims and benefits:		
(including change in insurance contract provisions)		
(Decrease)/Increase in insurance contracts provision	(68 278 040)	(48 687 387)
Gross claims expenses (refer to analysis in note 4.1 below)	116 161 728	101 604 338
Shadow accounting to revaluation reserve	(227 798)	(227 798)
	47 655 890	52 689 153

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

	2015	2014
	Group	Group
	US\$	US\$
4.1 Analysis of claims and benefits		
Individual business	3 671 638	2 117 042
Death and disability benefits	1 653 422	1 310 156
Maturity benefits	542 815	517 592
Surrenders	1 475 401	289 294
Group business	99 584 167	89 133 604
Death and disability benefits	11 714 747	10 514 411
Pension commutations, maturities and withdrawal benefits	58 326 169	58 723 910
Annuities	13 527 561	12 224 954
Surrenders	16 015 691	7 670 329
General insurance	12 905 923	10 353 692
Total claims and benefits	116 161 728	101 604 338
Comprising:		
Insurance contracts	14 614 324	9 327 421
Investment contracts with discretionary participating features	88 641 481	81 923 225
General insurance	12 905 923	10 353 692
Total claims and benefits payable and investment contract withdrawal	116 161 728	101 604 338

5 Earnings per share

The calculation of basic earnings per share at 31 December 2015 was based on the profit attributable to ordinary equity holders of the parent divided by the weighted average number of ordinary share outstanding during the year.

Diluted earnings per share amounts are calculated by dividing the profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year plus weighted average number of ordinary share adjusted for the effect of all potentially dilutive ordinary shares. The Group had no potentially dilutive ordinary shares. The following reflects the income and share data used in the basic and diluted earnings per share computations:

	2015	2014
5.1 Basic and diluted (US cents)	3.71	3.09
Earnings		
Basic and diluted earnings attributable to equity holders of the parent (US\$)	12 328 050	10 266 541
Number of shares used in calculations (weighted)		
Basic and diluted earnings per share	332 046 874	332 046 874

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015

	2015	2014
	Company	Company
	US\$	US\$
6 Income tax expense		
Normal tax		
Deferred tax	(105 826)	(368 226)
Current taxation	1 686 581	(5 540)
	<hr/>	<hr/>
Total taxation charge	1 580 755	(373 766)
	<hr/>	<hr/>
Reconciliation of taxation rate on profit before tax		
	%	%
	<hr/>	<hr/>
Standard rate of taxation	25.75	25.75
	<hr/>	<hr/>
	(4.80)	(30.18)
Exempt income	(11.20)	(32.52)
Disallowable expenses	6.40	2.34
	<hr/>	<hr/>
Effective tax rate	20.95	(4.43)
	<hr/>	<hr/>
	2015	2014
	Group	Group
	US\$	US\$
	<hr/>	<hr/>
7 Investment property		
Carrying amount at beginning of year	439 881 551	465 005 741
Additions	6 281 768	589 700
Transfer to mortgage bonds	(15 924 174)	-
Transfer from/ (to) Non current assets held for sale	8 000 000	(8 000 000)
(Loss) from fair value	(29 848 313)	(17 713 890)
	<hr/>	<hr/>
Carrying amount at end of year	408 390 832	439 881 551
	<hr/>	<hr/>
Comprising:		
Freehold property	408 390 832	439 881 551
	<hr/>	<hr/>
The fair value of freehold property leased to third parties under operating leases	296 888 300	303 219 856
	<hr/>	<hr/>
Rental income from investment property	31 900 944	32 714 136
Direct operating expenses arising from rented out investment property	(22 358 396)	(20 562 461)
	<hr/>	<hr/>
	9 542 548	12 151 675
	<hr/>	<hr/>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

The carrying amount of investment property is the fair value of property as determined annually by internal professional valuers, having an appropriate recognised professional qualification and recent in the location and category of the property being valued. Fair values are determined by having regard to recent market transactions for similar properties in the same location as the Group’s Investment property. As at 31 December 2015 fair values were determined using yield rates of between 7% and 12% (2014: 7% and 12%) and rental rates of between US\$0.40 (2014:US\$0.50) per square metre and US\$25 (2014:US\$25) per square metre. The Group’s current lease arrangements, which are entered into an arm’s length basis and which are comparable to those for similar properties in the same location, are taken into account.

The Group pledged US\$ 1 million worth of assets and powers of attorney to register bonds over three properties with a total value of US\$32,5 million on both investment properties and owner occupied properties) as at 31 December 2015, as security for a credit line from PTA Bank. Old Mutual Zimbabwe Limited has guaranteed the Shelter Afrique loan for a full amount of US\$14, 4 million. Shelter Afrique also took a cession of the performing loan book covering two times the exposure at any point in time. Central African Building Society (CABS) secured the Propaco Loan through a negative pledge of assets plus cash security amounting to US\$555,555.

The fair value of the Group’s properties are categorised into Level 3 of the fair value hierarchy through their use of unobservable units. The following table shows the valuation techniques used in the determination of the fair values for investment properties, as well as the unobservable inputs used in the valuation models.

Type of Property	Valuation Approach	Key unobservable inputs	Inter-relationship between unobservable inputs and key fair value measurement
<ul style="list-style-type: none"> Office, Retail and Industrial Properties 	Income Capitalisation	<ul style="list-style-type: none"> Rental income per square meter and capitalisation rates Vacancies 	<ul style="list-style-type: none"> The estimated fair value would increase if: >net renter income increased > capitalisation rates decreased. > vacancies decreased The estimated fair value would decrease if the unobservable inputs changed the other way.
<ul style="list-style-type: none"> Residential property 	<ul style="list-style-type: none"> Sales comparison approach. 	<ul style="list-style-type: none"> Price for comparable properties 	<ul style="list-style-type: none"> The estimated fair value would increase if prices for comparable properties increased.
<ul style="list-style-type: none"> Land 	<ul style="list-style-type: none"> Sales Comparison Approach 	<ul style="list-style-type: none"> Price for comparable properties 	<ul style="list-style-type: none"> The estimated fair value would increase if prices for comparable properties increased.

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015

8 Property and equipment

	Land & Buildings US\$	Intangible assets US\$	Motor vehicles US\$	Computer equipment US\$	Fixtures & fittings US\$	Group Total US\$
2015						
Carrying amount at beginning of year	67 508 254	13 136 635	2 957 148	7 898 158	2 714 824	94 215 019
Additions	3 652 329	3 101 429	837 069	2 687 384	639 165	10 917 376
Revaluation	(4 565 152)	-				(4 565 152)
Disposal			(17 676)	(60 283)	(1 196)	(79 155)
Depreciation/Amortisation	(993 638)	(3 462 729)	(648 212)	(3 610 764)	(551 193)	(9 266 536)
Carrying amount at the end of year	65 601 793	12 775 335	3 128 329	6 914 495	2 801 600	91 221 552
Cost/ Valuation	70 713 382	19 891 629	5 506 919	11 998 936	4 014 710	112 125 576
Accumulated depreciation	(4 827 775)	(7 116 294)	(2 662 404)	(5 084 441)	(1 213 110)	(20 904 024)
Carrying amount at end of year	65 885 607	12 775 335	2 844 515	6 914 495	2 801 600	91 221 552

8 Property and equipment

	Land & Buildings US\$	Intangible assets US\$	Motor vehicles US\$	Computer equipment US\$	Fixtures & fittings US\$	Group Total US\$
2014						
Carrying amount at beginning of year	67 897 314	14 125 708	2 499 944	5 942 663	2 993 935	93 459 564
Additions	32 216	2 150 418	1 487 646	3 825 108	549 716	8 045 104
Revaluation surplus	587 961	-				587 961
Disposals			(72 400)	(2 080)	-	(74 480)
Depreciation/ Amortisation	(1 009 237)	(3 139 491)	(958 042)	(1 867 533)	(828 827)	(7 803 130)
Carrying amount at the end of year	67 508 254	13 136 635	2 957 148	7 898 158	2 714 824	94 215 019
Cost/ Valuation	71 342 391	16 790 200	4 687 526	9 371 835	3 376 741	105 568 693
Accumulated depreciation	(3 834 137)	(3 653 565)	(1 730 378)	(1 473 677)	(661 917)	(11 353 674)
Carrying amount at end of year	67 508 254	13 136 635	2 957 148	7 898 158	2 714 824	94 215 019

The carrying amount of owner-occupied property is the fair value of property as determined annually by internal professional valuers, having an appropriate recognised professional qualification and recent experience in the location and category of the property being valued. Fair values are determined by having regard to recent market transactions for similar properties in the same location as the Group's owner-occupied property.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

	2015	2014
	Group	Group
	US\$	US\$
9 Reinsurer contracts		
Provision for unearned premium	816 917	990 759
Outstanding claims	974 719	585 693
	<hr/>	<hr/>
Balance at end of year	1 791 636	1 576 452

10 Investment and securities

10.1 Analysis of investments

Equity securities - listed	344 557 270	481 539 231
- unlisted	29 176 774	35 840 002
	<hr/>	<hr/>
Total Equities (see note 10.02 below)	373 734 044	517 379 233
Unit trust investments	6 621 146	620 462
Government stock and Treasury bills	159 506 540	81 470 045
Deposits and money market securities	124 152 363	122 268 264
	<hr/>	<hr/>
	664 014 093	721 738 004

10.2 Spread of equity securities by sector

Commodities	43 756 373	60 620 304
Consumer	237 204 839	356 354 289
Financial	63 162 558	69 127 737
Property	10 865 477	6 692 220
Manufacturing	15 862 396	22 703 384
Mining	2 882 401	1 881 299
	<hr/>	<hr/>
	373 734 044	517 379 233

11 Amounts due by or (to) group companies

	2015	2015	2014	2014
	US\$	US\$	US\$	US\$
	Amount	Amounts	Amounts	Amounts
	Due by	due (to)	due by	due (to)
Old Mutual Netherlands B.V	-	(50 00 000)	-	(55 000 000)
Old Mutual Africa Holdings	-	-	-	(1 598 410)
	<hr/>	<hr/>	<hr/>	<hr/>
	-	(50 000 000)	-	(56 598 410)

The amounts due by or to group companies above are unsecured and are payable on demand.

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015

	2015	2014
	Group	Group
	US\$	US\$
12 Loans and advances		
Concentration - gross		
Low density housing	156 325 383	81 562 240
High density housing	26 145 152	46 186 614
Individuals	177 279 984	271 598 504
Commercial and industrial	225 584 933	52 624 919
	<hr/>	<hr/>
Gross loans and advances	585 335 452	451 972 277
Less: provision for impairment	(22 193 200)	(8 442 566)
	<hr/>	<hr/>
Net loans and advances	563 142 252	443 529 711
	<hr/>	<hr/>
Maturity analysis – gross		
On demand to 3 months	84 842 004	58 409 243
3 months to 12 months	179 706 180	119 214 439
1 year to 5 years	217 512 557	213 860 571
Over 5 years	103 274 711	60 488 024
	<hr/>	<hr/>
	585 335 452	451 972 277
	<hr/>	<hr/>
Non performing loans	43 764 585	35 009 530
Past due but not impaired	34 386 651	24 018 066

12.1 Sector analysis of Loans and advances

The society monitors concentrations of credit risk by sector. An analysis of concentrations of credit risk from loans and advances at the balance sheet date is shown below:

Sector		
Trade and services	26 982 866	8 744 627
Energy and minerals	10 018 133	12 894 159
Agriculture	34 753 084	10 507 612
Construction and property	216 110 475	168 044 002
Light and heavy industry	41 112 952	21 025 389
Physical persons	146 789 051	158 382 209
Transport and distribution	78 123 042	55 122 054
Financial services (bank and non bank institutions)	-	-
State and state enterprises	31 445 848	17 252 226
	<hr/>	<hr/>
	585 335 452	451 972 277
	<hr/>	<hr/>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

	2015	2014
	Group	Group
	US\$	US\$
13 Other assets		
Accrued interest and rent	19 900 085	18 143 992
Agent debtors and prepayments	7 983 247	7 719 447
Capitalisation project costs	59 765 372	45 234 682
Inventory	20 177	60 160
Trade debtors	13 593 362	19 098 228
Other	8 603 669	5 210 863
	<u>109 865 913</u>	<u>95 467 372</u>
14 Insurance contract liabilities		
Outstanding claims	3 310 801	3 561 776
Future policyholders' benefits (see analysis of of movement in provision below)	782 482 671	849 712 349
	<u>785 793 472</u>	<u>853 274 125</u>
Future policyholders' benefits		
Movement in provision for insurance contracts		
Balance at beginning of year	849 712 349	897 631 242
Inflows		
Premium income	145 242 011	150 051 258
Investment income	(63 451 595)	(59 529 665)
Fee and other income	8 333 641	7 583 434
Outflows		
Claims and policy benefits	(116 161 728)	(101 604 338)
Operating expenses	(22 626 133)	(21 700 188)
Other charges and transfers	-	-
Taxation		
Current tax	(423 143)	126 546
Deferred tax	65 061	19 062
Transfer to operating profit	(18 207 793)	(22 865 002)
Balance at end of year	<u>782 482 670</u>	<u>849 712 349</u>
15 Investment contract liabilities		
Movement in liabilities at fair value through profit or loss		
Balance at beginning of year	82 932 804	94 968 882
New contributions received	5 226 340	3 824 479
Withdrawals	(7 935 286)	(8 895 161)
Fair value movements	(8 842 659)	(6 965 396)
Balance at end of year	<u>71 381 199</u>	<u>82 932 804</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**16 Share-based payments****16.1 Indigenisation Transactions**

In 2012 the Group entered into an Indigenisation transaction under the Indigenisation & Economic Empowerment Act of 2008 (Chapter 14:33). OMZIL donated \$60 000 000 to qualifying indigenous groups through trusts to acquire OMZIL shares from the main shareholder Old Mutual Netherlands B.V. The shares were transferred to the various trusts on 1 June 2012. The grants represent a share-based payment transaction as defined in IFRS 2, share-based payments.

OMZIL may be called upon from time to time, to provide such funds as may be required by the Trustees of the various trusts in their capacities as such, to defray the costs and expenses arising out of and in connection with the administration of the trusts.

OMZIL Indigenisation Employee Share Scheme

This scheme operates for the benefit of all employees of the company. On 1 June 2012, an allocation was made by means of a once off share award to the participants. The award is not subject to any performance targets but are required to be in the service of Old Mutual during the vesting period.

Participants only take delivery of the shares after vesting periods of two years (one-third), three years (one third) and 4 years (one-third) of participation in the scheme. The related expenses are recognised over the respective vesting periods.

OMZIL Management Incentive Share Scheme

This scheme operates for the benefit of management and its primary purpose is to attract, reward and retain senior and middle management. Awards will be made annually on agreed terms and conditions with a vesting period of three years. Participants receive dividends from the date of the award. Staff joining the company after the allocation date also participate in the scheme.

OMZIL Clients Pension Ex-gratia Trust

This scheme operates for the benefit of client pensioners. Once off share awards were allocated to participants. These vested immediately and were not subject to any conditions.

Kurera/Ukondla Fund Trust

This scheme operates for the benefit of the youth population of Zimbabwe. It is administered in collaboration with the Ministry of youth Development, Indigenisation and Empowerment through the Zimbabwe Youth Council. The shares act as collateral to loans accessed from CABS by young people as defined. These share awards vested immediately and were not subject to any conditions.

Strategic Partner

The strategic partner is Stiefel Investments (Private) Limited (Stiefel), an investment holding company and provider of advisory services. The beneficial persons behind Stiefel are Messrs L.E.M Ngwerume, Todd Moyo and Mrs. Tracey Mutaviri. Mr. Ngwerume is a non-executive director of CABS, while Mrs. Mutaviri is a non-executive director of Old Mutual Life Assurance Company Zimbabwe Limited.

The purchase consideration of the shares was US\$13 016 238 for 11 621 641 issued and fully paid up "B class" shares at a price of US\$ 1.12 per share. The amount funded (finance assisted) by the Company was US\$ 12 755 913 after a 2% down payment of US\$260 324 paid by Stiefel.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

Costs associated with Indigenisation transaction

	Group 2015 US\$	Group 2014 US\$
Employee Share Scheme	1,321,614	4 552 912
Management Incentive Scheme	1,222,800	2 278 550
	2,544,414	6 831 462

Movements relating to the share awards during the year are as follows:

OMZIL Indigenisation Employee Share Scheme

	Number of shares	Number of shares
Opening balance of shares	5 702 421	9 334 653
Transfer in	786 053	149 574
Transfer out	(390 660)	(432 863)
Exercised during the year	(3 086 484)	(3 348 943)
Forfeited	(95 077)	
	2 916 253	5 702 421

Shares exercised during the year were exercised at an average price of \$1.09 (2014:\$1.31). The expected vesting periods for shares outstanding as at end of year are as follows:

2016	2 916 253	2 851 211
OMZIL Management Incentive Scheme		
Opening balance of shares	2 496 492	1 655 410
Issued during the year	992 144	1 036 582
Transfer in	440 967	210 768
Transfer out	(232 659)	(406 268)
Exercised during the year	(820 358)	-
Forfeited	(85 898)	
	2 790 688	2 496 492

Shares exercised during the year were exercised at an average price of \$1.09 (2014:\$1.31). The expected vesting periods for shares outstanding as at end of year are as follows:

2016	854 584	848 807
2017	980 398	948 667
2018	955 706	

A valuation of the shares was conducted by an external valuer and these were valued at \$1.00 (2014: \$1.1086) per share as at 31 December 2015.

16.2 Share-based payments reserve

The equity share-based payment reserve is maintained in the Group from the date of issue of the share awards. On exercise of the share awards, settlement will be made through the structured entities controlled by Old Mutual Zimbabwe Limited.

The movement of the reserve during the reporting period is included in the statement of changes in equity.

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015
17 Provisions

	Employee related provisions US\$	Other US\$	Total 2015 US\$
Balance at beginning of year	4 211 719	7 326 295	11 538 014
Amount utilised	(3 934 718)	(6 326 114)	(10 260 832)
Charge	8 088 552	6 122 974	14 211 526
Balance at end of year	8 365 553	7 123 155	15 488 708
	US\$	US\$	Total 2014 US\$
Balance at beginning of year	3 003 719	4 201 026	7 204 745
Amount utilised	(2 983 564)	(3 254 781)	(6 238 345)
Charge	4 191 564	6 380 050	10 571 614
Balance at end of year	4 211 719	7 326 295	11 538 014

18 Deferred tax

	At Beginning 2015 US\$	Charge to equity US\$	Income statement charge US\$	At end 2015 US\$
Deferred tax liability				
Shareholders	7 956 011	397 809	(1 059 216)	7 294 604
Policyholders	28 900 083		(4 715 922)	24 184 161
	36 856 094	397 809	(5 775 138)	31 478 765
Deferred tax asset				
Shareholders	(930 039)	140 033	-	(790 006)
	(930 039)	140 033	-	(790 006)
Aggregate deferred tax	35 926 055	537 842	(5 775 138)	30 688 759
Analysis of deferred tax				
Wear and tear				16 198 542
Capital gains				15 028 536
Assessed loss				(538 319)
				30 688 759

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

Deferred tax liability

				At end 2014
	US\$	US\$	US\$	US\$
Shareholders	8 948 847	199 459	(1 192 296)	7 956 011
Policyholders	30 455 278		(1 555 195)	28 900 083
	<u>39 404 125</u>	<u>199 459</u>	<u>(2 747 491)</u>	<u>36 856 094</u>
Deferred tax asset				
Shareholders	(727 822)	-	(202 217)	(930 039)
	<u>(727 822)</u>	<u>-</u>	<u>(202 217)</u>	<u>(930 039)</u>
Aggregate deferred tax	<u>38 676 303</u>	<u>199 459</u>	<u>(2 949 708)</u>	<u>35 926 055</u>
Analysis of deferred tax				
Wear and tear				16 968 328
Capital gains				19 425 044
Assessed loss				(467 317)
				<u>35 926 055</u>

19 Amounts owed to bank depositors

	2015	2014
	US\$	US\$
Savings certificates	350 148 269	252 969 544
Term deposits	3 236 979	5 554 330
Savings deposits	245 260 980	186 689 528
	<u>598 646 228</u>	<u>445 213 402</u>
Maturity analysis		
On demand to 3 months	353 413 612	276 077 658
3 months to 6 months	53 821 464	93 327 440
6 months to a year	41 554 821	40 320 924
1 year to 5 year	108 726 418	13 489 748
Over 5 years	41 129 913	21 997 632
	<u>598 646 228</u>	<u>445 213 402</u>

20 Contingent Liabilities

20.1 Tax on Indigenisation shares

The Group is committed to conducting its tax affairs in accordance with the tax legislation of Zimbabwe. Historic transactions undertaken and the tax law interpretations made by the Group may be routinely reviewed by the Zimbabwe Revenue Authority. All interpretations made by management are made with reference to the specific facts and circumstances of the transaction and the relevant legislation. Old Mutual Zimbabwe Limited (OMZIL) is currently appealing a post year-end decision reached in the courts relating to the taxation of shares awarded to staff in accordance with the Indigenisation and Economic Empowerment Act of 2008 (Chapter 14:33). The estimated amount is approximately \$1,5 million.

20.2 Loans Guarantee

Old Mutual Zimbabwe Limited has guaranteed the Shelter Afrique loan for a full amount of US\$14,4million.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

21 Post employment benefits obligation

The Group provides pension benefits to permanent employees and post-retirement benefits to qualifying employees. Pension benefits have been designed and are administered in accordance with the Pension and Provident Funds Act (Chapter 24:09), and are defined contribution schemes.

The Old Mutual Staff Pension Fund

The Fund is a defined contribution plan registered to provide retirement benefits for the Group's full-time employees.

National Social Security Authority Scheme

This scheme was promulgated under the National Social Security Authority Act 1989. The Group's obligation under the scheme is limited to specific contributions as legislated from time to time and is presently \$45 per month per employee. The Group agreed to keep the employee contributions at \$6 per month and pay any contributions above \$6 on behalf of the employees.

Old Mutual Post Retirement Medical Aid Subsidy Fund

The fund is a defined contribution plan for the Group's full-time employees.

	Group 2015 US\$	Group 2014 US\$
Contributions recognised as an expense for the year		
- Old Mutual Staff Pension Fund	2 881 935	2 019 694
- National Social Security Authority Scheme	963 515	929 426

22 Capital commitments

Authorised	10 567 765	15 209 511
Authorised and contracted for	-	-

The Group is committed to incur capital expenditure and the commitments are expected to be settled in the year 2016.

23 Assets held under fiduciary capacity

Managed funds	181 754 129	189 757 467
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Managed funds

The Group holds a custodianship responsibility in respect of assets owned by certain pension funds and private clients. Funds under management represent assets being managed on behalf of investors and these are kept off balance sheet.

24 Leases

The Group as lessor - operating lease arrangements

Total future minimum lease receivables under operating leases		
Not later than one year	8 891 180	10 868 261
Later than one year and not later than five years	17 782 360	21 736 522
	<u>26 673 540</u>	<u>32 604 783</u>

The operating lease agreements relate to property rental agreements between the company and third parties.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

25 Related party disclosures

Holding company and fellow subsidiaries and associates.

The Group's immediate holding company is OM Zimbabwe Holdco Limited which holds 75% of the Group's ordinary shares. The ultimate holding company is Old Mutual plc, incorporated in the United Kingdom.

Other Group companies consist of fellow subsidiaries and associates.

Transactions and balances with holding company and fellow subsidiaries

Fellow subsidiaries

Old Mutual Africa Holdings

Nature of transactions

Goods and services purchased

Amounts due to at end of year	-	1 598 410
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Old Mutual Netherlands B.V

Amounts due to at end of year	50 000 000	55 000 000
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Loans due by or to subsidiaries and other group companies

Loans due by or to subsidiaries or other group companies are generally interest free and payable on demand.

Key management personnel

Key management personnel and their close family members and entities which they control, jointly control or over which they exercise significant influence are considered related parties to the Group.

Key management personnel remuneration and other compensation

Short-term employee benefits	1 854 263	1 654 890
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Share based payments	1 619 284	2 093 645
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Post-employment benefits	24 878	24 026
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	3 498 425	3 772 561
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26 Group statement of financial position

The Group is exposed to financial risk through its financial assets (investments and loans), financial liabilities (investment contracts and borrowings), reinsurance assets and insurance liabilities. The key focus of financial risk management for the Group is ensuring that the proceeds from its financial assets are sufficient to fund the obligations arising from its operations. The most important components of financial risk are credit risk, market risk (arising from changes in equity, interest and foreign exchange rates), and liquidity risk. Market risk arises from open positions in interest rate, currency and equity products, all of which are exposed to general and specific market movements and/or conditions.

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015

26.1 Categories of financial instruments

The analysis of assets and liabilities into their categories as defined in IFRS 9 'Financial Instruments: Recognition and Measurement' (IFRS 9) is set out in the following table. For completeness, assets and liabilities of a non-financial nature, or financial assets and liabilities that are specifically excluded from the scope of IFRS 9, are reflected in the non-financial assets and liabilities category.

At 31 December 2015	Designated At fair value through profit or loss US\$	Financial assets/ liabilities at amortised cost US\$	Non-financial assets/ liabilities US\$	Total US\$
Assets				
Investment property			408 390 833	408 390 833
Property and equipment			91 221 552	91 221 552
Deferred acquisition costs			897 850	897 850
Reinsurers' share of insurance contract provisions			1 791 636	1 791 636
Investments and securities	664 014 093			664 014 093
Deferred tax assets			790 006	790 006
Loans and advances		563 142 252		563 142 252
Other assets			109 865 913	109 865 913
Cash and cash equivalents		137 005 929		137 005 929
	<u>664 014 093</u>	<u>700 148 181</u>	<u>612 957 790</u>	<u>1 977 120 063</u>
Liabilities				
Insurance contract liabilities	785 793 472			785 793 472
Investment contract liabilities	71 381 199			71 381 199
Provisions			15 488 708	15 488 708
Deferred tax liabilities			31 478 765	31 478 765
Current tax payable			734 474	734 474
Amounts due to group companies			50 000 000	50 000 000
Amounts owed to bank depositors		598 646 228		598 646 228
Borrowed funds			39 247 353	39 247 353
Other liabilities			66 215 266	66 215 266
	<u>857 174 671</u>	<u>598 646 228</u>	<u>203 164 566</u>	<u>1 658 985 465</u>

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015

At 31 December 2014	Designated At fair value through profit or loss US\$	Financial assets/ liabilities at amortised cost US\$	Non-financial assets/ liabilities US\$	Total US\$
Assets				
Investment property			439 881 551	439 881 551
Property and equipment			94 215 019	94 215 019
Deferred acquisition costs			799 634	799 634
Reinsurers' share of insurance contract provisions			1 576 452	1 576 452
Investments and securities	721 738 004			721 738 004
Deferred tax assets			930 039	930 039
Current tax assets			55 067	55 067
Loans and advances		443 529 711		443 529 711
Other assets			103 467 372	103 467 372
Cash and cash equivalents		113 645 538		113 645 538
	721 738 004	565 175 249	632 925	1 919 838 387
Liabilities				
Insurance contract liabilities	853 274 125			853 274 125
Investment contract liabilities	82 932 804			82 932 804
Provisions			11 538 014	11 538 014
Deferred tax liabilities			36 856 094	36 856 094
Borrowed funds		49 925 214	-	49 925 214
Amounts due to group companies			56 598 410	56 598 410
Amounts owed to bank depositors		445 213 402	-	445 213 402
Other liabilities			54 845 367	54 845 367
	936 206 929	495 138 616	159 837 885	1 591 183 430

26.2 Fair values of financial assets and liabilities
Determination of fair value

Fair values are determined according to the following hierarchy based on the requirements in IFRS 7 'Financial Instruments: Disclosures- Level 1 – quoted market prices: financial assets and liabilities with quoted prices for identical instruments in active markets.- Level 2 – valuation techniques using observable inputs: financial assets and liabilities with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial assets and liabilities valued using models where all significant inputs are observable.- Level 3 – valuation techniques using significant unobservable inputs: financial assets and liabilities valued using valuation techniques where one or more significant inputs are unobservable. The best evidence of fair value is a quoted price in an active market. In the event that the market for a financial asset or liability is not active a valuation technique is used.

The judgment as to whether a market is active may include for example consideration of factors such as the magnitude and frequency of trading activity the availability of prices and the size of bid / offer spreads. In inactive markets obtaining assurance that the transaction price provides evidence of fair value or determining the adjustments to transaction prices that are necessary to measure the fair value of the asset or liability requires additional work during the valuation process.

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The majority of valuation techniques employ only observable market data and so the reliability of the fair value measurement is high. However certain financial assets and liabilities are valued on the basis of valuation techniques that feature one or more significant market inputs that are unobservable and for them the derivation of fair value is more judgmental. A financial asset or liability in its entirety is classified as valued using significant unobservable inputs if a significant proportion of that asset or liability's carrying amount is driven by unobservable inputs. In this context 'unobservable' means that there is little or no current market data available for which to determine the price at which an arm's length transaction would likely to occur. It generally does not mean that there is no market data available at all upon which to base a determination of fair value (for example consensus pricing data may be used). Furthermore in some cases the majority of the fair value derived from a valuation technique with significant unobservable inputs may be attributable to observable inputs.

Consequently the effect of uncertainty in determining unobservable inputs will generally be restricted to uncertainty about the overall fair value of the asset or liability being measured.

Additional information on the impact of unobservable inputs is provided in the section headed 'Effect of changes in significant unobservable assumptions to reasonably possible alternatives'. All financial instruments regardless of their IFRS 9 categorisation are initially recorded at fair value. The fair value of a financial instrument on initial recognition is normally the transaction price that is the fair value of the consideration given or received.

In certain circumstances however the initial fair value may be based on other observable current market transactions in the same instrument without modification or repackaging or on a valuation technique whose variables include only observable data.

Subsequent to initial recognition the fair values of financial instruments measured at fair value that are quoted in active markets are based on bid prices for assets which in certain circumstances includes using quotations from independent third parties such as brokers and pricing services and offer prices for liabilities. When quoted prices are not available fair values are determined by using valuation techniques that refer as far as possible to observable market data. These include comparison with similar instruments where market observable prices exist discounted cash flow analysis option pricing models and other valuation techniques commonly used by market participants. A number of factors such as bid-offer spread credit profile servicing costs and model uncertainty are taken into account as appropriate when values are calculated using a valuation technique. Changes in the assumptions used in such valuations could impact the reported value of such instruments.

The fair value of derivative instruments reflects the estimated amount the Group would receive or pay in an arm's length transaction. This amount is determined using quotations from independent third parties or by using standard valuation techniques. For certain derivative instruments fair values may be determined in whole or in part using techniques based on assumptions that are not supported by prices from current market transactions or observable market data.

In general none of the carrying amounts of financial assets and liabilities carried at amortised cost have a fair value significantly different to their carrying amounts. Such assets and liabilities are primarily comprised of variable-rate financial assets and liabilities that reprice as interest rates change short-term deposits or current assets.

Favourable and unfavourable changes are determined on the basis of changes in the value of the financial asset or liability as a result of varying the levels of the unobservable parameter using statistical techniques. When parameters are not amenable to statistical analysis quantification of uncertainty is judgmental. When the fair value of a financial asset or liability is affected by more than one unobservable assumption the figures shown reflect the most favourable or most unfavourable change from varying the assumptions individually. In respect of private equity investments the valuations are assessed on an asset-by-asset basis using a valuation methodology appropriate to the specific investment in line with industry guidelines. In many of the methodologies the principal assumption is the valuation multiple to be applied to the main financial indicators including for example multiples for comparable listed companies and discounts to marketability.

For asset-backed securities whose prices are unobservable models are used to generate the expected value of the asset incorporating benchmark information on factors such as prepayment patterns default rates loss severities and the historical performance of the underlying assets.

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Effect of changes in significant unobservable assumptions to reasonably possible alternatives.

The models used are calibrated by using securities for which external market information is available. For structured notes and other derivatives principle assumptions concern the future volatility of asset values and the future correlation between asset values. These principle assumptions include credit volatilities and correlations used in the valuation of the structured credit derivatives. For such unobservable assumptions estimates are based on available market data which may include the use of a proxy method to derive a volatility or correlation from comparable assets for which market data is more readily available and examination of historical levels.

26.2 Fair values of financial assets and liabilities (continued)

Analysis of instruments at fair value

At 31 December 2015	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets measured at fair value				
Loan and advances	-	-	-	-
Investment and securities	344 557 270	-	29 176 774	373 734 044
Total financial assets measured at fair value	344 557 270	-	29 176 774	373 734 044
Financial liabilities				
Loan and advances	-	-	-	-
Other liabilities	-	-	-	-
Total financial liabilities measured at fair value	-	-	-	-
At 31 December 2014				
	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets measured at fair value				
Loan and advances	-	-	-	-
Investment and securities	481 539 231	-	35 840 002	517 379 233
Total financial assets measured at fair value	481 539 231	-	35 840 002	517 379 233
Financial liabilities				
Loan and advances	-	-	-	-
Other liabilities	-	-	-	-
Total financial liabilities measured at fair value	-	-	-	-

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The movement in level 3 instruments for the year can be analysed as follows:

	Opening	Gains/losses			Transfers	Transfers	Closing
	balance	recognised in	Purchases	Sales and	into level 3	out of level 3	balance
2015	2014	profit or loss	and issues	settlements	from other	to other	2014
	US\$	US\$	US\$	US\$	categories	categories	2014
					US\$	US\$	US\$
Financial assets							
measured at fair value							
Designated (fair value							
through profit							
or loss)	35 840 002	-	-	-	-	(6 663 228)	29 176 774
Total financial assets							
measured at							
fair value	35 840 002	-	-	-	-	(6 663 228)	29 176 774
2014							
Designated (fair value							
through profit							
or loss)	24 517 429	12 147 585	363 592	-	-	(1 188 604)	35 840 002
Total financial assets							
measured at fair value	24 517 429	12 147 585	363 592	-	-	(1 188 604)	35 840 002

Investments and securities

The fair values of listed investments and securities are based on bid prices. For unlisted investments and securities fair values are determined using valuation techniques that refer as far as possible to observable market data (see above).

Investment contracts

The approach to determining the fair values of investment contracts is set out in the accounting policies section for insurance and investment contract business.

Other financial assets and liabilities

The fair values of other financial assets and liabilities are reasonably approximated by the carrying amounts reflected in the statement of financial position.

27 Financial risk management

The Group is exposed to financial risk through its financial assets financial liabilities reinsurance assets and insurance liabilities. In particular the key financial risk is that the proceeds from its financial assets may not be sufficient to fund the obligations arising from its insurance and investment contracts. The most important components of financial risk are interest rate risk liquidity risk equity price risk currency risk and credit risk.

These risks arise from open positions in interest rate (both fair value and cash flow interest rate risk) and equity products all of which are exposed to general and specific market movements.

Financial risk management strategy and policy

The principal technique of the Group is to match assets to the liabilities arising from insurance and investment contracts by reference to the type of benefits payable to contract holders as well as seeking to maximise the return on shareholders' funds all within an acceptable risk framework.

NOTES TO THE FINANCIAL STATEMENTS
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The insurance contracts retain substantial exposures to the extent that the benefits payable to policyholders are not linked to the performance of the underlying assets. These exposures include duration risk credit risk and market risk. The notes below explain how financial risks are managed.

Capital Adequacy

	2015	2014
	US\$	US\$
Old Mutual Life Assurance Company		
Zimbabwe Limited (OMLAC)		
Excess assets	123 752 782	137 491 425
Capital adequacy requirements (CAR)	112 556 520	111 658 734
ratio of excess assets to CAR	1.1	1.2
Regulatory capital adequacy requirement	2 000 000	2 000 000
Central Africa Building Society (CABS)		
Capital adequacy requirements (CAR)	145 064 213	128 865 378
Total risk weighted assets	797 103 066	592 980 330
Capital adequacy ratio	18%	22%
Regulatory capital adequacy ratio	12%	12%
Old Mutual Investment Group Zimbabwe (Private) Limited (OMIG)		
Shareholders equity	3 119 525	3 151 515
Regulatory capital adequacy requirement	500 000	500 000
Old Mutual Securities (Private) Limited (OMSEC)		
Shareholders equity	183 892	174 702
Regulatory capital adequacy requirement	150 000	150 000
RM Insurance Holdings Limited (RMI)		
Shareholders equity	22 090 582	19 756 748
Regulatory capital adequacy requirement	1 500 000	1 500 000

OMLAC

OMLAC is regulated by the Insurance and Pensions Commission (IPEC). Calculations have been determined in accordance with the requirements of acceptable minimum standards using reliable estimates of the regulatory adjustments as the regulatory returns have yet to be completed. At 31 December 2015 the company assets were 1.1 times (2014: 1.2 times) the internal capital adequacy requirement (CAR) after allowing for reliable estimates on the value of certain assets. The Group had sufficient excess assets to cover its CAR requirements throughout the year.

CABS

The Society's lead regulator (Reserve Bank of Zimbabwe) sets and monitors capital requirements for the Society on a quarterly basis through quarterly BSD1 Returns. Currently RBZ requires the Society to maintain minimum capital of US\$25 million and a capital adequacy ratio of 12% as measured by the ratio of total capital to risk weighed assets.

OMIG

The Reserve Bank of Zimbabwe (RBZ) sets and monitors capital requirements for the company. The company met the regulatory requirements regarding capitalisation. The amount of the surplus available to be distributed to the shareholder Old Mutual Zimbabwe Limited is subject to available distributable reserves within the shareholders' equity and maintaining the minimum internal capital adequacy requirement.

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OMSEC

The Securities Exchange Commission sets and monitors capital requirements for the company. The company met the regulatory requirements regarding capitalisation.

RMI

RMI is regulated by the Insurance and Pensions Commission (IPEC) which sets and monitors capital requirements for the company. The company met the regulatory requirements regarding capitalisation.

Capital management policies

Capital is actively managed to ensure that the Group is properly capitalised and funded at all times having regard to its regulatory needs prudent management and the needs of all stakeholders. The Group has a business planning process that runs on an annual cycle with regular updates to projections. It is through this process which includes risk and sensitivity analyses of forecasts that the Group's capital is managed.

Specifically the Group has adopted the following capital management policies:

- Maintenance as a minimum of capital sufficient to meet the statutory requirements and such additional capital as management believes is necessary to ensure that obligations to policyholders can be met on a timely basis.
- Maintenance of an appropriate level of liquidity at all times. The Group further ensures that it can meet its expected capital and financing needs at all times having regard to the business plans forecasts and any strategic initiatives.

Business risks

The Group controls its exposures through underwriting and re-pricing procedures and authorities to determine whether cover can be provided and the pricing of such risk. Underwriting practice relies on regular review procedures to analyse actual mortality and expense experience.

The Group has taken a number of steps to minimise the effects of AIDS on its business. Where appropriate products are priced to include expected escalation in mortality due to AIDS. The Group also conducts HIV tests in respect of any lives insured above specific values. On the basis of experience to date management believes that it will continue to be able to take effective steps to minimise the risk effects from the spread of AIDS for the foreseeable future.

Equity price risk

Equity price risk is the potential loss arising from changes in the value of equity securities. The group's investment portfolio consists of equity securities fixed income assets and property. A substantial part of the equity portfolio consists of listed counters. Non-listed investments are subjected to regular financial analysis and review.

Credit risk

Credit risk is the risk that an asset in the form of a monetary claim against a counterparty may not result in a cash receipt (or equivalent) in accordance with the terms of a contract.

The Group does not use reinsurance to manage significant credit risk. The Group is exposed to credit risk through its investment holdings (i.e. money market) backing the policyholder liabilities. Credit risk is managed by placing limits on exposure to a single counterparty or groups of counterparties. These limits are based on credit ratings of the counterparties conducted by Old Mutual Investment Group Zimbabwe (Pvt) Limited (OMIG). Credit risk is monitored with reference to OMIG's credit ratings with limits placed on exposure to below investment grade holdings and through holding security from the counterparty.

Credit risk associated with property rentals is managed through a credit vetting process the requirement for rental deposits and close monitoring of the tenants' book.

NOTES TO THE FINANCIAL STATEMENTS
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Overall credit risk

	2015	2014
	US\$	US\$
Short term funds and securities	283 658 903	203 738 309
Cash and cash equivalents	137 005 929	121 645 538
	<u>420 664 832</u>	<u>325 383 847</u>

Exposure to credit risk

	Loans and advances	
	2015	2014
	US\$	US\$
Carrying amount		
Collectively impaired		
Gross Amount	585 335 452	451 972 277
Allowance for Impairment	(22 193 200)	(8 442 566)
	<u>563 142 252</u>	<u>443 529 711</u>

Impaired loans and securities

Impaired loans and securities are loans and securities for which the Group's determines that it is probable that it will be unable to collect all principal and interest due according to the contractual terms of the loan / securities agreement(s).

Past due but not impaired loans

Loans and securities where contractual interest or principal payments are past due but the Group believes that impairment is not appropriate on the basis of the level of security/collateral available and/or the stage of collection of amounts owed to the Group.

Exposure to counterparties

The Group is also exposed to counterparties arising from money market trading.

Allowances for impairment

The Group establishes an allowance for impairment based on the class of each loan and in line with IAS 39 and the Reserve Bank of Zimbabwe guideline on provisions.

Write off policy

The Group writes off a loan when the Credit Committee determines that the loans/securities are uncollectible. The determination is reached after considering information such as the occurrence of significant changes in the borrower/issuer's financial position such that the borrower/issuer can no longer pay the obligation or that proceeds from collateral will not be sufficient to pay back the entire exposure.

Collateral

The Group holds collateral against loans and advances to customers in the form of mortgage interest over property. Estimates of fair value are based on the value of collateral assessed at the time of borrowing and generally are not updated except when a loan is individually assessed as impaired.

Settlement risk

The Group's activities may give rise to risk at the time of settlement of transactions and trades. Settlement risk is the risk of loss due to the failure of a counterparty to honour its obligations to deliver cash securities or other assets as contractually agreed. The Group charges the maximum lending rate for all parties who fail to honour their obligations on time. Settlement risk is also monitored through risk assessment of counterparties and capping of trading limits in line with the risk profile of each institution.

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Currency risk

The Group has exposure to effects of fluctuations in the prevailing foreign currency exchange rates on its financial position and cash flows. To the extent possible exchange rate risk on foreign payables is mitigated by generating business which earns foreign currency.

The table below shows the Group's exposure to foreign currency exchange risk at 31 December 2013.

					US\$
At 31 December 2015	ZAR	GBP	EURO	BWP	Total
Cash and cash equivalents	37 413 382	148 729	114 694	948 722	38 625 526

The table below shows the Group's closing exchange rates which were used in the financial statements.

	ZAR	GBP	EURO	BWP
At 31 December 2015	15.5379	1.4823	1.0930	0.0899
At 31 December 2014	11.5816	1.5566	1.2158	0.1052

Interest rate risk

Interest rate risk is the risk that fluctuating interest rates will unfavourably affect the Group's earnings and the value of its assets liabilities and capital.

The individual life and employee benefits businesses have due regard to the nature of the liabilities. The interest rate risk of such liabilities is managed by investing in available assets to ensure matching of current liabilities. Derivative instruments are not used to manage the interest rate risk of these long term assets and liabilities.

Interest rate risk represents the price sensitivity of a fixed income security or interest-carrying asset to changes in interest rates. This risk is controlled by careful monitoring of the level of interest-bearing investments.

The tables below set out the carrying amounts by maturity of the Group's financial instruments that are exposed to interest rate risk.

Repricing profile of financial assets and liabilities (including insurance) exposed to interest rate risk:

	0 to 3 months US\$	3 to 12 months US\$	Over a year US\$
Money market investments	283 658 903		
Loans and advances	84 842 004	179 706 180	298 594 068
Loans and advances-Concentration-Gross	Low and high density housing	Individuals	Commercial and industrial
	182 470 536	225 584 933	177 279 984

Liquidity risk

Liquidity risk is the risk that cash may not be available at a reasonable cost to pay obligations when due. The tables below set out the carrying amounts by maturity of the Group's financial instruments that are exposed to interest rate risk.

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Maturity profile of financial assets exposed to interest rate risk:

	0 to 3 months US\$	3 to 12 months US\$	2015 Total US\$
Cash & cash equivalents	137 005 929	-	137 005 929
Insurance contract short term investments	11 726 648	2 814 916	14 541 564
Investment contract short term investments	837 124 289	-	837 124 289
	985 856 866	2 814 916	988 671 782

The tables below analyse assets and liabilities into current and non-current categories based on the remaining period at balance sheet date to settlement date.

	Current US\$	Non Current US\$	2015 Total US\$
Loans and advances	459 867 541	103 274 711	563 142 252
Insurance and other receivables	50 100 540	59 765 372	109 865 913
Amounts owed to bank depositors	(448 789 898)	(149 856 331)	(598 646 228)
Insurance and other payables	(66 215 266)	-	(66 215 266)
	(5 037 082)	13 183 753	8 146 670

Management of liquidity risk

The Group’s approach to managing liquidity risk is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed conditions without incurring unacceptable losses or risking damage to the Group’s reputation. The daily liquidity position of the Group is managed by the treasury department in liaison with the relevant management. All liquidity policies and procedures are subject to review and approval by Assets and Liabilities Committee.

Exposure to liquidity risk

The key measure used by the Group for managing liquidity risk is the ratio of net liquid assets to deposits from customers. For this purpose net liquid assets are considered as including cash and cash equivalents and short term dealing and investment securities for which there is an active and liquid market less any deposits from banks other borrowing and liabilities maturing within the same short term period. Details of this ratio as at 31 December 2015 is given below.

Total liquid assets	319 592 178
Total liabilities to the public	868 327 355
Liquidity ratio	37%
Maximum for the period	38%
Minimum for the period	33%
Average for the period	36%

The Group monitors liquidity risk by compliance with liquidity regulations of the Building Societies Act (Chapter 24:02) as well as submission of monthly liquidity returns to the Reserve Bank of Zimbabwe (RBZ). In addition the Group matches long term lending to inflows into long term investments and this is monitored through the Risk Management Committee.

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A 5 percent weakening of the US\$ against the ZAR as at 31 December 2015 would have increased equity and profit by US\$1 8m. The movement would represent a 13% impact on profit and would not impact equity significantly. This analysis assumes that all other variables remain constant.

A 15 percent weakening of the listed equities as at 31 December 2015 would have reduced equity and profit by US\$52 million. The movement would represent a 353% impact on profit and 16% impact on equity. This analysis assumes that all other variables remain constant.

A 5 percent weakening of interest rates as at 31 December 2015 would have reduced equity and profit by US\$12 million. The movement would represent a 1437% impact on profit and 4% impact on equity. This analysis assumes that all other variables remain constant.

A 5 percent decrease in investment property values as at 31 December 2015 would have reduced equity and profit by US\$20 million. The movement would represent a 140% impact on profit and 6% impact on equity. This analysis assumes that all other variables remain constant.

28 Insurance risk management

The Group assumes insurance risk by issuing insurance contracts under which the Group agrees to compensate the policyholder or other beneficiary if a specified uncertain future event (the insured event) adversely affecting the policyholder occurs. Insurance risk includes mortality risk.

For accounting purposes insurance risk is defined as risk other than financial risk. Contracts issued by the Group may include both insurance and financial risk; contracts with significant insurance risk are classified as insurance contracts while contracts with no or insignificant insurance risk are classified as investment contracts. The Group's approach to financial risk management has been described in note 42.

Risk management objectives and policies for mitigating insurance risk

The Group effectively manages its insurance risks through the following mechanisms:

- Actuarial models which use the above information to calculate premiums and monitor claims patterns. Past experience and statistical methods are used.
- Guidelines for concluding insurance contracts and assuming insurance risks. These include underwriting principles and product pricing procedures.
- The mix of assets which is driven by the economic environment. The management of assets and liabilities is closely monitored to ensure that there are sufficient interest bearing assets to settle liabilities.

Terms and conditions of insurance contracts

The terms and conditions attached to insurance contracts determine the level of insurance risk accepted by the Group. The following tables outline the general form of terms and conditions that apply to contracts sold in each category of business and the nature of the risk incurred.

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Category	Essential terms	Main risks	Policyholders guarantees	Policyholder participation-investment returns
Employee Benefits Group life assurance	Rates are annually renewable	Mortality	No significant guarantees	None
With-profit annuity	Regular benefit payments participating in profits in return for consideration	Longevity Investment	Underlying pricing interest rate is guaranteed. Declared bonuses cannot be reduced	Yes see below
Retail Life Plan	Premium rates are guaranteed but reviewable for new business	Mortality	Sum assured is guaranteed	None
Funeral Plan	Premium rates are guaranteed but reviewable for new business	Mortality	Sum assured is guaranteed	None

The extent of the Group’s discretion as to the allocation of investment return to policyholders varies based on the type of contract. Where the contracts are pure risk type there is no sharing of investment returns. For other contracts investment return is attributed to the policyholder. Declared bonuses may be either vesting and/or non-vesting (in which case they can be reversed).

Smoothed bonus products constitute a significant proportion of the business. Particular attention is paid by ensuring that the declaration of bonuses is done in a responsible manner such that sufficient reserves are retained for bonus smoothing purposes. Investment returns not distributed after deducting charges are credited to bonus stabilisation reserves which are used to support subsequent bonus declarations.

In addition to the specified risks identified above the Group is subject to the risk that policyholders discontinue the insurance policy through lapse or surrender.

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Management of insurance risks

The table below summarises the variety of risks to which the Group is exposed to and the methods by which it seeks to mitigate these risks.

Risks	Definition	Risk management
Underwriting	Misalignment of policyholders to the appropriate pricing basis or impact of anti-selection resulting in a loss.	Experience is closely monitored. Underwriting limits health requirements spread of risks and training of underwriters all mitigate the risk.
HIV/AIDS	Impact of HIV/AIDS on mortality rates.	Impact of HIV/AIDS is mitigated wherever possible by writing products that allow for repricing on a regular basis or are priced to allow for the expected effects of AIDS. Tests for AIDS and other tests for lives insured above certain values are conducted. A negative test result is a prerequisite for acceptance at standard rates for lives insured above certain values.
Catastrophe	Natural and non-natural disasters could result in increased mortality risk and payouts on policies.	Catastrophe excess of loss re-insurance treaty covers all claims from one incident occurring within a specified period.

29 Investment in subsidiary companies

	Number of issued ordinary & preference shares	Company % interest	2015 Carrying value of shares US\$
Total			
Unlisted - subsidiaries			
Old Mutual Life Assurance Company Zimbabwe Limited	13 184 355	100%	34 596 882
Central Africa Building Society	15 000 000	100%	19 889 229
Old Mutual Investment Group Zimbabwe (Private) Limited	100	100%	845 979
Three Anchor Investments (Private) Limited T/A Old Mutual Custodial Services	1 200	100%	3 163 450
Old Mutual (Zimbabwe) Foundation Trust	100	100%	-
Capital Growth Investment Trust	10 000	100%	-
Old Mutual Property Zimbabwe (Private) Limited	100	100%	6 376 420
Old Mutual Securities (Private) Limited	167	70%	1 248 420
Old Mutual Shared Services (Private) Limited	602	100%	4 219 400
MCZ (Private) Limited T/A Old Mutual International Services Organisation	10 000 783	70%	1
RM Insurance Holdings Limited	940 520	50.67%	1 240 313
			71 580 094

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	Number of issued ordinary & preference shares	% interest	2014 Carrying value of shares
Total			
Unlisted - subsidiaries			
Old Mutual Life Assurance Company Zimbabwe Limited	13 184 355	100%	34 187 522
Central Africa Building Society	15 000 000	100%	19 099 590
Old Mutual Investment Group Zimbabwe (Private) Limited	100	100%	724 820
Three Anchor Investments (Private) Limited T/A Old Mutual Custodial Services	1 200	100%	3 140 844
Old Mutual (Zimbabwe) Foundation Trust	100	100%	-
Capital Growth Investment Trust	10 000	100%	-
Old Mutual Property Zimbabwe (Pvt) Ltd	100	100%	6 289 561
Old Mutual Securities (Private) Limited	167	70%	1 502 634
Old Mutual Shared Services (Private) Limited	602	100%	3 535 628
MCZ (Private) Limited T/A Old Mutual International Services Organisation	10 000 783	70%	1
RM Insurance Holdings Limited	940 520	50.67%	1 071 067
			69 551 667

**30 Amounts due by or (to)
group companies**

	Company 2015 US\$ Due by	2015 US\$ Due to	Company 2014 US\$ Due by	2014 US\$ Due to
Old Mutual Life Assurance Company Zimbabwe Limited	-	(546)	4 599 459	-
Old Mutual Africa Holdings	-	(132 306)	-	(132 894)
Old Mutual Investment Group Zimbabwe (Private) Limited	2 967 065	-	-	(52 264)
Old Mutual (Zimbabwe) Foundation Trust	1 431 907	-	9 464	-
Old Mutual Securities (Private) Limited	555 388	-	753 668	-
Old Mutual Shared Services (Private) Limited	2 635 726	-	3 252 135	-
Three Anchor Investments (Private) Limited T/A Old Mutual Custodial Services	282 765	-	325 028	-
Central Africa Building Society	-	(3 229)	-	(20 252)
Old Mutual Pension Fund	-	(10 730 134)	-	(7 876 161)
The OMZIL Client Pension Exgratia Trust	11 597 262	(8 162 095)	11 268 225	(9 794 514)
The OMZIL Indigenisation Employee Share Trust	7 596 010	(13 483 167)	4 678 016	(16 179 800)
The OMZIL Management Incentive Share Trust	1 944 980	(9 876 845)	1 313 156	(11 852 214)
	29 011 103	(42 388 322)	26 199 151	(45 908 099)

The amounts due by or to group companies above are interest free and are payable on demand.

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31 Share based payments

Costs associated with Indigenisation transaction

	Company 2015 US\$	Company 2014 US\$
Employee Share Scheme	41 059	79 221
Management Incentive Scheme	176 869	128 274
	<u>217 928</u>	<u>207 495</u>

Share-based payments
Indigenisation Transactions

Movements relating to the share awards during the year are as follows:

	Company 2015 Number of shares	Company 2014 Number of shares
Opening balance of shares	188 536	268 040
Transfer in	-	14 764
Exercised during the year	(94 268)	(94 268)
Transfer out	-	-
	<u>94 268</u>	<u>188 536</u>

Shares exercised during the year were exercised at an average price of \$1.09 (2014:\$1.31)

The expected vesting periods for shares outstanding as at end of year are as follows

2016	94 268	94 268
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A valuation of the shares was conducted by an external valuer and these were valued at \$1.00 (2014:\$1.1086) per share as at 31 December 2015.

OMZIL Management Incentive Scheme

Opening balance of shares	405 955	182 798
Issued during the year	119 072	148 824
Transfer in	-	74 333
Exercised during the year	(116 501)	-
	<u>408 526</u>	<u>405 955</u>

The expected vesting periods for shares outstanding as at end of year are as follows

2016	140 630	140 630
2017	148 824	148 824
2018	119 072	-

A valuation of the shares was conducted by an external valuer and these were valued at \$1.00 (2014:\$1.1086) per share as at 31 December 2015.

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Share based payments reserve

The equity share-based payment reserve is maintained in the Group from the date of issue of the share awards. On exercise of the share awards settlement will be made through the structured entities controlled by Old Mutual Zimbabwe Limited

The movement of the reserve during the reporting period is included in the statement of changes in equity.

32 Deferred tax liabilities

	At beginning 2015 US\$	Income statement charge US\$	Company At end 2015 US\$
Deferred tax liability			
Fair value adjustments	1 279 399	(105 825)	1 173 574
	1 279 399	(105 825)	1 173 574

Analysis of deferred tax

Capital gains			1 173 574
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	At beginning 2014 US\$	Income statement charge US\$	At end 2014 US\$
Deferred tax liability			
Fair value adjustments	1 647 626	(368 227)	1 279 399
	1 647 626	(368 227)	1 279 399

Analysis of deferred tax

Capital gains			1 279 399
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33 Share capital and premium

	2015 US\$	2014 US\$
Authorised share capital		
292 953 126 ordinary shares of \$0.0000032 each	937	937
249 035 156 'A' class ordinary shares of \$0.0000032 each	797	797
83 011 718 'B' class ordinary shares of \$0.0000032 each	266	266
1 preference share of \$1 each (2011: 1)	1	1
Issued share capital		
249 035 156 'A' class ordinary shares of \$0.0000032 each	797	797
83 011 718 'B' class ordinary shares of \$0.0000032 each	266	266
1 preference share of \$1 each	1	1
	1 065	1 065

Subject to the limitations imposed by the Companies Act, the Articles of Association permit the directors to allot the unissued share capital at their discretion without restriction.

During 2012 a share split of 1:7812.60 was authorised resulting in 625 000 000 shares. The shares were split into ordinary shares 'A' class ordinary shares and 'B' class ordinary shares from the existing ordinary shares. These class 'A' and 'B' shares carry the same rights as the ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

34 Related party disclosures

Holding company and fellow subsidiaries.

The Company's immediate holding company is Old Mutual Zimbabwe Holdco Limited which holds 75% of the Group's ordinary shares. The ultimate holding company is Old Mutual plc incorporated in the United Kingdom.

Other Group companies consist of subsidiaries and associates.

Transactions and balances with holding company and other group companies

Subsidiaries	2015 US\$	2014 US\$
Old Mutual Africa Holdings		
Nature of transactions		
Goods and services purchased		
Amounts due to at end of year	(132 306)	(132 894)
Old Mutual Investment Group Zimbabwe (Pvt) Ltd		
Nature of transactions		
Goods and services purchased		
Amounts due to at end of year	2 967 065	(52 264)
Central Africa Building Society		
Nature of transactions		
Dividend receivable		
Amounts due at end of year	(3 229)	20 252
Old Mutual Life Assurance Company Zimbabwe Ltd		
Nature of transactions		
Dividends receivable		
Amounts due to at end of year	-	4 599 459
Old Mutual (Zimbabwe) Foundation Trust		
Nature of transactions		
Goods and services purchased		
Amounts due at end of year	1 431 907	9 464
Old Mutual Pension Fund		
Nature of transactions		
Goods and services purchased	-	
Amounts due at end of year	(10 730 134)	(7 876 161)
Three Anchor Investments (Pvt) Ltd T/A Old Mutual Custodial Services		
Nature of transactions		
Goods and services purchased		
Amounts due at end of year	282 765	325 028
Old Mutual Securities (Pvt) Ltd		
Nature of transactions		
Goods and services purchased		
Amounts due at end of year	555 388	753 668
Old Mutual Shared Services (Pvt) Ltd		
Nature of transactions		
Goods and services purchased		
Amounts due at end of year	2 635 726	3 252 135

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

Loans due by or to subsidiaries and other group companies

Loans due by or to subsidiaries or other group companies generally have no fixed terms of repayment.

Key management personnel

Key management personnel and their close family members and entities which they control jointly control or over which they exercise significant influence are considered related parties to the Group.

	Group 2015 US\$	Group 2014 US\$
35 Notes to the group statement of cash flows		
35.1 Non-cash movements and adjustments to profit before tax		
Depreciation and amortisation	9 266 536	7 803 130
Revaluation surplus shadow accounting	(250 328)	(250 328)
Net fair value gains for the year included in profit before tax	177 789 279	151 589 611
Charges to provisions and post employment benefits obligation	14 211 526	10 571 614
Share-based payments charge	2 544 414	6 831 462
Movement in policyholder liabilities	(80 098 713)	(48 606 915)
Unrealised exchange (gains)/losses	(2 032 435)	(1 369 250)
	121 430 280	126 569 324
35.2 Changes in working capital		
Insurance other receivables and amounts due by group companies	(126 011 082)	(168 213 567)
Insurance other payables and amounts due to group companies	147 526 454	167 761 067
Reinsurer's share of insurance contract liabilities	(215 184)	3 728 096
Deferred acquisition costs	(98 216)	(121 399)
	21 201 973	3 154 197
35.3 Taxation paid		
Taxation payable at beginning of year	(35 870 988)	(38 578 717)
Income tax charge for the year	(1 314 178)	(1 316 828)
Taxation payable at end of year	31 423 233	35 870 988
	(5 761 933)	(4 024 557)
35.4 Dividends paid		
Dividends payable at beginning of year	(25 396 125)	(25 853 429)
Dividends declared during the year	(17 672 384)	(18 589 760)
Dividends payable at end of year	25 396 125	25 396 125
	(17 672 384)	(19 047 064)

NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 DECEMBER 2015

	Company 2015 US\$	Company 2014 US\$
36 Notes to the company statement of cash flows		
36.1 Non-cash movements and adjustments to profit before tax		
Depreciation and amortisation	100 569	84 851
Impairment of investment in subsidiary	1 097 870	-
Profit on sale of equipment	(8 388)	(40 498)
Net fair value gains for the year included in profit before tax	20 148 574	28 305 471
Charges to provisions and post employment benefits obligation	148 132	(75 289)
Share-based payments charge	217 928	207 495
	<u>21 704 685</u>	<u>28 482 030</u>
36.2 Changes in working capital		
Insurance other receivables and amounts due by group companies	(2 714 392)	500 733
Insurance other payables and amounts due to group companies	(5 529 013)	(8 585 199)
	<u>(8 243 405)</u>	<u>(8 084 466)</u>
36.3 Taxation paid		
Taxation payable at beginning of year	(1 283 701)	(1 659 819)
Income tax charge for the year	(1 580 755)	373 766
Taxation payable at end of year	1 442 284	1 283 701
	<u>(1 422 172)</u>	<u>(2 352)</u>
36.4 Dividends paid		
Dividends payable at beginning of year	(25 396 125)	(25 853 429)
Dividends declared during the year	(19 706 420)	(19 890 641)
Dividends payable at end of year	25 396 125	25 396 125
	<u>(19 706 420)</u>	<u>(20 347 945)</u>
37 Subsequent events		
Stock Market Movement		
<p>A significant portion of the investment portfolio is invested on the Zimbabwe Stock Exchange (ZSE). The ZSE's Industrial index has however declined by 13.37% since the reporting date to the end of February 2016. This movement of the stock exchange has a negative bearing of the value of the investment assets owned by the group and shown under note 27. Except for what has been mentioned in this note management noted there are no other significant subsequent events to disclose from the date of signing the financial statements to date.</p>		



Old Mutual Zimbabwe Limited
[Incorporated in Zimbabwe on 10 June 1998 under Registration Number 5684/98]