



MKOMBOZI COMMERCIAL BANK PLC

THE SIXTEENTH ANNUAL GENERAL MEETING

26th JULY, 2025



BOARD OF DIRECTORS



Mr. Gasper Njuu
Board Chairperson



Mr. Respige Kimati
Managing Director



Mr. Benedict Sudi
Director



Ms. Uphoo Swai
Director



Most Rev. Beatus Kinyaiya
Director



Mr. Robert Mtendamema
Director



Dr. Fr. Charles Kitima
Director



Mr. Martin Mdoe
Director



MANAGEMENT TEAM



Mr. Respige Kimati
Managing Director



Mr. Vitalis Michael
Chief Financial Officer



Mr. Thomas Enock
Chief Operating Officer



Mr. Crispin Kweka
Chief Internal Auditor



Ms. Paulina Kunjumu
Head of Legal services



Mr. Wilbert Luoga
Head of Credit



Ms. Fortunata Olomi
Chief Commercial Officer



Ms. Brenda Fernandes
Head of Human
Resource



Mr. Daudi Senkondo
Head of Risk and
Compliance



Mr. Faraja Augustino
Head of Treasury



Mr. Leonard Weinand
Head of ICT



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VISION AND MISSION STATEMENT



VISION

To be the leading bank in addressing the growth needs of micro, small, medium size enterprises and corporates through delivery of high quality and integrity banking services.



MISSION

To provide efficiently high-quality financial services to all our Customers in a sustainable and socially responsible manner to meet stakeholders' expectation.



Thank you our
Shareholders

We wouldn't be
here without you!





NOTICE TO ALL SHAREHOLDERS OF MKOMBOZI COMMERCIAL BANK PLC

NOTICE IS HEREBY GIVEN THAT the Sixteenth Annual General Meeting of Mkombozi Commercial Bank Plc shall be held on 26th July, 2025 at Julius Nyerere International Conference Centre (JNICC), Selous Hall, Posta, Dar es Salaam from 9.00 a.m.

AGENDA

1. Confirmation of Quorum and Opening of the Meeting.
2. Adoption of the Agenda.
3. Confirmation of the minutes of the Fifteenth Annual General Meeting held on 27th July 2024.
4. Matters arising from the Fifteenth Annual General Meeting held on 27th July, 2024.
5. To receive, discuss and adopt the Directors' report for the year ended 31st December, 2024.
6. To receive, discuss and approve the Bank's financial statements for the year ended 31st December 2024 and adopt external auditor's report on financial statements of the Bank for the year ended 31st December, 2024.
7. Proposal for Declaration of Dividend for Year 2024.
8. Appointment of Statutory Auditors.
9. Election of Board Members.
10. To set a date for the next Annual General Meeting.
11. Any other business.
12. Closure of the meeting.

Take further notice that:

1. A member wishing to attend the meeting must come with a copy of their receipt of purchased shares of the bank or a Share Certificate of the same.
2. A member entitled to attend and vote at the meeting is entitled to appoint a PROXY to attend and vote on their behalf in accordance with the provisions of the Company's Articles of Association. A PROXY FORM must be deposited at the registered office of the bank so as to arrive not later than three (3) days before the meeting. The form should be in the following format:



“Mkombozi Commercial Bank Plc”

I/We.....of, being a Member/
Members of the above-named Company, hereby appoint of
..... as my/our proxy to vote for me/us on my/our behalf
at the Annual General Meeting of the bank to be held on the 26th July, 2025 and at
any adjournment thereof.

Signed this day of 2025

3. All shareholders and/or representatives will be required to register before entering the meeting hall on the date of the meeting.
4. The booklets containing financial statements and other information of the bank will be available at the bank’s branches and the bank’s website <https://mkombozibank.co.tz/> a week before the meeting.

For further information contact the Bank’s offices at:

Mkombozi Commercial Bank Plc
Plot No.40, Behind St Joseph Church
Mansfield Street
P.O.Box 38448
DAR ES SALAAM
Tel.no. +255 22 2137806/7,
Toll free no. 0800 750 040
Email: shareholders@mkombozibank.co.tz
info@mkombozibank.co.tz



PAULINA KUNJUMU
COMPANY SECRETARY
BY ORDER OF THE BOARD
JUNE, 2025





THE BOARD CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the Board of Directors, I take this opportunity to welcome you all to this Sixteenth Annual General Meeting of Mkombozi Commercial Bank PLC (the Bank or MKCB). I have the honor to present to you the highlights of the Bank's annual performance for the financial year ended 31st December 2024.

I would like to commend the efforts of the Management and all members of staff who worked tirelessly for the achievements outlined in this report. I thank my colleagues, Board of Directors for their dedication and guidance in execution of the Bank's objectives and for their oversight role. It is on the backcloth of unwavering dedication and contribution by the entire team that the year 2024 was a success story for the Bank.

I would also like to sincerely thank all our esteemed customers for their continued support to our Bank knowing that without their business our Bank would not have achieved what is being presented to you. We also appreciate and thank our key regulators, the Bank of Tanzania, Capital Markets and Securities Authorities, the Government and all other stakeholders from whom we continued receiving tremendous support and guidance. To our shareholders, we thank you immensely for your continued support and dedication in supporting the Bank's strategic initiatives by providing needed capital resources.

Key achievements and developments during the year.

While our performance results are shown on pages 53-58, which illustrate how best we have grown our business, I invite you to peruse the bank's key developments outlined below and urge you to read the Managing Director letter in this Annual Report, which will give you more specific details about our business and plans for the future.

- The bank implemented the new Core Banking System (RUBIKON) and successfully migrated all banking service operations and channels on this platform effective 16th December 2024.
- We finalized the School Management Solution project and started rollout to schools with a target to onboard 200 schools by 2026.
- The digital solutions continue to be the bank's main agenda. Our Agency Banking Channel (Mkombozi WAKALA), the Church Cash Management Solution (SADAKA



Digital), Internet Banking and Mobile Banking solutions have gained significant momentum in terms of penetration and customer utilization.

- We were able to implement the NMB Bank Plc-Umoja Switch ATM interoperability project which provides a wider scope for MKCB customers to access cash services from NMB Bank Plc ATMs network.
- We implemented the Cash Management Solution at St. Augustino University of Tanzania (SAUT) which facilitates collection of fees. The bank is in the process of rolling out the solution to other institutions of higher learning within our niche market.
- We finalized the Hospital Management Solution which is currently in the onboarding process with Bugando Medical Hospital. We target to rollout this solution to other health facilities within our Niche Market.
- We commenced necessary preparations for expansion of bank outlets, with a target to open three new branches in 2025.

Overall, our business consolidation and growth ambitions continue to bear positive fruits as translated through increased clientele base, enhanced revenue levels, efficient cost management and quality of risk management.

Economic and Market Conditions in 2024

The countries domestic Economic growth in 2024 accelerated to 5.6% year-on-year, building on 5.1% growth in 2023. The medium-term outlook is positive, with GDP growth expected to align more closely with its long-term potential (estimated at around 6% in 2025), supported by ongoing structural reforms and an improved business environment. Inflationary pressures remained subdued, with twelve-month headline inflation closing at 3% in December 2024 same levels as 2023. This is consistent with the country's medium-term target of 5%, as well as the regional benchmarks of the East African Community and the Southern African Development Community. Inflationary pressures are projected to remain subdued across many economies due to adequate food, stable exchange rate, moderate prices in the world market and the lagged impact of tight monetary policy.

In 2024, the implementation of monetary policy was satisfactory. Liquidity in the economy was aligned with economic conditions. The implementation of monetary policy also complemented supply-side factors in reducing pressures on the exchange rate, eliminating the parallel foreign exchange market, leading to a decline in dollarization and reducing speculation on the exchange rate.

During the year the growth of money supply was higher than the previous year. The extended broad money supply (M3) is estimated to have grown by an average of 14.9%, compared to 10.7% in 2023. The increase was largely driven by private sector credit growth and increase in foreign assets. Private sector credit growth remained high in 2024 recording annual rate of 16.8% compared with 17.3% in 2023, and was among the highest in the EAC, albeit growing at a slightly lower pace.

This performance reflects continued high demand for new loans consistent with the increase in economic activities, backed by improving business environment. Credit extended to agriculture maintained the highest growth at 43.5%, followed by mining and quarrying, at 36.4%. Personal loans continued to account for the largest share of outstanding credit at 37.2%, followed by trade, at 13.6% and agriculture, at 10.2%.

In 2024 interest rates charged on loans and those offered on deposits by banks remained as in 2023, owing to the existing structural impediments that hinder alignment with market fundamentals.

Specifically, interest rates on loans were broadly unchanged, around 16% and negotiated lending rates remained around 13%. The overall deposit rate was around 8% from 7.5% in 2023, and the negotiated deposit rate offered to the prime customers increased to around 10% from 9% in 2023. On an annual basis, the spread between short-term lending and deposit interest rates narrowed to 5.93% from 6.47% in 2023.

Interest rates charged on loans are expected to moderate in the near term owing to measures aimed at addressing the structural impediments in the market coupled with low and stable inflation.

Strategic Plan for 2024 to 2025

The Bank continues to focus on its key strategic initiatives both in the short and medium-term in order to achieve sustainable profitability levels necessary for growth and return to shareholders in terms of dividends pay out. We shall focus in penetrating the market with competitive banking solutions as well as harnessing the full potential of our existing clients especially across our niche market.

The AGM Documents

The AGM document which has been circulated to the shareholders include the Directors' Report and Financial Statements of the Bank for the year ended 31 December 2024. These



will be formally presented to the shareholders for deliberation and adoption. Shareholders are invited to participate in the deliberations and give valuable contributions for greater and sustained achievements of the Bank's objectives.

Thank you.



GASPER CASMIR NJUU
BOARD CHAIRPERSON
26TH JULY, 2025.



THE MANAGING DIRECTOR'S STATEMENT

Introduction.

I'm delighted to report on the bank's performance for the financial period ended 31st December 2024. Our team has continued to work hard to make our bank focused, strong and profitable. We made good progress over the past several years and 2024 marked further improvement. We have more that we can do and remain focused on further strengthening our business and growing our returns.

Financial Performance Outcome.

We performed strongly in 2024, delivering on our target to continue to increase our investments, funding, revenue and profitability. The bank posted a growth of 10% in total assets to TZS 282billion, driven mainly by growth in Loans and Advances at TZS162billion and investments in Financial Markets at TZS 75billion, which constitute a combined contribution of 84%. The loans and advances to customers was achieved at TZS162billion, translating to a growth of 21% in line with our strategic focus to sustainable growth of the business. The customer deposits grew by 5% to TZS 217billion with less expensive deposits (CASA) composition of 68%. This moderate growth in deposits was informed by our strategy to manage down expensive deposits in order to enhance profit margins. The total Net Income of TZS 29billion was up by 16%, attributed to net interest income (TZS 21billion) and fee and commission (TZS 8.4billion). We intensified our strategic focus on cost discipline which saw the total cost increasing marginally by 6% to TZS 17.7billion, the level which generated positive cost to income ratio of 57%, even with continued underlying investments. Credit impairment improved by 53% to 3.8% due to improved credit underwriting, monitoring and remedial intervention. All this has helped to increase the underlying Profit Before Tax by 34% year-on-year to TZS 11.5billion. The balance sheet sustained growth with Return on Equity of 29%; slightly above a 28% mark in 2023 and shareholders' funds increasing by 28% to TZS 40billion from TZS 31billion in 2023.

The Bank remains well capitalized and highly liquid with a strong and diverse deposit base. The liquidity coverage ratio of 28% (Vs regulatory benchmark of 20%) reflects disciplined asset and liability management. The Ordinary Equity (Tier 1) and Total Equity (Tier 2) ratios of 17% and 18% were well above regulatory benchmark of 12.5% and 14.5% respectively.



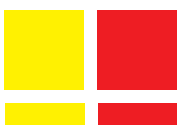
Expansion and Growth.

As we look to the future, we remain focused in our areas of greatest differentiation and competitive strength, further enhancing our outreach and penetration of our products and services in order to generate higher quality growth, deliver sustainably higher returns and improve our return to shareholders over the medium and long term.

We have gained significant traction in execution of our expansion strategy through Agent Banking proposition. We have recruited a total of 1,377 Agents across the network out of which 12 are “Strategic Agents” located in selected Parishes. Strategic Agent model is designated to be owned and operated by Parishes and located within Parish premises. Under this model, the bank extends strategic support in terms of branding of the outlets, recruiting customers, staffing and training. The future plan is to graduate these points into full-fledge bank outlets such as Service Centers or Mini Branches depending upon business opportunity present. Bank Agent channel serves as an alternative to a physical branch outlet where basic banking services such as account opening, cash in and cash out transactions are carried out. The bank realized significant transactions value of TZS 108billion for the year 2024 through Agent channel.

Parallel to the Agent Bank solution, the bank continues to explore opportunity to open physical branch outlets in strategic commercial regions in line with its expansion strategy in order to facilitate sustainable and profitable growth.

As digitalization remains to be the future of financial inclusion; we have continued to innovate and reinforce our digital solutions targeting individual consumers and corporate entities. We have enhanced our mobile banking solution by rolling out our Mobile Application (MKCB App) to complement the current USSD (*150*06#) mobile solution. We have rolled out institutional Cash Management Solutions; namely School Management Solution (Shule Soft), Church Cash Management Solution (SADAKA Digital). We have reinforced our internet solution for retail as well as corporate customers in order to position ourselves competitively in the market. Whilst these channels target both revenue (commission) and liquidity (deposits) mobilization, our primary focus remains to be the latter, which is a major transformation factor in our business growth agenda. The bank realized significant deposits value in the aggregate amount of TZS 112billion through digital channels in 2024. We continue to work with strategic Fintech partners in developing/rolling out strategic digital solutions to drive financial inclusion initiative.



Investment in Core Banking System (CBS).

I'm pleased to report on the successful migration of our banking operations from the old Core Banking System (Br.Net) to the new Core Banking System (RUBIKON) effective 16th December 2024. This investment is a significant milestone in success and sustainability of the bank growth strategy and stability of its operations. The new CBS provides high capacity and technology necessary to move the bank into its long-term future. We are confident of the continued investment and service excellence going forward.

Creating Shareholder Value.

We are confident that our increased investment and greater concentration will help us to gain and intensify market share in terms of balance sheet and income growth over the medium and long term. This year, we demonstrated our commitment to creating capacity to deliver substantial shareholder distributions of TZS 92.4 per share amid challenging operating circumstances in terms of investment and business capitalization need to drive growth. We remain committed to delivering positive outcome each year to sustain shareholder distributions. We aim to deliver this through strong income growth, improving operational leverage backed by our strategic initiatives to transform the way we operate, addressing structural inefficiencies to simplify, standardise and digitise key elements of our business, setting the stage for accelerated growth. We remain focused in delivering in our targets, seizing the structural underlying growth opportunities we have, transforming how we work, delivering better experiences for clients and creating exceptional long-term value for our shareholders.

Finally, I would like to acknowledge the remarkable efforts of our team, invaluable guidance by Board of Directors, a cordial support by our Regulators and the unparalleled commitment by our Shareholders and Customers.



Respige Kimati
Managing Director.
26th July 2025.





MINUTES OF THE FOURTEENTH ANNUAL GENERAL MEETING

AGENDA NUMBER 3

CONFIRMATION OF THE MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING HELD AT MARANTA HALL, MSIMBAZI CENTRE IN DAR ES SALAAM ON SATURDAY THE 27TH JULY 2024.

MINUTES OF THE FIFTEENTH GENERAL MEETING OF THE SHAREHOLDERS OF MKOMBOZI COMMERCIAL BANK PLC HELD AT MARANTA HALL, MSIMBAZI CENTRE IN DAR ES SALAAM ON SATURDAY THE 27TH JULY 2024.

MEMBERS OF THE BOARD OF DIRECTORS

- | | | | |
|----|---------------------------|---|-------------------|
| 1. | Mr. Gasper Njuu | - | Chairperson |
| 2. | Most Rev. Beatus Kinyaiya | - | Director |
| 3. | Mr. Benedict Sudi | - | Director |
| 4. | Mr. Martin Mdoe | - | Director |
| 5. | Ms. Uphoo Swai | - | Director |
| 6. | Mr. Robert Mtendamema | - | Director |
| 7. | Mr. Respige Kimati | - | Managing Director |
| 8. | Ms. Paulina Kunjumu | - | Company Secretary |

APOLOGY

- | | | | |
|----|------------------------|---|----------|
| 1. | Fr. Dr. Charles Kitima | - | Director |
|----|------------------------|---|----------|

INVITED GUESTS

- | | | | |
|----|---------------------------|---|--|
| 1. | Mr. Cletus Kiyuga | - | Representative, PWC |
| 2. | Ms. Jesca Thobias Jenge | - | Capital Markets
And Securities Authority (CMSA) |
| 3. | Ms. Mariam Omari Mtunguja | - | Representative, Capital Markets
And Securities Authority (CMSA) |

SHAREHOLDERS

NO	NAME	STATUS
1	ABEL BERA SEBASTIAN	KNOWN
2	ABEL E. KUSIGA	KNOWN
3	ABRAHAM A. MALEKO	KNOWN
4	ABROGAST CHAMI	KNOWN
5	ADELAIDA R. ASEY	KNOWN
6	ADELINA DEOGRATIUS NJUNWA	KNOWN
7	ADOULLAH THOMAS KOKO	KNOWN
8	ADRIAN J. MAKELELE	KNOWN
9	ADRIANO GERALD	KNOWN
10	ADVENTINA KAILEMBO MULOKOZI	KNOWN
11	AGATHA E. MAYEMBA	KNOWN
12	AGNES MOSHA	KNOWN
13	AGNESS ATHANA KISSUM	KNOWN
14	AGNESS JOHN KIWIA	KNOWN
15	AGRIPINA IBNASS MKAMY	KNOWN
16	ALBANI PETER MWALO	KNOWN
17	ALEX ATANAS	KNOWN
18	ALEX NTANGULIGWA	KNOWN
19	ALEX SIMON NGAIZA	KNOWN
20	ALEX STEFANO KASILO	KNOWN
21	ALFRED CHAMA MATIKO	KNOWN
22	AMBROSE R. LYIMO	KNOWN
23	ANANIAS K. WIGIRA	KNOWN
24	ANASTAS LILONDO NGUNGURU	KNOWN
25	ANASTASIA D. MASHURANO	KNOWN
26	ANASTASIA MARO MTUMBUKA	KNOWN
27	ANCILLA PESHA KASIMBAZI	KNOWN
28	ANDREA M. MGAYA	KNOWN
29	ANDREW EDWARD SALUMU	KNOWN
30	ANGELA J. KYAKULA	KNOWN
31	ANGERA CHIWAYA	KNOWN
32	ANJILA H. KASIMBA	KNOWN
33	ANNA A. MVUNGI	KNOWN
34	ANNA F. SHAO	KNOWN
35	ANNA WANGAEL SWAI	KNOWN
36	ANSILA BENO JOHN	KNOWN
37	ANTHONY JAMES LUBUVA	KNOWN
38	ANUCIATHA KAWISHA	KNOWN



39	ANZIGAR ROBERT MAPUNDA	KNOWN
40	APOLINARY B.MWARABU	KNOWN
41	ARBOCAST ST. NDUBA KUZENZA	KNOWN
42	ARCHDIOCESE OF MWANZA	KNOWN
43	ARNOLD MSENGEZI	KNOWN
44	ASUNTA V. IKUNKO	KNOWN
45	AUDAX JOSEPHAT RUTA	KNOWN
46	AUGUSTINE PAULO MSETI	KNOWN
47	AUGUSTINE R. KASHULI	KNOWN
48	AVELINA L. HOKORORO	KNOWN
49	BABINA BALTAZARY SHAYO	KNOWN
50	BALTAZAR I. MASSAWE	KNOWN
51	BALTAZAR W. MWEIRO	KNOWN
52	BEATRICE AGUST MTEY	KNOWN
53	BEATRICE KAHOHO	KNOWN
54	BEATRICE KAMPUGA	KNOWN
55	BENNET CHARLES MAULAH	KNOWN
56	BERNADETA KATANDALILA	KNOWN
57	BERTOLD NJAWIKE	KNOWN
58	BETWIAL BEATUS MANYAKU	KNOWN
59	BIBIANA NGOWI	KNOWN
60	BIKIRA MARIA SALASALA	KNOWN
61	BISMASS ISSA MLUNGAMO	KNOWN
62	BONITUS DOMINIC MWALLENI	KNOWN
63	BUGANDO MEDICAL CENTRE	KNOWN
64	CALISTUS PHILIP ASSENGA	KNOWN
65	CAMILLIAN FAMILY	KNOWN
66	CATHERINE C. MNGANYA	KNOWN
67	CATHERINE MWIDETE	KNOWN
68	CATHERINE VINGILLAH	KNOWN
69	CHARLES M. LUSAYA	KNOWN
70	CHARLES RUGARABAMU	KNOWN
71	CHRISTA FRANCIS CHILALA	KNOWN
72	CHRISTINA FABIAN KAPEMBE	KNOWN
73	CHRISTINA MATERU	KNOWN
74	CHRISTOPHER V. MTALIMWA	KNOWN
75	CLEMENT KIDALA	KNOWN
76	CLEOPHAS G. MWANGONELA	KNOWN
77	CLEOTILDA W. MAKAVA	KNOWN
78	CLEVINA TIBAMANYA	KNOWN
79	CONSOLATA ALBERT BEBWA	KNOWN

80	CONSTINE DANIEL MSIKE	KNOWN
81	COSTANTINE C. MSHANGA	KNOWN
82	COSTANTINE MALIGANYA NG'HWENGE	KNOWN
83	CUTHBERT KARLIHANGA	KNOWN
84	CYPRIAN KRISPIN	KNOWN
85	DAMIAN ELIAS MREMA	KNOWN
86	DANIEL J. KULULYA	KNOWN
87	DANIEL M. UBALANJE	KNOWN
88	DANIEL MEHAN KINDAGARTEN	KNOWN
89	DANIEL MLEMETA MWENDI	KNOWN
90	DANIEL P.NDANGA	KNOWN
91	DANIELA JOSEPH MWINUKA	KNOWN
92	DANSTAN INYASI MASSAWE	KNOWN
93	DAUD J. PANGILA	KNOWN
94	DAVINA P. MATOLA	KNOWN
95	DEOGRATIAS KAMUGISHA	KNOWN
96	DEOGRATIUS	KNOWN
97	DESIDERATO ATILIO MKEMWA	KNOWN
98	DESIDERI J. MULAGALA	KNOWN
99	DESIDERY KAKWEZI ATHANAS	KNOWN
100	DEVOTHA B. GERALDI	KNOWN
101	DINA HAITA MBUBA	KNOWN
102	DINA S. MASENGA	KNOWN
103	DIOCRES G. RUTAZA	KNOWN
104	DISMASIA E. LYANGANI	KNOWN
105	DOMINIC B. MASSAWE	KNOWN
106	DONADONI ATILIO MKEMWA	KNOWN
107	DONATI PASKALI	KNOWN
108	DORAH MWITA	KNOWN
109	DORIS EDWARD NYATAHE	KNOWN
110	DR. KEBRON MAHOO	KNOWN
111	DR. ROSE BENEDICT OLOMI	KNOWN
112	DR. WOLAEGHIORGHIS VILLA	KNOWN
113	EDMUND E. MUNISHI	KNOWN
114	EDMUND HENRY KAGIMBO	KNOWN
115	EDWALD N. MREMA	KNOWN
116	EDWARD STAMBULY	KNOWN
117	EDWIN ALIKO SAIJENI	KNOWN
118	EDWIN P. MUNGA	KNOWN
119	EDWINA A. LUPEMBE	KNOWN
120	ELEONORA MATHIAS MROSSO	KNOWN



121	ELIAS A. MMARI	KNOWN
122	ELIZABETH BONIPHAS	KNOWN
123	ELIZABETH FRANK FOVO	KNOWN
124	ELIZABETH IGNACE MOWO	KNOWN
125	ELIZABETH M. MASOI	KNOWN
126	ELIZABETH PANCRASS TAIRO	KNOWN
127	ELIZABETH STUWAT MBAGO	KNOWN
128	EMELDA CHARLES MWENDA	KNOWN
129	EMERENCIANA L.UTOUH	KNOWN
130	EMILIANA G. TABAILLE	KNOWN
131	EMILIANA MASOUD MIASY	KNOWN
132	EMMANUEL ANTHONY KULANGESIWA	KNOWN
133	EMMANUEL J. BUKANGO	KNOWN
134	EMMANUEL JJ BUKANGO	KNOWN
135	EMMY M. MAGENI	KNOWN
136	ENATA NONGA	KNOWN
137	ENOCK F.KIKOTI	KNOWN
138	ERIC A. K. MARENGE	KNOWN
139	ERICK F. LUBUSA	KNOWN
140	ERICK MWARABU	KNOWN
141	ESTHER BUKANGO	KNOWN
142	EUTROPEA H. MARO	KNOWN
143	EVELYN XAVIER KAYOMBO	KNOWN
144	EXPEDITO DICKENS SIMMON	KNOWN
145	EZEKIEL FELIX ISSAKA	KNOWN
146	FAUSTUS GWIMO RUGONDA	KNOWN
147	FEBROSIA H. KAPINGA	KNOWN
148	FELISTER N. MPEMBA	KNOWN
149	FLORA MBIGWA	KNOWN
150	FLORENTS M. SEIYA	KNOWN
151	FORTUNATA ALLI MEHARAZO	KNOWN
152	FR ENGLBERT NYANDWI	KNOWN
153	FR FRASTO NAAKULE	KNOWN
154	FR SELESTINE KAPINGA	KNOWN
155	FRED HABIBU KATAWAA	KNOWN
156	FROLIAN DEOGRATIAS MUTASIGWA	KNOWN
157	GANDOLF C. ASENGA	KNOWN
158	GASPER O. MBILINYI	KNOWN
159	GAUDENSIA CALIST	KNOWN
160	GENEROSA JOSEPH RUTAIHWA	KNOWN
161	GEOFFREY F. MROSO	KNOWN

162	GEORGE SALESIAN LUKOA	KNOWN
163	GERALD A. MKOBA	KNOWN
164	GERMANA G. MABUNGA ITF BRENDA NYAMIZI MNARO	KNOWN
165	GERVAS JOSEPH KAVISHE	KNOWN
166	GERVAS LAZARO MBILINYI	KNOWN
167	GETRUDE C. NGUBIAGAI	KNOWN
168	GIBSON AKIM	KNOWN
169	GODFRIDA M. TESHA	KNOWN
170	GODLIVER M. RWEYEMAMU	KNOWN
171	GODWIN THOBIAS MWITA	KNOWN
172	GRACE A. MUSHY	KNOWN
173	GRACE BEDA MINJA	KNOWN
174	HAPPINESS M.	KNOWN
175	HAPPY SAIMON MJEMA	KNOWN
176	HARRY D. CHOPETA	KNOWN
177	HENRY JOSEPH MBOYA	KNOWN
178	HENRY MWOLEKA MUTEMBEI	KNOWN
179	HERMENILDEY NGUMBE	KNOWN
180	HERMOGEN B. NGOTEZI	KNOWN
181	HILDA FLORENCE KASONSO	KNOWN
182	HUGO E. SHIRIMA	KNOWN
183	HUSNA HAJI KAVISHE	KNOWN
184	IBRAHIM K. MGETA	KNOWN
185	IGNACE MARINGA PETER MOWO	KNOWN
186	IMAKULATA GHAFUMBWE	KNOWN
187	IMMACULATA D. MUTASHAIRWA	KNOWN
188	INNOCENT D. ALEX	KNOWN
189	INNOCENT M. KAPALALE	KNOWN
190	IRMINA MBULA MILLANZA	KNOWN
191	JACKSON MSOKA	KNOWN
192	JACOB BWANATUMBO	KNOWN
193	JAMES KIWALI MALLYA	KNOWN
194	JAMES M. BENEDICT	KNOWN
195	JANE JAPHET MALLYA	KNOWN
196	JANEMARY RUTAHOILE	KNOWN
197	JANETH JOSEPH MKOMBACHEPA	KNOWN
198	JANUARY M. MSHIMBO	KNOWN
199	JASTAS S. MKONGORO	KNOWN
200	JESCA JENGE	KNOWN
201	JESCA JOEL KABALINALI	KNOWN
202	JIMBO CATHOLIC MOSHI	KNOWN



203	JNNK MT. LUCIA KRISTO MFALME	KNOWN
204	JOAN JASTIN KAUSHE	KNOWN
205	JOHN EWALD MOSHY	KNOWN
206	JOHN GASPER SIMBEYA	KNOWN
207	JOHN INYASI MASSAWE	KNOWN
208	JOHN J. KILLIWA	KNOWN
209	JOHN KIIZA	KNOWN
210	JOHN MDENDE BIZONGWAKO	KNOWN
211	JOHN MG GROUP	KNOWN
212	JOHN RAPHAEL KIMATA	KNOWN
213	JOSEPH JAMES KESSY	KNOWN
214	JOSEPH JAPHET SAMILE	KNOWN
215	JOSEPH S. MREMA	KNOWN
216	JOSEPH YOSEYA KASYANJO	KNOWN
217	JOSEPHAT P. MBILINYI	KNOWN
218	JOSEPHINA JOHN MAZOMPOLO	KNOWN
219	JUDITH R. MKOBA	KNOWN
220	JULIETH GODFREY LUSUILWA	KNOWN
221	JULIUS B. MBAWALA	KNOWN
222	JUMANA JOSEPH ANDREA	KNOWN
223	JUMANNE S. SELEMANI	KNOWN
224	JUMUIYA MT. PADRE PIO	KNOWN
225	JUMUIYA YA MT. CESILIA	KNOWN
226	JUMUIYA YA MT. MONICA	KNOWN
227	KARISTO A. MFALAMAGOHA	KNOWN
228	KARSMATIKA KATOLIKI YOMBO	KNOWN
229	KISCIMBO NARZIS	KNOWN
230	KOLETHA MWALUGENGE	KNOWN
231	KUMBUKA E. MANOZA	KNOWN
232	KWAYA YA UPENDO	KNOWN
233	LAMBERTHA HYASINT MAHAI	KNOWN
234	LAURENT M. MAYOLI	KNOWN
235	LEOCADIA RUOTI MKOJI	KNOWN
236	LEONARDINA I. MAPUNDA	KNOWN
237	LEONCE GILLETTE LYIMO	KNOWN
238	LETICIA M.CHAMBILA	KNOWN
239	LEVINA CHRISTOPHER MTALEMWA	KNOWN
240	LEVINA MICHAEL MOMBURI	KNOWN
241	LIDWINI THOMAS LUVANDA	KNOWN
242	LIGHTNESS CASTORY MBUTA	KNOWN
243	LUCASA. MAGALI	KNOWN

244	LUCIANA ADRIAN MADUGA	KNOWN
245	LUCY GEORGE MAYAO	KNOWN
246	LUDWINA A. MLAY	KNOWN
247	LUSIMA KURINGE MSOMA	KNOWN
248	LUTIGARA LUCAS RWEZAULA	KNOWN
249	MARCO JUSTINE MWENDA	KNOWN
250	MARGAARETH P. JOHN	KNOWN
251	MARTIN MATEI KIMATH	KNOWN
252	MARTIN R. SIWINGWA	KNOWN
253	MARY K. TEMBA	KNOWN
254	MARY LUCAS	KNOWN
255	MARY MAHOCHO MSEMWA	KNOWN
256	MARY MCHOME	KNOWN
257	MARY V. URASSA	KNOWN
258	MARYGOLET ARIKADI RWIZA	KNOWN
259	MATHEW J. KAZEZE	KNOWN
260	MATHIAS C. MKULA	KNOWN
261	MATHIAS KWABI SHIMIJI	KNOWN
262	MATHIAS L. LAURENT	KNOWN
263	MATHIAS MUJUAMUNGU	KNOWN
264	MAURA STEPHEN MBENNA	KNOWN
265	MAXIMUS BUHAGIZI	KNOWN
266	MAY H.MUNGILWA	KNOWN
267	MCODEMA THOMAS	KNOWN
268	MECKIADES MSIMBE	KNOWN
269	MECTIDIS C.	KNOWN
270	MELANIA ICHAEL MAGESA	KNOWN
271	MESHACK CHACHA MANGENGI	KNOWN
272	METHOD LUDOVICK	KNOWN
273	MICHAEL S. URIO	KNOWN
274	MICHAEL YEREMIA LUVANGA	KNOWN
275	MODESTA M LENGO	KNOWN
276	MODESTA P. MWALO	KNOWN
277	MOHAMED SALIMU MCHARIZO	KNOWN
278	MOYO MT WA YESU	KNOWN
279	MSIMBAZI PARISH	KNOWN
280	MT YOHANA BATIZAJI KI WALANI YOMBO	KNOWN
281	MUG	KNOWN
282	NAIMI S. MASSAWE	KNOWN
283	NATALIA H. SHIRIMA	KNOWN
284	NAZARIUS P. CHONYA	KNOWN



285	NEEMA M. NUNGU	KNOWN
286	NEMES T. MKUDE	KNOWN
287	NICODEMOS J. KISHEO	KNOWN
288	OCTAVIAN MSOFU	KNOWN
289	OLIVER ANTHONY KULANGISIWA	KNOWN
290	OLYMPIA ODILLO	KNOWN
291	ONESMO RICHARD NDAKI	KNOWN
292	OSCAR M. MAWSHA	KNOWN
293	PASCHAL MALIFEDHA KANYALA	KNOWN
294	PASSIAN J. MATHIAS	KNOWN
295	PASTORY KATUNZI RWEGOSHORA	KNOWN
296	PASTORY M.MSANYA	KNOWN
297	PATRICIA F. MWANUKUZI	KNOWN
298	PATRICK NDERINA SHIRIMA	KNOWN
299	PAUL KALINJUMA DAUDI	KNOWN
300	PAUL LIWAGI MULINGA	KNOWN
301	PAUL S. SHEMWETA	KNOWN
302	PAULINA P. NYAKI	KNOWN
303	PELAGIA STEPHANO NYONI	KNOWN
304	PERAGIA KAWAMALA CHARLES	KNOWN
305	PERAMIHO MAJOR SEMINARY	KNOWN
306	PERPETUA E. ISHABAKAKI	KNOWN
307	PETER JAMES KESSY	KNOWN
308	PETER MWITA NYANOKWE	KNOWN
309	PHILIP LAWRENCE MJEMA	KNOWN
310	PHILOMENA LEONARD LYARUU	KNOWN
311	PIUS GABRIEL SIRIWA	KNOWN
312	PRAXEDY VINCENT CHACKY	KNOWN
313	PRIMITIVA P. RAMUGISHA	KNOWN
314	PROGENETHA K. IBRESK	KNOWN
315	PROSPER E. ULOTU	KNOWN
316	PUCKERIA EMILI	KNOWN
317	RAPHAEL E. MROSSO	KNOWN
318	RASHID A. KUPYASA	KNOWN
319	RAY E. KIMBITON	KNOWN
320	RAYMOND KURINGE MSOMA	KNOWN
321	RAYNALDA FIDELIS NGOMBALE	KNOWN
322	RDT EDW ARD A MWESIUMO	KNOWN
323	REGINA A. HINGA	KNOWN
324	REGINA JOEL KABALIBALI	KNOWN
325	REGINA MGULA	KNOWN

326	RENATUS R. MWAKIMBWALA	KNOWN
327	REUBENI P. MMAJO	KNOWN
328	REVOCATUS R. MSHEMA	KNOWN
329	REVOCATUS SANKA & FAMILY	KNOWN
330	RHODA A. D. KWEKA	KNOWN
331	RICHARD B. KABYENDA	KNOWN
332	RICHARD M MAHUNDI	KNOWN
333	RICHARD M. KAYOMBO	KNOWN
334	RICHARD PHILLIP MBOGO	KNOWN
335	ROMANA V. MILLEMBE	KNOWN
336	ROSADA SHAO	KNOWN
337	ROSALIA D. WATUGULU	KNOWN
338	ROSALIA KOMBA	KNOWN
339	ROSE BONITO MBUTA	KNOWN
340	ROSE FRANCIS MAIGE	KNOWN
341	ROSE JOHN KIYEYEU	KNOWN
342	ROSE KIPAMI MWENZEGULE	KNOWN
343	ROZALDINA H. MANJWA	KNOWN
344	RUAHA CATHOLIC UNIVERSITY(RUCO)	KNOWN
345	RUDOLF ATILIO MKEMWA	KNOWN
346	RUSTUS ALOIS	KNOWN
347	SABAZ T. MWISHO	KNOWN
348	SABINA GABRIEL MOSHY	KNOWN
349	SABINA M. LUJUA	KNOWN
350	SAIDAN R. MBIRO	KNOWN
351	SALOME C. MAKAMBI	KNOWN
352	SALUSTIAN T. NKOLA	KNOWN
353	SALVATORIAN SISTERS	KNOWN
354	SALVATORIAN SISTERS ITF MEHAN	KNOWN
355	SALVATORIAN SISTERS OF THE DIVINE	KNOWN
356	SALVATORY MUSHI	KNOWN
357	SC. PASCOLINA LOWE OSBCAM	KNOWN
358	SCHOLASTICA JOHN NTIRUKA	KNOWN
359	SEBASTIAN SAMBUO MUSHI	KNOWN
360	SECELELA J. HOKORORO	KNOWN
361	SELESTIN W. DIDAS	KNOWN
362	SELINA DAUD MREFU KUBOJA	KNOWN
363	SELINA MLIMGI	KNOWN
364	SEVERINI K. NYEHO	KNOWN
365	SHEDRACK M. KISINGA	KNOWN
366	SIMON M. MAPALALA	KNOWN



367	SIMON P. MRINA	KNOWN
368	SOPHIA G. MWAKILASA	KNOWN
369	SR MECTIDLES NGURUWE OSBCAM	KNOWN
370	SR. CATHERINE NJIRU	KNOWN
371	SR. FLORENCE MHAGAMA	KNOWN
372	SR. MARCELLA MINDE	KNOWN
373	ST. JOHN BOSCO PARISH	KNOWN
374	STANSLAUS W. MTAMBWA	KNOWN
375	STELLA CHARLES MIHAMBO	KNOWN
376	STELLA P. BUNDALA	KNOWN
377	SUZANNE STAMBULY	KNOWN
378	SUZO H. KAZIMOTO	KNOWN
379	TAUSI ROBERT KWIMBA	KNOWN
380	TEDY ANDREW SALUMU	KNOWN
381	TEOTIM RICHADI MMANDA	KNOWN
382	TANZANIA EPISCOPAL CONFERENCE	KNOWN
383	THADEO PIUS KABUNDUGULU	KNOWN
384	THECIA I. MALLINDI	KNOWN
385	THEODORA SABIUS MAKAUSHE	KNOWN
386	THEODOSIA THOMAS CHUWA	KNOWN
387	THEOPISTA STEPHEN TARIMO	KNOWN
388	THERESIA EPAFRA KESSY	KNOWN
389	THERESIA MALATA SHIYO	KNOWN
390	THERESIA O. MSANGIRA	KNOWN
391	THERESIA ZAWADI NKUJA	KNOWN
392	THOMAS J. NGWALA	KNOWN
393	UFUMWA SACCOS	KNOWN
394	USHIRIKA WA NGONYAMA	KNOWN
395	UTOTO MTAKATIFU MSIMBAZI	KNOWN
396	VALENCE A. KATUMWA	KNOWN
397	VALERIANA MT. IGNAS YOMBO	KNOWN
398	VENERANDA DYETA KAPERERA	KNOWN
399	VERDIANA MASSINDE MARGAI	KNOWN
400	VERONICA L.	KNOWN
401	VERONICA T. KIIZA	KNOWN
402	VIANEY P. LINGA	KNOWN
403	VICKY M. LAFFA	KNOWN
404	VICTORIA ALPHONCE GANAI	KNOWN
405	VICTORIA C. LUKWEMBA	KNOWN
406	VICTORIA E. LUKUMBA	KNOWN
407	VICTORIA HUGO SHIRIMA	KNOWN

408	VICTORIA KIHWILI	KNOWN
409	VIRGINIA VUMILIA	KNOWN
410	WAJANE KIMARA	KNOWN
411	WAKILI S. ALAWI	KNOWN
412	WAWATA PAROKIA MICHUNGWANI	KNOWN
413	WAWATA ST. JOSEPH	KNOWN
414	WAZO MOJA ASSOCIATION	KNOWN
415	WINIFRIDA KAMUGISHA	KNOWN
416	YAVAN SHEDRACK FOYA	KNOWN
417	YOLATHA BAZIL	KNOWN
418	YOSEPH GODFREY TARIMO	KNOWN
419	YULANA METHOD KAMUGISHA	KNOWN
420	ZACHARIA ANDREA MAHAJILE	KNOWN
421	ZERNO THOMASIOSISY LUKWEMBA	KNOWN

1.0 OPENING OF THE MEETING

The Chairperson called the meeting to order at 10:15am.

2.0 ADOPTION OF AGENDA

The following agenda were adopted:

1. Opening of the meeting;
2. Adoption of the agenda;
3. Confirmation of the minutes of the Fourteenth Annual General Meeting held on 29th July 2023;
4. To receive and discuss matters arising from the Fourteenth Annual General Meeting held on 29th July 2023;
5. To receive, discuss and approve the Directors' report for year ended 31st December 2023;
6. To receive, discuss and approve the Bank's financial statements and the external auditor's report for the year ended 31st December 2023;
7. Appointment of the external auditors;
8. To propose a date for the next Annual General Meeting;
10. Any other business; and
11. Closure of the meeting



3.0 CONFIRMATION OF THE MINUTES OF THE FOURTEENTH ANNUAL GENERAL MEETING HELD ON 29TH JULY 2023.

3.1 Shareholders confirmed the minutes of the Fourteenth Annual General Meeting held on 29th July 2023 as the correct proceedings of the meeting with minor typographical amendments.

4.0 TO RECEIVE AND DISCUSS MATTERS ARISING FROM THE FOURTEENTH ANNUAL GENERAL MEETING HELD ON 29TH JULY 2023.

4.1 REPORTED that the Shareholders' directive to improve branding of the AGM Materials in the upcoming meetings by ensuring that they are not branded with the specific year of the meetings was implemented and will be adhered to in forthcoming meetings. Board of Directors ensured that materials for the 15th Annual General Meeting were branded without the specific meeting details to allow continuous use of the materials in daily activities as a marketing tool.

4.2 REPORTED that the directive to provide a wide range of AGM materials available in the market not limited to T-shirts was implemented as Board of Directors ensured that the Shareholders were provided with variety of materials during the 15th Annual General Meeting. The Board ensured that during the 15th AGM Meeting the Shareholders were provided with bags, notebook, pens as well as a T-shirts and Vitenge.

4.3 REPORTED that the directive to improve the overall banks performance and implementation of planned projects so that the bank can be in position to pay dividend in the coming AGM is being implemented. The bank has achieved significant progress across key financial metrics during the year 2023. Cost-to-Income Ratio (CIR) was maintained at 62%, the same level as 2022 despite increased business activity. Similarly, the Non-Performing Loan (NPL) ratio decreased to 8% from 9% reported in financial year 2022. Additionally, both return on equity (ROE) and return on assets (ROA) have seen notable growth, reaching 28% and 3% respectively being an increase from 20% and 2% reported in financial year 2022. These combined improvements significantly strengthen the bank's financial position, potentially paving the way for dividend payments in year 2025.

- 4.4 REPORTED that the directive to increase penetration of the bank services to churches and its related institutions by establishing banking centers and channels in our churches and related institutions was implemented and continues to be the banks focus. Since the last AGM, the Bank successfully established twelve (12) Mkombozi Wakala outlets operated through Parishes. However, in 2024 the Bank reassessed its model of managing Mkombozi Wakala in collaboration with Church Parishes. The revised model incorporates additional features, including extensive branding and the allocation of a dedicated sales resource. With this new approach, the Bank aims to enroll sixty (60) new Strategic Mkombozi Wakala by 31st December, 2024.
- 4.5 REPORTED that the directive to increase marketing of the bank's products and services through various channels and platforms by the use of specific groups in the society such as women, youth and children was implemented. The Bank continues to use the available platforms to penetrate and create awareness of our available products and services while maintaining our commendable service level. The bank uses different platforms including our social medias (Twitter, Facebook, Instagram, website) to penetrate Banks' available products and services. We also continue to use our church networks platforms (Tumaini Media, Tumaini TV, Newsletter, Tumaini Letu and Kiongozi magazines, Sunday activities) to create Bank visibility.

5.0 TO RECEIVE, DISCUSS AND ADOPT THE DIRECTORS' REPORT FOR YEAR ENDED 31ST DECEMBER 2023.

- 5.1 REPORTED that the bank continued with provision of banking and related services as per the Banking and Financial Institutions Act of 2006 and that there were no changes to the Bank's core function for the year ended 31st December, 2023.
- 5.2 REPORTED that a total of 22, 820,069,500 shares were paid up at the end of year 2023.
- 5.3 REPORTED that a total of eight (8) directors including the Managing Director served the bank during the period and no director owned more that 0.3% of total issued share capital of the Bank.
- 5.4 REPORTED that the Board of Directors continued to be responsible in ensuring that all its procedures and regulations were adhered to in accordance with the Banks operating procedures. Further the banks day to day operations were under the Managing Director who was assisted by the Management Team.



- 5.5 REPORTED that the Bank posted Profit Before Tax of TZS 8,572 million during the year ended 31st December 2023 (2022: TZS 5,145 million), Other performance metrics of the bank were as follows: -
- 5.5.1 The net operating income was TZS 25,226 million compared with TZS 21,097 million in 2022; predominantly attributed to increase in non-interest income by TZS 3,407 million (60%).
- 5.5.2 The customers deposits increased to TZS 207,397 million compared to TZS 184,579 million reported in 2022. The increase of 12% in 2023 was attributed to deposit mobilization initiatives and streamlined banking infrastructures.
- 5.5.3 The total assets increased to TZS 255,789 million from TZS 221,722 million reported in 2022 primarily reflecting a TZS 34,067 million increase in loans and advances to customers and banks. The increase compared with the preceding period reflects the bank's improved lending capacity and the growth in customer base.
- 5.5.4 The total operating expenses stood at TZS 16,654 million compared to TZS 15,951 million reported in 2022, the slight increase by 4% reflected the business expansion in Arusha and Bugando branches and increased levels of business operations.
- 5.5.5 The loans and advances portfolio increased to TZS 134,261 million from TZS 115,039 million reported in 2022. The increase in 2023 by 17% was predominantly attributed to enhanced credit origination process as well as improved capital adequacy positions compared with the preceding periods.
- 5.5.6 The quality of the loans book was maintained as reported in year 2023 by attaining Non-Performing Ratio (NPL) of 8%.
- 5.6 REPORTED that the Board of Directors conducted an assessment on the going concern of the Bank whereby the results revealed that the Bank would be able to execute its operations for a long period of time.
- 5.7 REPORTED that the Board of Directors did not propose for payment of dividends to the shareholders for the year ended 31st December 2023 due to the fact that the Bank did not meet regulatory ratios stipulated by the Bank of Tanzania to qualify for dividend

payment as well as the fact that the Bank was in the process of recapitalization of its business.

- 5.8 REPORTED that the Bank had sufficient and experienced staff to execute their operations and fulfill the Bank's business plan.
- 5.9 REPORTED that the Bank did not provide support to political parties and continued to have good relations with all stakeholders including the Bank's oversight committees.
- 5.10 REPORTED that the bank's digital solutions continue to gain traction during the year. The bank's agency banking channel (Mkombozi WAKALA), the Church Cash Management Solution (SADAKA Digital), Internet Banking and Mobile Banking solutions gained significant momentum in terms of penetration and customer utilization.
- 5.11 REPORTED that the bank finalized necessary integration to implement Government Payment Solution (GePG) and was awaiting necessary approvals by Tanzania Revenue Authority (TRA) with plans to roll out the solution in quarter two of 2024.
- 5.12 REPORTED that the bank implemented a School Cash Management Solution, which was at the User Acceptance Test (UAT) stage and planned for roll out in quarter two 2024.
- 5.13 REPORTED that the bank was working on a Hospital Cash Management Solution which was earmarked for roll out in quarter three 2024.
- 5.14 REPORTED that the bank finalized plans and was able to open two new full-fledged branches each in Arusha and Mwanza (Bugando Medical Centre) in May and December 2024 respectively to fulfil the strategic ambition to tap business opportunity present in the regions.
- 5.15 REPORTED that the bank finalized plans to relocate the Head Office and St. Joseph's Branch premises to the new St. Joseph's House in November 2023, this being a strategic initiative to upgrade the bank's service level to customers and staff working environment in line with growing needs of the business.
- 5.16 REPORTED that the bank was proceeding with implementation of a new Core Banking System project which was earmarked to be finalized by year end 2024.



- 5.17 REPORTED that the banks business consolidation and growth ambitions continue to bear positive fruits as translated through increased clientele base, enhanced revenue levels, efficient cost management and quality of risk management.
- 5.18 REPORTED that the shareholders commended the bank for the performance of the bank attained in year 2023 and made the following OBSERVATIONS from the deliberations:
- 5.18.1 That there was a need to enhance efficiency of agency banking operations so that customers can benefit from accessibility of service and products in areas where the bank does not have presence. The bank reported that a number of strategies were deployed to improve agency banking operations, these included increasing the number of super agents and empowering them to support other agents within the region, increasing recruitment of agents in various location and providing them will all equipment's and support to service MKCB customers. Furthermore, agents' recruitments is done to all vendors with and without church affiliation. The bank continues with efforts to improve efficiency of agency network across the region.
 - 5.18.2 That the bank has limited number of branches across the region and therefore there was a need to continue with expansion plans and implementation of alternative banking solution through digital channels. The bank continues with effort to ensure that MKCB reach its customers by using its digital channels. MKCB customers are able to transact via various solutions provided digitally as well as through the agency banking network. The bank was able to open two fully fledged branches in Arusha and Mwanza (Bugando) during the period and will continue with efforts to open new branches in year 2025 as per the banks Strategic Plan.
 - 5.18.3 That there were a lot of business opportunities in regions such as Njombe, Kilombero and Ifakara that should be explored by bank. That the bank should have presence in the aforementioned locations and others so that it can recruit available customers and provide banking services and solutions. It was reported that MKCB has branches in Njombe and Morogoro region which caters for customers' needs in that area. However, the Board will increase customer engagement and interaction in the aforementioned areas so that we can benefit from commercial activities conducted thereon.

- 5.18.4 That a number of church related institutions do not utilize the bank service and accounts. Shareholders enquired on plans put in place to ensure onboarding and utilization of banks serviced by church related institutions. The Board reported that engagement with such entities was ongoing to discuss the possibility of using the banks account in making payments and supporting other business transactions/projects. Such engagement is actioned and monitored by Management who arranges meetings/visitation to create awareness of the banks service and products.
- 5.18.5 The bank had not paid dividend for the past years. The bank reported that this was attributed to the growth ambitions of the bank which called for more capital resources. Another reason which hindered payment of dividend included regulatory compliance limitation on cost/income ratio of 55% and the NPL Ratio of 5% as a prerequisite for dividend pay-out.
- 5.18.6 The Shareholders enquired on strategies adopted by the bank to ensure compliance to NPL ratio and Cost to Income ratio, so that the bank can pay dividend in the future. The Board responded that bank has set strategies to enhance loan portfolio management to ensure that accounts do not migrate to NPL category while maintaining healthy loan book by recruitment of new customers. The bank continues with recovery efforts to ensure that accounts in NPL are converted to performing accounts. On aspect of compliance to CIR, the bank continues with initiatives to contain operational cost while maintaining acceptable expansion activities so as to attain the acceptable CIR ratio.
- 5.18.7 That the bank should enhance marketing of its products and activities to become more visible and relevant in the market. The Board responded that the bank continues to use the available platforms to penetrate and create awareness of available products and services while maintaining a commendable service level. The bank uses different platforms including social media and church network to penetrate banks' available products and services as well as creating bank visibility.
- 5.18.8 That there's a huge customer base and business opportunity that the bank can exploit in the church and its related institutions. The Board noted the observation and committed to increase engagement with the church



and its entities so that the bank can support various projects and activities planned for implementation while promoting deposit mobilisation and overall banks growth.

- 5.18.9 That the bank should be prepared and better positioned to support customers seeking services in our branches, by providing them with appropriate diligent solutions to address their financial needs. The Board reported that the Bank continues with efforts to improve customer experience in all our branches by ensuring that the banks employees are properly trained in customer service provisions suitable to our customers. The bank continues to improve customer experience by conducting periodic checks on banks operations and addressing customer feedbacks received during interaction and complaints channels.
- 5.18.10 That the bank should ensure that Shareholders are provided with sufficient AGM Books and Material prior to the meeting. The Board noted Shareholders observation and made a commitment to provide materials to all shareholders who missed some of the items including T-shirts and Books after the meeting. Shareholders were informed that the soft copy of the AGM Book was available at the MKCB website to be accessed at any given time. The Board committed to ensure that Shareholders will be provided with sufficient AGM Materials in future meetings.
- 5.18.11 That the bank should also explore holding future Annual General Meeting in other regions other than Dar es Salaam. The Board noted the observation for implementation in planning of future AGM Meetings.
- 5.18.12 That the AGM Meeting should also be improved by enabling online participation of Shareholders in the Meeting. The bank reported that hybrid meeting set up will be adopted in the future AGM Meeting by enabling both physical and online participation of Shareholders in the meeting.

6.0 REPORTED that the Shareholders made the following DIRECTIVES pursuant to the observations aforementioned: -

- 6.1 To improve records of information in the Shareholders register by ensuring that details of the Shareholders name, contacts and dividend payment are current and updated.

- 6.2 To improve the overall banks performance and implementation of planned projects so that the bank can be in position to pay dividend in the coming Annual General Meeting.
- 6.3 To increase efforts to comply to the Bank of Tanzania regulatory ratios (NPL and CIR) so as to enable payment of dividend in the coming Annual General Meeting.
- 6.4 To explore business opportunities available in the market in areas such as Ifakara, Njombe as well as exploring other ventures of business in provision of services and products to student, youth and the informal business sectors.
- 6.5 To sensitize church and its related entities to use the bank serviced via its channels in processing different transactions.
- 6.6 To ensure that AGM Materials are prepared in large quantities and provided to all shareholders in good time to allow efficient participation during the meeting.
- 6.7 To address challenges noted in Internet Banking platform, Agency banking services as well improving efficiency in provision of services in all bank's branches.
- 6.8 To consider holding the next AGM in a blended model of online and physical to enable wider participation.
- 6.9 To consider rotation of AGM physical venue in key regions such as Mwanza, Dodoma and Arusha to ease upcountry participation.
- 7.0 The Shareholders of the Bank received, discussed and approved the report of the Board of Directors.

8.0 TO RECEIVE, DISCUSS AND APPROVE THE BANK'S FINANCIAL STATEMENTS AND THE EXTERNAL AUDITOR'S REPORT FOR THE YEAR ENDED 31ST DECEMBER 2023.

- 8.1 REPORTED that the Bank's external auditors for the year 2023 were PricewaterhouseCoopers (PWC).
- 8.2 REPORTED that as of 31st December 2023, the Auditors were able to review the Bank's Financial position, statement of profit or loss, statement of changes in equity, statement of cash flows and notes to the financial statements.



- 8.3 REPORTED that in the opinion of the Auditors, the audited financial statements presented the correct financial position of the Bank as at 31st December 2023 in accordance with International Financial Reporting Standards (IFRSs) and the requirements of the Companies Act of 2002, and the Banking and Financial Institutions Act of 2006.
- 8.4 REPORTED that the Auditors conducted their audit in accordance with the International Standards on Auditing (ISAs).
- 8.5 REPORTED that the Auditors obtained all information and explanations which to the best of their knowledge and belief were necessary for the purpose of their audit.
- 8.6 REPORTED that in the Auditors' opinion, proper books of accounts were kept by the Bank, Directors' Report was consistent with financial statements, information specified by the law regarding directors' remuneration and transactions with the Bank was disclosed and the Bank's statement of financial position and statement of profit or loss and other comprehensive income agreed with the books of accounts.
- 8.7 REPORTED that in the auditors' opinion, the bank's capital adequacy ratios presented were computed in accordance with the Banking and Financial Institutions Act, 2006, and the Banking and Financial Institutions (Capital Adequacy) Regulations, 2014, and related Bank of Tanzania pronouncements.
- 8.8 The Shareholders RESOLVED to approve the Bank's financial statements and the external auditor's report for the year ended 31st December 2023.

9.0 APPOINTMENT OF THE EXTERNAL AUDITOR.

- 9.1 REPORTED that during the 13th Annual General Meeting held on 30th July 2021, the Shareholders of the Bank resolved to appoint PricewaterhouseCoopers (PWC) Tanzania as the external auditors of the bank for the period of three years with effect from 2022 to 2024.
- 9.2 REPORTED that PWC Tanzania conducted an audit of the financial statement of the Bank for the year 2023 and shall continue to be the banks Externals Auditors for the remainder of the term.
- 9.3 The Shareholders were requested to take note of the continuance of the term of PWC Tanzania as the bank external auditors, who shall also continue to audit the bank for the year 2024.

9.4 The Shareholders RESOLVED to adopt continuance of PWC Tanzania as the Banks External Auditors for 2024.

10.0 TO SET A DATE FOR THE NEXT ANNUAL GENERAL MEETING

10.1 It was reported that the Shareholder resolved that the next Annual General Meeting should be held on 26th July, 2025.

11.0 ANY OTHER BUSINESS

11.1 REPORTED that the Chairman of the Board THANKED the Shareholders for their participation and attendance to the meeting.

11.2 REPORTED that the Chairman of the Board requested the Secretary of the Meeting to read out resolutions of the meeting for Shareholders comments and adoption.

11.3 REPORTED that the Secretary of the Meetings read out the resolution resolved during the meeting which were all adopted by the Shareholders as presented.

12.0 CLOSURE OF THE MEETING

12.1 The Chairperson closed the meeting at 14:08 p.m.

Confirmed on this 26th July 2025.



Mr. Gasper Njuu

CHAIRMAN



Ms. Paulina Kunjumu

SECRETARY





MATTERS ARISING FROM THE FIFTEENTH ANNUAL GENERAL MEETING HELD ON 27TH JULY, 2024.

MINUTE NO.	DIRECTIVE OF THE SHAREHOLDERS OR MATTER TO BE UPDATED	ACTION TAKEN OR RESPONSE
6.1	To improve records of information in the Shareholders register by ensuring that details of the Shareholders name, contacts and dividend payment are current and updated.	The Bank has established a dedicated unit responsible for handling shareholder matters, including updating information on names, contacts, and dividend payments. In addition, the Bank utilizes the presence of shareholders during Annual General Meetings (AGMs) to verify and update their details. Most recently, following the dividend announcement made on 19 th May 2025, the Bank has initiated efforts through its branches to reach out to shareholders and update their information accordingly. These actions have significantly improved the accuracy and completeness of the Shareholders Register.
6.2	To improve the overall banks performance and implementation of planned projects so that the bank can be in position to pay dividend in the coming Annual General Meeting.	The bank has significantly improved its performance across all key parameters for the financial year 2024. We are pleased to confirm that, as a result of this performance, the bank is in a position to pay dividend and has already declared the same to be paid in August 2025 following the Annual General Meeting.
6.3	To increase efforts to comply to the Bank of Tanzania regulatory ratios (NPL and CIR) so as to enable the bank pay dividend in the coming Annual General Meeting.	We are pleased to report significant progress where the bank improved the Cost-to-Income Ratio (CIR) from 62% to 57%, slightly above the regulatory benchmark of 55% and the Non-Performing Loans ratio (NPL) from 8% to 3.8%, well within the industry benchmark of 5%. It is on the basis of this improved outcome that Bank of Tanzania approved payment of dividend for 2024.

6.4	To explore business opportunities available in the market in areas such as Ifakara, Njombe as well as exploring other ventures of business in provision of services and products to student, youth and the informal business sectors.	The bank has intensified its business onboarding and management strategy, focusing on our niche market (i.e. Church and its Institutions). We are actively rolling out strategic solutions to various strategic clientele segments such as Parishes and their value chains, Hospitals, Higher Learning Institutions and Schools. We have enhanced the Student Account product with attractive and convenient features as part of the broader strategy to inculcate banking behaviour to youths and specifically to create a lasting Mkombozi Bank brand equity in this generation. We have expanded our loan offerings by introducing a “Small Loans” product to cater for individual businesses graduating from Solidarity Group Loan (SGL) segment.
6.5	To sensitize church and its related entities to use the banks channels in processing different transactions.	This is an ongoing strategic initiative that is gaining traction day by day. We have developed necessary products/solutions to address the needs of various clientele groups within the Church umbrella. Parallel to this, we have enhanced our distribution capacity through digital footprint such as Mkombozi Agents, Internet Banking and Mobile Banking platforms. Our strategic growth and profitability ambitions are anchored on the Church umbrella as a Niche market, therefore our execution initiatives shall continue to revolve around this significant bearing.
6.6	The bank to ensure that AGM Materials are prepared in large quantity and provided to all shareholders in good time to allow efficient participation during the meeting.	The Board of Directors noted the directives issued by Shareholders on quantity of AGM Materials and have ensured that AGM Materials for the 16 th Meeting have been prepared to accommodate all Shareholders attending the meetings with materials made available a month before the meeting.



6.7	The bank to consider rotation of AGM physical venue in key regions such as Mwanza, Dodoma and Arusha to ease upcountry participation	The Board of Directors noted the observation raised by Shareholders and will consider holding the meeting in other regions of the country after careful analysis of the cost implication of having the meeting outside Dar es Salaam and its implication in Shareholders attendance. The analysis will provide an insight of where to hold our next AGM Meeting.
6.8	The bank to address challenges noted in Internet Banking platform, Agency banking services as well improving efficiency in provision of services in all bank's branches.	The Bank has made significant improvements to its digital channels, including Internet Banking, Agency Banking, and Mobile Banking. These enhancements were complemented by the recent upgrade of the Core Banking System, which has contributed to improved system stability and performance. As a result, there has been a notable improvement in the efficiency of service delivery across the Bank's branches and digital platforms.
6.9	The bank to consider holding the next AGM in a blended model of online and physical to enable wider participation.	The Board noted the Shareholders observation and will consider having a blended meeting in planning of future AGM Meetings to allow for physical and virtual participation of members in the meeting.



AGENDA NUMBER 5

5 TO RECEIVE, DISCUSS AND ADOPT THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST DECEMBER, 2024.

5.1 PRINCIPAL ACTIVITIES

The principal activity of the Bank is the provision of banking and related services stipulated in the Banking and Financial Institutions Act, 2006 of Tanzania. There has been no change in the principal activities of the Bank during the financial year.

5.2 SHARE CAPITAL STRUCTURE

The Bank's share capital structure for the year under review is shown below:

Authorized Share Capital

TZS 50,000,000,000 comprising 50,000,000 ordinary shares of TZS 1,000 each.

Called up and fully paid-up share capital

TZS 22,820,069,500 comprising 23,555,002 ordinary shares of TZS 1,000 each.

Part of these shares were issued at discount as shown in note 35 to the financial statements.

5.3 SHAREHOLDING STRUCTURE

As at 31 December 2024, the shares of the Bank were held as follows:

Category	No of shares	Value of shares (TZS)	% of holding
Roman Catholic Church Dioceses and affiliated Institutions	7,049,049	6,731,213,750	29.50%
Other Institutions	2,235,141	2,207,832,500	9.67%
Tanzania Episcopal Conference (TEC)	4,133,995	4,133,995,000	18.12%
Individuals	10,136,817	9,747,028,250	42.71%
Total	23,555,002	22,820,069,500	100.0%

As at 31 December 2023 the shares of the Bank were held as follows:



Category	No of shares	Value of shares (TZS)	% of holding
Roman Catholic Church Dioceses and affiliated Institutions	7,049,049	6,731,213,750	29.50%
Other Institutions	2,235,141	2,207,832,500	9.67%
Tanzania Episcopal Conference (TEC)	4,133,995	4,133,995,000	18.12%
Individuals	10,136,817	9,747,028,250	42.71%
Total	23,555,002	22,820,069,500	100.0%

5.4 DIRECTORS

The directors of the Bank who held office during the year and to the date of this report were:

Name	Position	Age	Profession/Qualification	Nationality	Date appointed/Resigned
Mr. Gasper Njuu	Chairman	65 Years	Advanced Diploma in Banking, Post Graduate Diploma in Financial Management, MBA in International Business	Tanzanian	Appointed on 27 January 2022
Mr. Respige Kimati	Managing Director	51 Years	B. Com in Finance, MSc in Finance	Tanzanian	Appointed on 18 January 2020
Most Rev. Beatus Kinyaiya	Director	68 years	Archbishop of Archdiocese of Dodoma, MA in History, BA in Geography, BA in Spiritual Theology	Tanzanian	Reappointed on 30 May 2015
Mr. Martin Mdoe	Director	54 Years	Advocate of the High Court of Tanzania, LLB, LLM and MBA.	Tanzanian	Appointed on 27 January 2022
Mr. Robert Mtendamema	Director	52 years	B. Computer Science and Master of Science in Data Communications Networks and Distributed Systems	Tanzanian	Appointed on 8 August 2018

Name	Position	Age	Profession/ Qualification	Nationality	Date appointed/ Resigned
Ms Uphoo Swai	Director	53 years	Certified Public Accountant, Advanced Diploma in Accountancy, Master of Business Administration	Tanzanian	Appointed on 8 August 2018
Mr. Benedict Warisianga Sudi	Director	57 years	Certified Public Accountant, Advanced Diploma in Accountancy	Tanzanian	Appointed on 9 May 2019
Fr. Dr. Charles Kitima	Director	60 years	BA in Theology, Licentiate in Canon Law and Doctorate in Laws	Tanzanian	Appointed on 2 January 2019

The following directors held shares in the Bank as at the respective year-ends:

Name of the director	Number of shares held	
	2024	2023
Most Rev. Beatus Kinyaiya	13,574	13,574
Mr. Robert Mtendamema	1,190	1,190
Mr. Respige Kimati	260	260
Total shares held by directors	15,024	15,024

No director owned more than 0.1% of total issued share capital of the Bank.

5.5 COMPANY SECRETARY

The Bank's Secretary during the period was Ms. Paulina Kunjumu.

5.6 CORPORATE GOVERNANCE

The Board of Directors (the "Board") consists of eight directors including the Managing Director. Other than the Managing Director, no director holds an executive position in the Bank. The Board has overall responsibility for the Bank, including responsibility for identifying key risk areas, considering and monitoring investment decisions, considering significant financial matters, and reviewing performance by management against business plans and budgets.



The Board is also responsible for ensuring that a comprehensive system of internal control policies and procedures, which is compliant with sound corporate governance principles, is operative.

The Board is required to meet at least four times a year. The Board delegates the day to day management of the business to the Managing Director who is assisted by the Bank's Management Team. The Management Team is invited to attend Board meetings and facilitates the effective control of the Bank's operational activities, acting as a medium of communication and coordination between the various business units.

During the year, the Board held four ordinary meetings and five extraordinary meetings due to special activities that necessitated the Board's deliberations. The Board meetings held during the year are as summarized below;

No.	Name of the director	Position	Total meetings	Meetings attended	%
1.	Mr. Gasper Njuu	Board Chairperson	9	9	100%
2.	Most Rev. Beatus Kinyaiya	Director	9	9	100 %
3.	Mr. Benedict Sudi	Director	9	9	100%
4.	Mr. Robert Mtendamema	Director	9	9	100%
5.	Ms. Uphoo Swai	Director	9	8	89%
6.	Fr. Dr. Charles Kitima	Director	9	8	89%
7.	Mr. Martin Mdoe	Director	9	9	100%

The Board has three committees, that is, the Board Audit, Risk and Compliance Committee, the Board Human Resources and Operations Committee and the Board Credit Committee. Each committee has a charter to govern its roles and responsibilities as well as facilitate efficiency and effectiveness of the Board's performance.

The Bank is committed to the principles of effective corporate governance, especially recognising the importance of integrity, transparency and accountability. The Board exercised close oversight over the Bank's operations and ensured high standards of corporate governance through its committees as shown below:

The Board Audit, Risk and Compliance Committee (BARC) is composed of the following:

No.	Name of director	Position	Total meetings	Meetings attended	%
1.	Ms. Uphoo Swai	Chairperson	6	6	100%
2.	Most Rev. Beatus Kinyaiya	Director	6	6	100%
3.	Mr. Benedict Sudi	Director	6	6	100%

The Board Credit Committee (BCC) is composed of the following:

No.	Name of director	Position	Total meetings	Meetings attended	%
1.	Mr. Robert Mtendamema	Chairperson	24	24	100%
2.	Mr. Martin Mdoe	Director	24	24	100%
3.	Fr. Charles Kitima	Director	24	22	92%

The Board Human Resources and Operations Committee is composed of the following:

No.	Name of director	Position	Total meetings	Meetings attended	%
1.	Mr. Martin Mdoe	Chairperson	9	9	100%
2.	Mr. Robert Mtendamema	Director	9	8	89%
3.	Fr. Charles Kitima	Director	9	9	100%

5.7 MANAGEMENT TEAM

The Managing Director was assisted by the following Heads of Departments:

<ul style="list-style-type: none"> • Chief Financial Officer • Chief Operations Officer • Head of Treasury • Head of Credit • Chief Internal Auditor 	<ul style="list-style-type: none"> • Head of Legal Services (Company Secretary) • Head of Risk and Compliance. • Head of Human Resources. • Chief Commercial Officer
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More information on performance indicators is provided in paragraph 5.8 of the Directors report.



5.8 FINANCIAL PERFORMANCE AND POSITION

The Bank posted a profit before tax of TZS 11,493 million during the year ended 31 December 2024 (2023: TZS 8,572 million), which was attributed to the following key performance parameters: -

- Net operating income for the period was TZS 29,216 million, compared to TZS 25,226 million in 2023. This growth was primarily driven by a TZS 4,631 million (26%) increase in interest income, supported by a stable and strong balance sheet along with a 5% (TZS 361million) reduction in interest expenses through effective management of deposit composition.
- Customer deposits increased to TZS 217,491 million (2023: TZS 207,397 million), reflecting a 5% growth in 2024, driven by deposit mobilization initiatives and streamlined banking infrastructure, including digital channels.
- The total assets increased to TZS 282,380 million (2023: TZS 255,789 million) primarily reflecting a TZS 28,304 million increase in loans and advances to customers and banks.
- The total operating expenses increased to TZS 17,723 million, compared to TZS 16,654 million in 2023. The 6% rise reflects business expansion and higher levels of operational activity.
- The loans and advances portfolio increased to TZS 162,565 million (2023: TZS 134,261 million), reflecting a 21% growth rate. The growth rate is primarily attributed to an enhanced credit origination process and improved capital adequacy levels

The key performance indicators (KPIs) of the Bank are indicated below:

Performance Indicator	Definition and calculation method	2024	2023
Return on Equity	Profit Before Tax/Total Equity	29%	28%
Return on Assets	Profit Before Tax/Total Assets	4%	3%
Cost to Income Ratio	Operating Costs/Net Interest + Non-Interest Income	57%	62%
Interest Margin on Earning Assets	Total Interest Income/ (interest on government securities + balances with other banks + interbank loans receivable + investments in other securities + net loans, advances and overdrafts)	13%	12%
Non - Interest Income to Gross Income	Non - Interest Income/Total Income	22%	26%
Earnings Per Share	Basic Earnings/ Number of Ordinary Shares in Issue (TZS)	384	324
Gross Loans to Customers Deposits	Total Loans and Advances to Customers/ Total Deposits due to Customers	75%	67%
Non - performing Loans to Gross Loans	Non - performing Loans/Gross Loans and Advances	3.8%	8%
Earning Assets to Total Assets	Earning assets/Total assets	81%	82%
Growth in Total Assets	Trend (2024 Total Assets - 2023 Total Assets)/(2023 Total Assets)	10%	16%

Capital adequacy			
Core (Tier 1) Capital Ratio	[Core Capital/Total Risk-weighted on and Off Statement of Financial Position, Operational and Market Risk Weighted Exposures] x 100	16.93%	13.73%
Total (Tier 1 + Tier 2) Capital Ratio	[Total Capital/Total Risk-weighted on and off statement of financial position, operational and market risk weighted exposures] x 100	18.23%	15.28%

The Core Capital and Total Capital Ratio were at TZS 35,319 million and TZS 38,019 million, translating to 16.93% and 18.23% respectively (2023: TZS 23,880 million, 13.73% and 15.28%). The current year compares favourably with the minimum regulatory requirement of TZS 15,000 million, 12.5% and 14.5% respectively in Core Capital, Core and Total Capital Ratio respectively. The directors confirm that applicable accounting standards have been followed and that the financial statements have been prepared on a going concern basis.



5.9 NETWORK AND OUTREACH

The Bank had thirteen branches as at 31 December 2024; four located in Dar es Salaam, two in Mwanza, and one in each Bukoba, Morogoro, Dodoma, Iringa, Njombe, Moshi and Arusha branch. The Bank's total number of depositors and borrowers as at the respective year-ends were as shown below:

	2024	2023
Account type		
Current accounts	6,335	5,406
Savings accounts	166,276	112,144
Time deposits	844	981
Total number of deposit accounts	173,455	118,531
No of borrowing customers	12,143	16,155

5.10 DIVIDEND

The directors propose payment of dividends for the year 2024 (2023: None)

5.11 KEY DEVELOPMENTS DURING THE YEAR

- Implemented the new Core Banking System (RUBIKON) and successfully migrated all banking service operations and channels on this platform.
- Finalized the School Management Solution project and started rollout to schools with a target to onboard 200 schools by 2026.
- Roll out of the digital solutions continues to gain traction. Our Agency Banking Channel (Mkombozi WAKALA), the Church Cash Management Solution (SADAKA Digital), Internet Banking and Mobile Banking solutions have gained significant momentum in terms of penetration and customer utilization.
- Implemented the NMB – Umoja Switch ATM interoperability project which provides a wider scope for MKCB customers to access cash services from NMB ATMs network.
- Implemented the Cash Management Solution at St. Augustino University of Tanzania (SAUT) which facilitates collection of fees. We are in the process of rolling out the solution to other institutions of higher learning within our Niche Market.
- Finalized the Hospital Management Solution which is currently in the onboarding process with Bugando Medical Hospital. We target to rollout this solution to other health facilities within our Niche Market.

- Commenced necessary preparations for expansion of bank outlets, with a target to open new branches in 2025 in line with our strategic objectives.

5.12 RELATED PARTY TRANSACTIONS AND BALANCES

The related party transactions and balances are disclosed in Note 38 to the financial statements.

5.13 PLANNED DEVELOPMENT

The Bank continues to focus on its key strategic initiatives both in the short and medium-term in order to achieve sustainable profitability levels necessary for growth and return to shareholders in terms of dividends pay out. We shall focus in penetrating the market with competitive banking solutions as well as harnessing the full potential of our existing clients especially across our niche market.

5.14 HUMAN RESOURCES

The Bank has adequate employees with pre-requisite competency and experience in key positions to manage the banking operations and pursue the business objectives.

5.15 PRINCIPAL RISKS AND UNCERTAINTIES

Risk Management Framework

The management of risk lies at the heart of business. The Bank's major risks arise from extending credit to customers through our trading and lending operations. The Bank is also exposed to a range of other risk types such as market, liquidity, operational, reputational, and other risks that are inherent to Bank's strategy, product range and geographical coverage. Effective risk management is fundamental to being able to generate profits consistently and sustainably and is thus an integral part of the financial and Bank's operational management.

Risk Governance

The ultimate responsibility for setting our risk appetite and for the effective management of risk rests with the Board. Acting within an authority delegated by the Board, The Board Audit, Risk and Compliance Committee (BARC) has responsibility for oversight and review of prudential risks including but not limited to credit, market, capital, liquidity and operational. It reviews the bank's overall risk appetite and makes recommendations thereon to the Board.

It's responsibilities also include reviewing the appropriateness and effectiveness of the Bank's risk management systems and controls, considering the implications of



material regulatory change proposals, ensuring effective due diligence on material transactions. The BARC reviews regular reports on risk management, policies, stress testing, liquidity, and capital adequacy, and is authorized to investigate or seek any information relating to an activity within its terms of reference.

The Board accepts final responsibility for the risk management and internal control systems of the Bank. It is the task of the Directors to ensure that adequate internal financial and operational control systems are developed and maintained on an ongoing basis. The efficiency of any internal control system is dependent on the strict observance of prescribed measures. There is always a risk of non-compliance of such measures by staff. Whilst no system of internal control can provide absolute assurance against miss-statement or losses, the Bank's system is designed to provide the Board with reasonable assurance that the procedures in place are operating effectively.

The Board assessed the internal control systems throughout the financial year ended 31 December 2024 and is of the opinion that they met accepted criteria. The Board carries out risk and internal control assessment through the Board Audit and Risk Committee.

Risk Management Culture

The Bank is cognizant of the fact that people are its most asset and are core to the establishment of a positive and responsible risk management culture. To that end, the Bank continues to invest in the capability of its people through carefully designed initiatives and programs towards embedding a positive risk management culture in the Bank. Roles and responsibilities for risk management are defined under two lines of defence model. Each line of defence describes a specific set of responsibilities for risk management and control:

First Line of Defence: This compose of management and internal controls; operational managers own and manage risks. They also are responsible for implementing corrective actions to address process and control deficiencies.

Second Line of Defence: This comprises the independent risk function and is responsible for ensuring that the risks remain within the Bank's risk appetite.

Third line of defence: The independent assurance provided by the Internal Audit Department. Its role is defined and overseen by the Board Audit Committee.

More details of the financial risks facing the Bank are presented in the financial statements.

5.16 RISK MANAGEMENT AND INTERNAL CONTROL

The Board accepts final responsibility for the risk management and internal control systems of the Bank. It is the task of the directors to ensure that adequate internal financial and operational control systems are developed and maintained on an ongoing basis in order to provide reasonable assurance regarding:

- The effectiveness and efficiency of operations;
- The safeguarding of the Bank's assets;
- Compliance with applicable laws and regulations;
- The reliability of accounting records;
- Business sustainability under normal as well as adverse conditions; and
- Responsible behaviour towards all stakeholders.

The efficiency of any internal control system is dependent on the strict observance of prescribed measures. There is always a risk of non-compliance with such measures by staff. Whilst no system of internal control can provide absolute assurance against misstatement or losses, the Bank's system is designed to provide the Board with reasonable assurance that the procedures in place are operating effectively. The Board assessed the internal control systems throughout the financial year and is of the opinion that they met accepted criteria. The Board monitors risk and internal control effectiveness through the Board Audit Risk Committee and Board Credit Committee.

5.17 SERIOUS PREJUDICIAL MATTERS

In the opinion of the directors, there are no serious prejudicial matters that can affect the Bank.

5.18 WELFARE OF EMPLOYEES

Relationship between Management and Employees

The relationship between employees and management continued to be good. Complaints are resolved through meetings and discussions. Work morale continues to be good and there were no unresolved complaints from employees. There was good teamwork between management and staff.



The Bank is an equal opportunity employer. It gives equal access to employment opportunities and ensures that the best available person is appointed to any given position free from discrimination of any kind and without regard to factors like gender, marital status, tribe, religion, and disability which does not impair one's ability to discharge duties.

Training

During the year, the Bank spent TZS 63.7 million on training of staff (2023: TZS 87.6 million). Training programs have been and are continually being developed to ensure employees are adequately trained at all levels. Employees received training to upgrade their skills and enhance their performance.

Staff Loans and Advances

The Bank provides loans to staff as well as salary advances to enable them meet financial needs and promote their economic development. Staff loans and advances are based on specific terms and conditions approved by the Board.

Medical Facilities

The Bank covers medical bills for all of its employees and their immediate family dependents as well as medical insurance coverage to all staff.

Retirement Benefits

The Bank makes statutory contributions in respect of staff social security benefits. The Bank's obligations in respect of these contributions are limited to 10% of the employee's gross salary.

5.19 GENDER PARITY

The Bank is an equal opportunity employer and maintains reasonable gender balance among its employees. The Bank had the following employees by gender:

Gender	2024	2023
Female	93	82
Male	103	103
Total	196	185

5.20 POLITICAL DONATIONS

The Bank did not make any political donations during the year (2023: Nil).

5.21 RELATIONSHIP WITH STAKEHOLDERS

The Bank continued to maintain cordial relationships with stakeholders including the regulators.

5.22 CORPORATE SOCIAL RESPONSIBILITY (CSR) AND CHARITABLE DONATIONS

The Bank participates actively in community activities and development programs throughout the country. Charitable donations made during the year amounted to TZS 19.48 million (2023: TZS 17.25 million). The Bank made donations to various institutions including orphanage centres as education support for orphans.

5.23 AUDITOR

PricewaterhouseCoopers was the auditor of the Bank for the year ended 31 December 2024. A proposal appointing the external auditor of the Bank for the year ending 31 December 2024 was approved by shareholders in the Thirteenth's Annual General Meeting which resolved that PricewaterhouseCoopers will be the auditor of the Bank for a period of three years from 2022.

The Directors' Report was approved by the Board of Directors on 26th March, 2025 and signed on behalf of the Board per the resolution of the Board by:

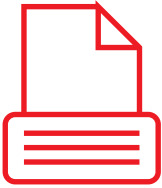


Gasper Casmir Njuu
Chairperson of the Board



Ms. Uphoo Swai
Board Member and Chairperson of the
Board Audit Risk and Compliance
Committee (BARC)





STATEMENTS OF DIRECTORS' RESPONSIBILITIES

For the year ended 31ST December 2024.

The directors are required by the Companies Act, 2002 and Banking and Financial Institutions Act, 2006 of Tanzania to prepare financial statements for each financial period that present fairly, in all material respects, the state of financial affairs of the Bank as at the end of the financial year and of the profit or loss for the year. The directors are also obliged to ensure that the Bank keeps proper accounting records that discloses, with reasonable accuracy, the financial position of the Bank. They are also responsible for safeguarding the assets of the Bank.

The directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards (IFRS) and the requirements of the Companies Act, 2002 and Banking and Financial Institutions Act, 2006 of Tanzania. The directors are of the opinion that the financial statements present fairly, in all material respects, the state of the financial affairs of the Bank, and of their financial results in accordance with International Financial Reporting Standards (IFRS) and the requirements of the Companies Act, 2002 and Banking and Financial Institutions Act, 2006 of Tanzania. The directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of the financial statements, as well as designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the statements that are free from material misstatement.

The Bank's directors have assessed the Bank's ability to continue as a going concern for the foreseeable future and have no reason to believe that the business will not be a going concern in the year ahead.

The financial statements were approved by the Board of Directors on 26th March, 2025 and were signed on its behalf by:



Gasper Casmir Njuu
Chairperson of the Board



Ms. Uphoo Swai
Board Member and Chairperson of the
Board Audit Risk and Compliance
Committee (BARC)





DECLARATION BY THE HEAD OF FINANCE FOR THE YEAR ENDED 31ST DECEMBER 2024

The National Board of Accountants and Auditors (NBAA) according to the power conferred to it under the Auditors and Accountants (Registration) Act No. 33 of 1972, as amended by Act No. 2 of 1995, requires financial statements to be accompanied with a declaration issued by the Head of Finance responsible for the preparation of the financial statements of the entity concerned.

It is the duty of a Professional Accountant to assist the Board of Directors to discharge the responsibility of preparing financial statements of an entity showing a true and fair view of the entity's financial position and performance in accordance with International Financial Reporting Standards and the requirements of the Companies Act, 2002 and Banking and Financial Institutions Act, 2006 of Tanzania. Full legal responsibility for the preparation of financial statements rests with the Board of Directors as stated under the Statement of Directors' Responsibilities on the previous page.

I, **Vitalis Constantine Michael**, being the Chief Financial Officer of Mkombozi Commercial Bank Plc hereby acknowledge my responsibility of ensuring that the financial statements for the year ended 31 December 2024 have been prepared in compliance with International Financial Reporting Standards and the requirements of the Companies Act, 2002 and the Banking and Financial Institutions Act, 2006 of Tanzania.

I thus confirm that the financial statements give a true and fair view of the financial position and results of Mkombozi Commercial Bank Plc as on that date and for the year then ended, and that the financial statements have been prepared based on properly maintained financial records.

Signed by: _____



Vitalis Constantine Michael,
Position: Chief Financial Officer
NBAA Membership No: ACPA 6278
Date: 26th March 2025



AGENDA NUMBER 6

TO RECEIVE, DISCUSS AND APPROVE THE BANK'S FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2024 AND ADOPT EXTERNAL AUDITOR'S REPORT ON FINANCIAL STATEMENTS OF THE BANK FOR THE YEAR ENDED 31ST DECEMBER, 2024.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Mkombozi Commercial Bank Public Limited Company (the "Bank") set out on pages 53 to 78, which comprise the statement of financial position as at 31st December 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of Mkombozi Commercial Bank Plc (the Bank) as at 31 December 2024, and of its financial performance and cash flows for the year then ended in accordance with IFRS Accounting Standards and the requirements of the Companies Act, No. 12 of 2002.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

We are independent of the Bank in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) and the ethical requirements of the National Board of Accountants and Auditors (NBAA) that are relevant to our audit of the financial statements in Tanzania. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the ethical requirements of the NBAA.



REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

This report, including the opinion, has been prepared for, and only for, the Bank's members as a body in accordance with the Companies Act, No. of 2002 and for no other purposes.

As required by the Companies Act, No. 12 of 2002, we are also required to report to you if, in our opinion, the report by those charged with governance is not consistent with the financial statements, if the Bank has not kept proper accounting records, if the financial statements are not in agreement with the accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Bank is not disclosed. In respect of the foregoing requirements, we have no matter to report.

The engagement partner on the audit resulting in this independent auditor's report is Cletus Kiyuga.



Cletus Kiyuga ACPA- PP 1981

For and on behalf of PricewaterhouseCoopers

Certified Public Accountants

Dar es Salaam

Date: 26th March, 2025



STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST DECEMBER 2024

	Notes	2024 TZS'000	2023 TZS'000
Interest income calculated using the effective interest method	8	30,108,219	25,883,140
Interest expense calculated using the effective interest method	9	(7,702,557)	(8,109,203)
Net interest income		22,405,662	17,773,937
Expected credit losses – financial assets	10	(1,651,387)	(1,649,509)
Net interest income after expected credit losses		20,754,275	16,124,428
Fees and commission income	11	4,252,461	4,472,373
Other income	12	1,405,242	1,384,901
Net gains on derecognition of financial assets measured FVOCI	23(c)	159,086	1,369,354
Net foreign currency trading and translation gains	13	2,645,395	1,875,225
Total non-interest income		8,462,184	9,101,853
Net operating income		29,216,459	25,226,281
Personnel expenses	14	(9,256,991)	(8,750,332)
Depreciation and amortization	15	(2,182,975)	(2,162,153)
Other operating expenses	16	(6,283,193)	(5,741,564)
Total operating expenses		(17,723,159)	(16,654,049)
Profit before income tax		11,493,300	8,572,232
Income tax (charge)/credit	17	(2,451,883)	(942,106)
Profit for the year		9,041,417	7,630,126
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
FVOCI investment securities;			
-Fair value (loss)/gain arising during the year (Note 23a)		(273,857)	(2,257,153)
-Tax Thereon		82,157	677,146
Other comprehensive income, net of tax		(191,700)	(1,580,007)
Total comprehensive income for the year, net of tax		8,849,717	6,050,119
Basic and diluted earnings per share	18	TZS 384	TZS 324

STATEMENT OF FINANCIAL POSITION AS AT 31ST DECEMBER 2024

	Notes	2024 TZS '000	2023 TZS'000
ASSETS			
Cash and balances with Bank of Tanzania	19	23,398,540	25,133,403
Loans and advances to banks	20	22,730,935	22,885,338
Government securities – FVOCI	23(a)	10,875,000	20,375,253
Government securities – amortised cost	23(b)	41,538,307	32,480,515
Loans and advances to customers	22	162,565,818	134,261,387
Equity investments	25	539,000	539,000
Right-of-use assets	26	7,046,812	8,649,856
Other assets	21	5,054,408	4,285,586
Property and equipment	28	5,637,947	4,668,883
Intangible assets	27	1,269,416	280,846
Current income tax recoverable	17	76,144	115,526
Deferred tax asset	29	1,648,305	2,113,717
TOTAL ASSETS		282,380,632	255,789,310
LIABILITIES AND EQUITY			
Liabilities			
Deposits due to Banks	30(a)	9,511,626	-
Deposits due to customers	30(b)	217,491,606	207,396,810
Borrowings	31(a)	1,508,323	1,528,356
Subordinated loan	31(b)	3,119,721	2,982,721
Other liabilities	32	2,185,341	2,277,088
Provisions	33	905,724	728,340
Lease liabilities	34	7,570,371	9,637,792
		242,292,712	224,551,107
Equity			
Share capital	35	23,555,002	23,555,002
Share discount	35	(734,932)	(734,932)
Retained earnings		14,510,180	3,434,731
Regulatory reserve	36(a)	3,388,590	5,422,622
Other reserves-FVOCI	36(b)	(630,920)	(439,220)
		40,087,920	31,238,203
TOTAL LIABILITIES AND EQUITY		282,380,632	255,789,310



16th ANNUAL GENERAL MEETING



These financial statements were authorized for issue by the Board of Directors on 28th March 2025, and were signed on behalf of the Board of Directors by:

Gasper Casmir Njuu
Chairperson of the Board

Ms. Uphoo Swai
Board Member and Chairperson of the
Board Audit Risk and Compliance
Committee (BARC)



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER 2024

	Share capital TZS' 000 (Note 35)	Share discount TZS' 000 (Note 35)	Retained earnings TZS' 000 (Note 36(a))	Regulatory reserve** TZS' 000 (Note 36(b))	Fair Value Reserve TZS' 000 (Note 36(b))	Total TZS' 000
Balance as at January 2023	23,555,002	(734,932)	(1,498,956)	2,726,183	1,140,787	25,188,084
Profit for the year	-	-	7,630,126	-	-	7,630,126
Revaluation reserve	-	-	-	-	(887,799)	(887,799)
Add: Revaluation gain transferred to profit or loss (23(c))	-	-	-	-	(1,369,354)	(1,369,354)
Other comprehensive income	-	-	-	-	(2,257,153)	(2,257,153)
Less: Tax thereon	-	-	-	-	677,146	677,146
Other comprehensive income, net of tax	-	-	-	-	(1,580,007)	(1,580,007)
Total comprehensive income for the year, net of tax	-	-	7,630,126	-	(1,580,007)	6,050,119
Transfer from regulatory reserve	-	-	(2,696,439)	2,696,439	-	-
At 31 December 2023	23,555,002	(734,932)	3,434,731	5,422,622	(439,220)	31,238,203
Balance as at 31 January 2024	23,555,002	(734,932)	3,434,731	5,422,622	(439,220)	31,238,203
Profit for the year	-	-	9,041,417	-	-	9,041,417
Revaluation loss	-	-	-	-	(114,771)	(114,771)
Add: Revaluation gain transferred to Profit or Loss (23(c))	-	-	-	-	(159,086)	(159,086)
Other comprehensive income	-	-	-	-	(273,857)	(273,857)
Less: Tax thereon	-	-	-	-	82,157	82,157
Other comprehensive income, net of tax	-	-	-	-	(191,700)	(191,700)
Transfer from regulatory reserve	-	-	2,034,032	(2,034,032)	-	-
At 31 December 2024	23,555,002	(734,932)	14,510,180	3,388,590	(630,920)	40,087,920

**Regulatory Banking Risk Reserve represents an amount set aside to cover additional provision for loan losses required to comply with the requirements of the Bank of Tanzania prudential guidelines. This reserve is not available for distribution.

STATEMENT OF CASHFLOWS FOR THE YEAR ENDED 31ST DECEMBER 2024

	Notes	2024 TZS'000	2023 TZS'000
Operating activities			
Profit before tax		11,493,300	8,572,232
<i>Adjustments:</i>			
Interest expense on lease liabilities	9	737,107	781,903
ECL on loans and advances to customers	10	1,651,387	1,649,509
Depreciation on right-of-use assets	15	1,013,984	1,121,584
Amortization of intangible assets	15	67,871	223,619
Non-trading foreign exchange loss	34	(398,511)	486,147
Depreciation on property and equipment	15	1,101,120	816,950
Interest expense on borrowings		534,059	384,234
Loans Effective interest receivable write off		163,569	688,777
Interest on corporate bonds		-	1,614
Increase/(decrease) in provisions	33	(408,489)	381,901
Modification of RoU		-	(84,996)
		15,955,397	15,023,474
<i>Changes in operating assets and liabilities:</i>			
Increase in statutory minimum reserve		(435,286)	(1,356,255)
Decrease/(Increase) in other assets		(768,821)	1,282,083
Increase in loans and advances to customers		(28,304,431)	(21,560,949)
Increase in deposits due to customers		10,094,796	22,817,989
Change in Deposits due to Banks		9,511,626	-
Payment of gratuities		(231,105)	(441,846)
(Increase)/decrease in other liabilities		(91,747)	643,169
Cash generated from operations		(10,224,968)	1,384,191
Income tax paid	17	(2,890,493)	(349,342)
Tax refunds		220,053	-
Net cash flows from operating activities		3,059,989	16,058,323
Investing activities			
Investment in government securities-amortized		(9,057,792)	(1,371,988)
Investment in securities-FVOCI		(9,500,253)	(10,751,544)
Investment in corporate bond		-	2,000,000
Purchases of property and equipment	28	(2,070,185)	(2,486,282)
Purchases of intangible assets		(1,056,441)	(63,826)
Net cash flows (used in)/generated from investing activities		(2,684,165)	(12,673,640)

STATEMENT OF CASHFLOWS FOR THE YEAR ENDED 31ST DECEMBER 2024

	Notes	2024 TZS'000	2023 TZS'000
Financing activities			
Lease liabilities paid	34	(2,239,508)	(1,196,220)
Proceeds from new borrowings		255,230	-
Repayment of borrowings (principal and interest)	31 a,b	(266,856)	(284,849)
Net cash flow used in financing activities		(2,251,134)	(2,214,236)
Net increase in cash and cash equivalents		(1,875,310)	1,170,447
Cash and cash equivalents at 1 January		37,962,062	36,791,615
Cash and cash equivalents at 31 December	37	36,086,752	37,962,062

Going concern.

The Bank's core capital, core capital ratio and total capital ratio were TZS 35,319 million (2023: TZS 23,880million) and TZS 38,019 equivalent to 16.93% and 18.23% (2023: 13.73% and 15.28%). Both the absolute core capital and Capital Adequacy Ratios were within regulatory benchmark of TZS 15,000 million, and the regulatory requirements of 12.5% and 14.5% respectively.

The Bank's core and total capital positions are dependent on a number of factors including financial results and raising of additional equity and the level of risk weighted assets. The directors and management expect these factors to continue to improve.

The Bank's management and directors have made an assessment of the Bank's ability to continue as a going concern and have concluded that there are no reasons to believe that the Bank will not be a going concern. The financial statements have therefore been prepared on the going concern assumption.

The Bank's liquidity position is expected to be reasonably sufficient to meet the maturing obligations and other business requirements. This is expected to continue for the foreseeable future. The Bank's management and directors will continue to take necessary mitigations including close monitoring of key liquidity metrics, liquidity outflows, close and tight management of positions and intraday flows, slowing down/prioritizing lending in order to minimize the risk of default and liquidity distress, and managing the loan portfolio closely in order to take necessary performance remedial actions timely.



8. INTEREST INCOME

INTEREST INCOME

Interest income calculated using the effective interest method comprises:

Loans and advances

Government securities and corporate bond

Placements

2024 TZS'000	2023 TZS'000
22,435,612	19,358,363
6,872,774	5,714,690
799,833	810,087
30,108,219	25,883,140

9. INTEREST EXPENSES

Interest expense calculated using the effective interest method

Time deposits

Savings deposits

Deposits due to other banks

Borrowing

Subordinated loan (Note 31b)

Lease liabilities interest accretion (Note 34)

2024 TZS'000	2023 TZS'000
5,379,834	6,209,621
758,461	723,107
29,376	10,338
534,059	120,514
263,720	263,720
737,107	781,903
7,702,557	8,109,203

10. EXPECTED CREDIT LOSSES

Increase in ECL on loans and advances to customers (Note 22)

Write off previously unprovided credit exposure

2024 TZS'000	2023 TZS'000
(506,481)	867,098
2,157,868	782,411
1,651,387	1,649,509

Community Current Account

Suluhisho la taasisi yako **bila Makato**

- ✓ Hakuna ada ya kutoa pesa
- ✓ Hakuna makato ya mwezi
- ✓ Taarifa za miamala ya mwezi ni bure

Kwa mawasiliano zaidi tupigie **0800 750 040**



11. FEES AND COMMISSION INCOME

Fee income earned from services that are provided over time:

Loan processing fees

Fee income from providing financial services at a point in time:

Service charges

Withdrawal fees

Commission on western union transfers

Commission charged on transfers

Commission on ATM withdrawal charges

Agency and mobile fees

Insurance commission

Bank guarantee

Other fees

	2024	2023
	TZS'000	TZS'000
Loan processing fees	1,401,713	1,659,781
Service charges	557,385	600,420
Withdrawal fees	363,447	401,814
Commission on western union transfers	19,428	18,440
Commission charged on transfers	26,324	50,536
Commission on ATM withdrawal charges	158,338	82,544
Agency and mobile fees	376,457	341,338
Insurance commission	527,998	522,865
Bank guarantee	257,388	133,848
Other fees	563,983	660,787
	2,850,748	2,812,592
	4,252,461	4,472,373

12. OTHER INCOME

Charged off recoveries

Miscellaneous income

	2024	2023
	TZS'000	TZS'000
Charged off recoveries	205,077	871,016
Miscellaneous income	1,200,165	513,885
	1,405,242	1,384,901

13. NET FOREIGN CURRENCY TRADING AND TRANSLATION GAINS

Foreign currency trading gains

Net unrealised foreign currency translation (loss)/gains

	2024	2023
	TZS'000	TZS'000
Foreign currency trading gains	1,957,135	2,313,124
Net unrealised foreign currency translation (loss)/gains	688,260	(437,899)
	2,645,395	1,875,225

14. PERSONNEL EXPENSES

Wages and salaries

Social security contributions and retirement benefits

Local leave allowance

Gratuity

¹Other staff costs

	2024	2023
	TZS'000	TZS'000
Wages and salaries	6,864,996	6,414,373
Social security contributions and retirement benefits	686,309	641,437
Local leave allowance	532,966	505,109
Gratuity	408,489	381,901
¹ Other staff costs	764,231	807,512
	9,256,991	8,750,332

¹Other staff costs include statutory deductions, medical expenses and terminal benefits.



15. DEPRECIATION AND AMORTIZATION

	2024	2023
	TZS'000	TZS'000
Depreciation on right-of-use assets (Note 26)	1,013,984	1,121,584
Amortization of intangible assets (Note 27)	67,871	223,619
Depreciation on property and equipment (Note 28)	1,101,120	816,950
	2,182,975	2,162,153

16. OTHER OPERATING EXPENSES

	2024	2023
	TZS'000	TZS'000
Auditor's remuneration	210,686	151,965
Professional fees	184,901	172,456
Directors' emoluments	64,000	58,667
Communication cost	206,336	204,522
Travelling and accommodation	211,801	162,516
Local authority service charges	142,860	91,364
Maintenance cost - software	270,624	274,061
ATM management fees	51,370	216,202
Occupancy costs	443,006	417,447
Maintenance cost - motor vehicles	25,328	20,652
Insurance costs	485,472	379,321
Marketing and advertising costs	603,367	342,660
Training costs	63,738	87,553
Security costs	424,102	411,436
Data connectivity and bank charges	489,931	594,985
Printing and stationery	196,984	227,190
Repairs and maintenance of office equipment	320,347	261,495
Excise duty on commissions	404,041	232,649
Other Expenses ¹	1,484,299	1,434,423
	6,283,193	5,741,564

¹Other expenses include miscellaneous expenses, donations, loss on disposal/write off of assets, and general office administration expenses.

17. INCOME TAX

	2024	2023
	TZS'000	TZS'000
Income tax expense		
Current income tax - current year	2,475,099	1,251,248
Current income tax - prior year	234,722	-
Deferred tax credit-current year (Note 29)	333,227	(309,142)
Deferred tax charge - prior years (Note 29)	(591,165)	-
	2,451,883	942,106

The tax on the Bank's (loss)/profit before tax differs from the theoretical amount that would arise using the basic tax rate as follows:

	2024 TZS'000	2023 TZS'000
Profit before tax	11,493,300	8,572,232
Tax calculated at a tax rate of 30% (2022: 30%)	3,447,990	2,571,670
<i>Tax effect of:</i>		
Expenditure permanently disallowed	133,017	(197,085)
Final and unrealized income	651,361	(562,567)
Current income tax -prior year	234,722	-
Deferred tax -prior year	(591,165)	-
Property plant and equipment	47,482	-
Prior year - non-taxable interest income government bonds	-	(108,055)
Current year - non-taxable Interest income government bonds	(1,471,524)	(761,857)
	2,451,883	942,106

Current income tax recoverable

At 1 January	(115,526)	(1,017,432)
Payments during the year	(2,890,493)	(349,342)
Amount utilised to set off tax liabilities	220,053	-
Current income tax charge for the year	2,709,822	1,251,248
At 31 December	(76,144)	(115,526)

18. EARNINGS PER SHARE

Basic earnings/(loss) per share is calculated by dividing the (loss)/profit for the year attributable to ordinary equity holders of the Bank by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings/(loss) per share is calculated by dividing the profit/(loss) for the year attributable to ordinary equity holders of the Bank by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

There were no dilutive potential ordinary shares. As such, basic and diluted earnings/loss per share are the same as follows:

	2024	2023
Profit attributable to ordinary shareholders (TZS'000)	9,041,417	7,630,126
Weighted average number of ordinary shares (Note 35)	23,555,002	23,555,002
Basic and diluted earnings /(loss) per share (TZS)	384	324



19. CASH AND BALANCES WITH THE BANK OF TANZANIA

	2024	2023
	TZS'000'	TZS'000'
Cash in hand	9,534,343	8,479,909
Balances with BoT - Current accounts	985,103	4,209,686
Balances with BoT - Statutory minimum reserve (SMR)	12,879,094	12,443,808
	23,398,540	25,133,403

Cash in hand and balances with BoT are non-interest bearing. The SMR is not available for the Bank's day-to-day operations and is hence excluded from cash and cash equivalents for the purpose of the statement of cash flows (Note 37).

20. LOANS AND ADVANCES TO BANKS

	2024	2023
	TZS'000'	TZS'000'
Balances with other banks	7,443,365	15,270,854
Cheques in the course of collection with other banks	-	90,844
Placements with other banks	15,287,570	7,523,640
	22,730,935	22,885,338
Expected credit losses	-	-
Current	22,730,935	22,885,338

Balances with other banks and money market placements earn interest rates of 3.5% to 4.5% for foreign currency and 7% to 8% for local currency.

The credit quality of loans and advance to banks is performing ie categorised internally as current ie stage 1. Details of the Bank's internal grading system are explained in Note 5 and the accounting policies on determination of ECL allowances are in Note 4.

21. OTHER ASSETS

	2024	2023
	TZS'000'	TZS'000'
Sundry debtors	669,277	616,914
Prepayments	362,479	261,010
Staff benefits fair value	1,090,753	1,096,689
Stock of stationery	164,447	143,680
Balances with MNOs	2,836,372	2,387,130
Allowance for probable losses	(68,920)	(219,837)
	5,054,408	4,285,586

Sundry debtors are non-interest bearing and due on 30 – 60 days terms. The amounts are unsecured.

22. LOANS AND ADVANCES TO CUSTOMERS

	2024 TZS'000'	2023 TZS'000'
Commercial	133,241,161	108,200,787
Individuals	10,535,570	11,377,035
Salaried loans	21,008,213	18,405,696
Advances to staff	71,053	31,501
Gross loans and advances to customers	164,855,997	138,015,019
Allowance for expected credit losses	(2,290,179)	(3,753,632)
	162,565,818	134,261,387
Maturity analysis		
With maturity of 3 months or less	6,333,745	5,180,847
With maturity of between 3 months and 1 year	35,233,712	26,670,310
With maturity of more than 1 year	120,998,361	102,410,230
	162,565,818	134,261,387

The interest rates charged on these loans range from 15% to 19% (2023: 13% to 19%). The movement in the allowance for ECL was as follows:

	2024 TZS'000'	2023 TZS'000'
At 1 January	(3,753,632)	(3,842,715)
Charge	506,954	(867,098)
Write offs	956,500	956,181
At 31 December	(2,290,178)	(3,753,632)



22. LOANS AND ADVANCES TO CUSTOMERS (CONTINUED)

The table below shows the credit quality and the maximum exposure to credit risk based on the Bank's internal credit rating system and year-end stage classification. The amounts presented are gross of ECL allowances. Details of the Bank's internal grading system are explained in Note 5 and the accounting policies on determination of ECL allowances are in Note 4.

	Stage 1 TZS'000	Stage 2 TZS'000	Stage 3 TZS'000	Total TZS'000
At 31 December 2024				
Internal rating grade				
<i>Performing:</i>				
Current	137,764,048	18,705,499	1,931,149	158,400,696
Especially mentioned	-	4,243	22,518	26,761
<i>Non-performing:</i>				
Sub-standard	-	-	288,057	288,057
Doubtful	-	-	1,040,259	1,040,259
Loss	-	-	5,100,225	5,100,225
Total	137,764,048	18,709,742	8,382,208	164,855,998
At 31 December 2023				
Internal rating grade				
<i>Performing:</i>				
Current	117,070,376	7,659,819	1,484,539	126,214,734
Especially mentioned	3,984	202,535	-	206,519
<i>Non-performing:</i>				
Sub-standard	-	-	825,709	825,709
Doubtful	-	-	4,010,444	4,010,444
Loss	-	-	6,757,613	6,757,613
Total	117,074,360	7,862,354	13,078,305	138,015,019

23 GOVERNMENT SECURITIES

	2024 TZS'000'	2023 TZS'000'
23 (a) Government security – FVOCI		
Treasury bonds maturing after one year	10,875,000	20,375,253

23(b) Government securities – amortised cost

Treasury bills maturing between 3 months and one year	
Treasury bonds maturing after one year	
Expected Credit Losses (Note 10)	

2024	2023
TZS'000'	TZS'000'
9,651,497	14,190,180
31,886,810	18,290,335
41,538,307	32,480,515
-	-
52,413,307	52,855,768

These securities are due from the Government of the United Republic of Tanzania. The securities are unsecured and carry interest rates of 5% to 15% (2023: 5% to 15%) per annum.

23. GOVERNMENT SECURITIES (CONTINUED)

(a) Government security – FVOCI

At start of the year	
Purchase of investment securities	
Maturity of securities	
Fair value (losses)/gain	

At end of year

Maturity

Current	
Non-current	

At end of year

2024	2023
TZS'000'	TZS'000'
20,375,253	12,099,332
-	20,478,500
(9,594,879)	(9,945,426)
94,626	(2,257,153)
10,875,000	20,375,253
-	-
10,875,000	20,375,253
10,875,000	20,375,253

(b) Government security – amortised cost

At start of the year	
Purchase of investment securities	
Maturity of securities	

At end of year

Maturity

Current	
Non-current	

At end of year

2024	2023
TZS'000'	TZS'000'
32,480,515	31,108,527
22,103,497	6,775,269
(13,045,705)	(5,403,281)
41,538,307	32,480,515
9,651,497	14,190,180
31,886,810	18,290,335
41,538,307	32,480,515



(c) Net gain or (loss) on derecognition of financial assets measured at FVOCI

Net gains on derecognition of financial assets measured at fair value through other comprehensive income

2024 TZS'000'	2023 TZS'000'
159,086	1,369,354

25. EQUITY INVESTMENTS

Umoja Switch Co. Ltd
TMRC

2024 TZS'000'	2023 TZS'000'
39,000	39,000
500,000	500,000
539,000	539,000

The equity investments are classified as financial assets at fair value through other comprehensive income (FVOCI). These shares do not have a quoted market price in an active market. The fair value of the equity investment at the reporting date has been determined using the price of recent transaction of the shares provided by TMRC and Umoja Switch.

26. RIGHT-OF-USE ASSETS**Cost**

At 1 January

Additions

Remeasurement*

Derecognition

At 31 December

Depreciation

At 1 January

Charge for the year

Derecognition

At 31 December

Net carrying amount

2024 TZS'000'	2023 TZS'000'
12,712,168	7,231,316
-	5,262,382
(589,062)	218,470
(571,897)	-
11,551,209	12,712,168
4,062,312	2,940,728
1,013,983	1,121,584
(571,897)	-
4,504,398	4,062,312
7,046,812	8,649,856

*Remeasurement: relates to impact of remeasuring the opening balances.

The right-of-use assets comprise lease arrangements for office and branch space.

27. INTANGIBLE ASSETS

Cost

At 1 January

Additions

At 31 December

Amortization

At 1 January

Charge for the year

At 31 December

Net carrying amount

	2024	2023
	TZS'000'	TZS'000'
At 1 January	2,302,345	2,238,519
Additions	1,056,441	63,826
At 31 December	3,358,786	2,302,345
Amortization		
At 1 January	2,021,499	1,797,880
Charge for the year	67,871	223,619
At 31 December	2,089,370	2,021,499
Net carrying amount	1,269,416	280,846

The intangible assets comprise the core banking and other software used by the Bank. The intangible assets are amortised over the estimated useful life of 5 years.

MKOMBOZI COMMERCIAL BANK



Mkombozi Bank tunakopesha kwa riba nafuu

Tupigie **0800 750 040** au fika tawini
kupata huduma

- ▶ Mkopo wa Vikundi
- ▶ Mkopo wa Wajasiriamali
- ▶ Mkopo wa Wastaafu
- ▶ Mkopo wa Watumishi wa Umma
- ▶ Udamini wa Kibenki
(Trade Finance)
- ▶ Mkopo wa Wafanyabiashara wa
kati na wakubwa

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28. PROPERTY AND EQUIPMENT

	Machinery & Equipment	Furniture, fixture & fittings	Computer & IT equipment	Motor vehicles	Leasehold improvements	Work-in-progress	Total
	TZS '000	TZS '000	TZS '000	TZS '000	TZS '000	TZS '000	TZS '000
Cost							
At 1 January 2023	2,608,235	1,947,312	3,152,080	197,624	1,624,194	866,028	10,395,473
Additions	341,464	180,187	665,041	-	2,165,618	(866,028)	2,486,282
At 31 December 2023	2,949,699	2,127,499	3,817,121	197,624	3,789,812	-	12,881,755
Additions	153,106	91,404	141,402	3750	701,801	978,722	2,070,185
Transfer from work in progress	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
At 31 December 2024	3,102,805	2,218,903	3,958,523	201,374	4,491,613	978,722	14,951,940
Depreciation							
At 1 January 2023	1,497,671	1,458,382	2,986,602	180,155	1,273,113	-	7,395,923
Charge for the year	350,062	166,715	201,091	12,844	86,238	-	816,950
At 31 December 2023	1,847,733	1,625,097	3,187,693	192,999	1,359,351	-	8,212,873
Charge for the year	316,643	139,400	243,536	1,197	400,344	-	1,101,120
At 31 December 2024	2,164,376	1,764,497	3,431,229	194,196	1,759,695	-	9,313,993
Net carrying amount							
At 31 December 2023	1,101,966	502,402	629,428	4,625	2,430,461	-	4,668,882
At 31 December 2024	938,429	454,406	527,294	7,178	2,731,918	978,722	5,637,947

Property and equipment were not pledged as collateral against liabilities.

29. DEFERRED TAX ASSET

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes using the principal tax rate of 30%. Deferred income tax asset and deferred income tax credit to the profit or loss are attributed by the following items:

	1 January	(Charge)/Credit to			31 December
		Profit or loss – Prior year	OCI Current year	Profit or loss – Current year	
	TZS'000	TZS'000	TZS'000	TZS'000	TZS'000
Year ended 31 December 2024					
Property and equipment	(97,696)	455,201	-	(673,810)	(316,305)
Fair valuation loss/(gain) loss reserve	188,237	-	(723,351)	-	(535,114)
General provisions	2,023,176	135,965	-	340,583	2,499,724
Net deferred tax asset	2,113,717	591,166	(723,351)	(333,227)	1,648,305
Year ended 31 December 2023					
Property and equipment	(73,078)	-	-	(24,618)	(97,696)
Fair valuation loss reserve	(488,909)	-	677,146	-	188,237
General provisions	1,689,416	-	-	333,760	2,023,176
Net deferred tax asset	1,127,429	-	677,146	309,142	2,113,717

Summarized as:

	2024	2023
At 1 January	2,113,717	1,127,429
Credited/recognized in profit or loss	257,939	309,138
Recognized in OCI	(723,351)	677,147
At 31 December	1,648,305	2,113,714

30(a) DEPOSITS DUE TO BANKS

	2024 TZS'000'	2023 TZS'000'
As at 1 January	-	-
Additions	9,500,000	-
Interest expense charged	11,626	-
Interest paid	-	-
As at 31 December	9,511,626	-

This relates to the short-term funds borrowed from banks at an effective interest rate of 6.5% per annum.

30. DEPOSITS DUE TO CUSTOMERS

	2024 TZS'000'	2023 TZS'000'
Current accounts	79,645,089	68,690,337
Savings deposits	67,961,573	60,848,630
Time deposits	69,884,944	77,857,843
	217,491,606	207,396,810
Current	215,171,348	196,945,620
Non-current	2,320,258	10,451,190
	217,491,606	207,396,810

The deposits are unsecured. The time deposits were at fixed interest rates of 5% to 12% and the other deposits at variable rates of 0% to 12% per annum with a maximum tenure of two years.

31(a) BORROWING

	2024 TZS'000	2023 TZS'000
As at 1 January	1,528,356	1,497,942
Additions	-	-
Interest expense charged	120,823	120,514
Principal paid	-	-
Interest paid	(140,856)	(90,100)
As at 31 December	1,508,323	1,528,356
Maturity analysis		
Current	8,323	28,356
Non-current	1,500,000	1,500,000
	1,508,323	1,528,356

This relates to the funds borrowed from TMRC and other financial institutions.

In 2018, the Bank obtained unsecured loan of TZS 6 billion, TZS 2.37 billion and TZS 5 billion from TMRC, BOT and Self microfinance (2019) repayable quarterly and monthly respectively. As at 31/12/2023 the outstanding balance related to TMRC at an effective interest rate of 9% per annum.

As at 31 December 2024, the Bank was compliant with all the lender's covenants.

31(b) SUBORDINATED LOAN

	2024	2023
	TZS'000'	TZS'000'
As at 1 January	2,982,721	2,913,750
Additions	-	-
Interest expense charged	263,000	263,720
Interest paid	(126,000)	(194,749)
As at 31 December	3,119,721	2,982,721
Maturity analysis		
Current	419,721	282,721
Non-current	2,700,000	2,700,000
	3,119,721	2,982,721

In February 2022, the Bank obtained unsecured loan of TZS 2.7billion from Bugando Medical Centre (TZS 2 billion) and Tanzania Episcopal Conference Centre (TZS 0.7billion), repayable annually within 9 years. The effective interest rate of the loan during the year was 9.5%.

As at 31 December 2024, the Bank was compliant with all the lender's covenants

32. OTHER LIABILITIES

	2024	2023
	TZS'000	TZS'000
Accruals	265,681	153,002
Accounts payable	378,164	425,214
Deferred fees	1,128,310	556,701
Statutory and regulatory obligation	413,186	1,142,171
	2,185,341	2,277,088

Other liabilities are unsecured, interest free and due on 30 – 60 days terms.

33. PROVISIONS

	2024			2023		
	TZS'000	TZS'000	TZS'000	TZS'000	TZS'000	TZS'000
	Gratuity	Legal	Total	Gratuity	Legal	Total
At 1 January	545,900	182,440	728,340	605,845	182,440	788,285
Increase during the year	408,489	-	408,489	381,901	-	381,901
Utilized	(231,105)	-	(231,105)	(441,846)	-	(441,846)
At 31 December	723,284	182,440	905,724	545,900	182,440	728,340



Gratuity provision:

The provisions are due after one year. The provision relates to gratuity for the senior officers of the Bank. The benefit accrues at 25% of the annual basic salary for the contract period and is paid at the end of the contract term.

Legal provision:

This relates to provision for legal cases that are deemed probable for events of failure by the bank to occur.

34. LEASE LIABILITIES

	2024 TZS'000'	2023 TZS'000'
At 1 January	9,637,792	5,121,743
Additions	-	5,262,382
Remeasurement*	(166,509)	-
Interest accretion	737,107	781,903
Payments (principal and interest)	(2,239,508)	(1,929,387)
Forex gain/(loss)	(398,511)	486,147
Modification loss	-	(84,996)
At 31 December	7,570,371	9,637,792
Maturity analysis for the lease liability:		
Due in 1 year	975,349	2,895,423
Due after 1 year	6,595,022	6,742,369
	7,570,371	9,637,792

The weighted average discount rate applied as at year-end was 12.5%, USD 7% (2023: TZS 12.5%, USD 7%)

35. SHARE CAPITAL

	2024 TZS'000'	2023 TZS'000'
Authorized		
50,000,000 ordinary shares of TZS 1,000 each	50,000,000	50,000,000
Issued and fully paid ordinary shares		
20,615,272 issued at TZS 1,000	20,615,272	20,615,272
2,939,730 issued at TZS 750	2,204,798	2,204,798
Discount on 2,939,730 shares	734,932	734,932
23,555,002 shares at TZS 1,000	23,555,002	23,555,002
SHARE DISCOUNT	(734,932)	(734,932)

During the year there were no additional shares issued (2024: Nil: 2022: There was a rights issue resulting in additional TZS 2,204,797,500 of the share capital). The shares issued in 2021 were issued at a discount of TZS 250 per share which resulted to a total of share discount of TZS 735 million.

36. REGULATORY AND OTHER RESERVES

a) The regulatory reserve relates to the excess of the regulatory provisions for loans and advances above the IFRS 9 provisions. The regulatory provisions and reserve are determined in accordance with the Banking and Financial Institutions prudential regulations and guidelines. The reserve is not available for distribution to the shareholders and is excluded when determining regulatory core capital.

b) The FVOCI reserve is attributable to marking to market fair value gains or losses on financial assets classified under FVOCI category. This reserve is not available for distribution to shareholders.

	2024	2023
	TZS'000	TZS'000
Regulatory loans provision	5,422,622	9,176,254
	(2,034,0	
Less: IFRS ECL allowance (Note 22)	32)	(3,753,632)
Regulatory reserve	3,388,590	5,422,622

Movement in fair valuation reserve is as follows:

At 1 January	(439,220)	1,140,787
<u>Charged to OCI</u>		
Fair valuation gain/(loss) (including derecognition)	(273,857)	(2,257,153)
Deferred tax on fair valuation loss	82,157	677,146
	(630,920)	(439,220)
At 31 December	(630,920)	(439,220)

37. CASH AND CASH EQUIVALENTS

	2024	2023
	TZS'000	TZS'000
Cash and balances with BoT (Note 19)	23,398,540	25,133,403
Less: SMR (Note 19)	(12,879,095)	(12,443,809)
Cash and balances with BoT excluding SMR	10,519,445	12,689,594
Loans and advances to Banks (Note 20)	22,730,935	22,885,338
Balances with MNOs (Note 21)	2,836,372	2,387,130
	36,086,752	37,962,062



38. RELATED PARTIES TRANSACTIONS AND BALANCES

The Bank's issued share capital is owned as follows:

Shareholder category

	2024	2023
Church dioceses and affiliated institutions	29.50%	29.50%
Other institutions	9.67%	9.67%
Tanzania Episcopal Conference (TEC)	18.12%	18.12%
Individuals (general public)	42.71%	42.71%
	100%	100%

The following were the balances and transactions with related parties:

	2024	2023
I. Loans due from key management personnel	TZS'000	TZS'000
At 1 January	732,684	456,715
Loans advanced during the year	245,947	446,069
Loan repayments during the year	(247,921)	(170,100)
At 31 December	730,710	732,684
ECL for these loans at the end of the year	-	-
Interest income earned	77,313	55,966

II. Shareholder deposits

	2024	2023
	TZS'000	TZS'000
Roman Catholic Church Dioceses	38,054,067	29,340,099
Tanzania Episcopal Conference (TEC)	411,916	369,247
	38,465,983	29,709,346

These loans are salary secured. The interest rates charged are in line with prevailing market rates for similar loans.

III. Compensation for key management personnel

Salaries and other short-term benefits	1,725,624	1,527,950
Post-employment benefits – Social security contributions	172,562	152,795
Gratuity (Note 33)	408,489	381,901
	2,062,646	2,062,646

IV. Directors' remuneration (Note 16)

	64,000	58,677
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V. Subordinated Loans

Subordinated loans comprise of funds borrowed from Bugando Medical Centre and Tanzania Episcopal Conference. The outstanding balances as at 31 December 2024 and 2023 are as follows:

	2024	2023
Tanzania Episcopal Conference (TEC)	763,000	826,00
Bugando Medical Centre (BMC)	2,356,721	2,156,721
	3,119,721	2,982,721

39. COMMITMENTS

Capital commitments

Capital expenditure that has been approved by the Board but not contracted for, most of which being commitments brought forward from 2022

	2024	2023
	TZS'000	TZS'000
	3,808,234	6,271,220

The capital commitments as at year-end comprise TZS 1.21 billion for leasehold improvements, TZS 1.23 billion for ICT related infrastructures, TZS 741 million for digital channels development and TZS 341 million for complimentary services.

Commitments to extend credit - undrawn loan commitments

Commitments to extend credit represent contractual commitments to advance loans and revolving credits to customers. Commitments generally have fixed expiry dates, or other termination clauses. Since commitments may expire without being drawn upon, the total contract amounts do not necessarily represent future cash requirements. However, the potential credit loss is less than the total unused commitments since most commitments to extend credit are contingent upon customers maintaining specific standards.

The Bank had the following commitments:

Undrawn commitments to lend	4,437,146	2,400,040
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The undrawn commitments to lend were under the current grade (Stage 1) credit risk category.

40. CONTINGENT LIABILITIES

The Bank had no contingent liabilities as at year-end (2023: None).

41. EVENTS AFTER THE REPORTING PERIOD

There were no other events after the reporting period that required adjustments to or disclosure in the financial statements.



AGENDA NO 7

PROPOSAL FOR DECLARATION OF DIVIDEND FOR YEAR 2024.

During the 120th Extraordinary Board Meeting held on 26th March, 2025 the Board of Directors received and approved MKCB Financial Statement for the 2024.

Pursuant to the Article 109 and Article 140 of the Bank's Memorandum and Articles of Association, the Board of Directors recommends dividend for the year ending 31st December 2024 to be 92.40 shillings per share to all shareholders in the register as of 3rd July, 2025 when the register will be closed and payments will be affected from 15th August, 2025.

Shareholders are requested to receive, deliberate and approve the recommendation of the Board of Directors that dividend for the year ending 31st December 2024 be 92.40 shillings per share to all shareholders in the register as of 3rd July 2025 when the register will be closed and payments will be affected from 15th August, 2025.

AGENDA NO 8

APPOINTMENT OF STATUTORY AUDITORS.

Pricewaterhousecoopers (PWC) has been the bank External Auditor for the period of three years with their tenure ending on 31st December 2024, necessitating appointment of another External Auditor for the period of three years.

The Banking and Financial Institutions (External Auditors) Regulations of 2014 allows for the same external auditor to audit the same bank for a maximum period of two conservative terms, each term being three years.

The process of appointment of external auditors was undertaken by the bank through a competitive bidding process where KPMG Tanzania, PWC and Ernst and Young tendered their bid for provision of the External Audit service (Statutory Audit of Financial Statement and IT Audit) for the term of three years.

After review of the bids submitted and conclusion of procurement process the Board of Directors recommends the appointment of Ernest & Young) as Auditors of the Bank's financial statements and IT for the period of three year effective from 2025.

Shareholders are requested to deliberate and approve the recommendation by the Board of Directors to appoint Ernest & Young as Auditors of the Bank's financial statements and IT for the period of three year effective from 2025 on agreed terms and conditions.



AGENDA NO 9

ELECTION OF BOARD MEMBERS.

The Company Secretary informs Shareholders that Article 80 to the Banks constitution provides that in every third year, one third of the Directors shall retire from office. Pursuant to that Article, two directors namely, Mr. Robert Mtendamema and Ms Uphoo Swai are supposed to retire in 2025 to allow for fresh election of Directors after serving the Board for two terms of three-years each.

Procedure for appointment/election of new Board Members is provided by Article 74 of the Bank's constitution and the Board of Directors has complied to the process leading to election of two candidates as new directors of Mkombozi Commercial Bank Plc.

The qualification of the candidate proposed for election has complied to Article 76 of the Banks constitution as well as the Bank of Tanzania regulations, the Companies Act and Capital Market and Securities Authorities Guidelines.

Names of the four candidates eligible for election will be shared and circulated to Shareholders during the meeting.

Shareholders are required to vote and elect two Directors form the list of candidates eligible for election. Elected Directors shall be subject to the approval of the Bank of Tanzania as per the Bank of Tanzania regulations.

AGENDA NO 10

TO SET A DATE FOR THE NEXT ANNUAL GENERAL MEETING.

The Board of Directors recommends that the 17th Annual General Meeting be held on Saturday the 25th July 2026 while the venue for the meeting will be communicated prior to the meeting.

Shareholders are requested to approve 25th July, 2025 as the date of the 17th Annual General Meeting while venue will be communicated.

AGENDA NO 11: ANY OTHER BUSINESS

Discussions on any other business by leave of the Chairman.

AGENDS NO 12: CLOSING OF THE MEETING

