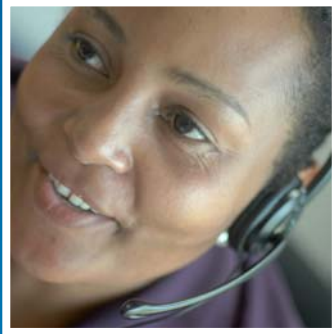


UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the quarter and year ended 31 March 2012



Bayport

FINANCIAL SERVICES

Bayport Management Limited

(Registration number 54787 C1/GBL)

Condensed Consolidated Statement of Comprehensive Income

	Notes	Three months ended		Twelve months ended	
		31-Mar-12	31-Mar-11	31-Mar-12	31-Mar-11
		\$	\$	\$	\$
Continuing operations					
Interest income		30,267,786	22,567,078	112,303,899	81,028,761
Interest expense		(6,321,550)	(4,687,187)	(22,747,981)	(18,056,376)
Net interest income		23,946,236	17,879,891	89,555,918	62,972,385
Other income		1,474,675	1,275,477	6,515,475	3,661,445
Operating income		25,420,911	19,155,368	96,071,393	66,633,830
Operating expenses		(13,231,815)	(10,850,724)	(51,273,289)	(38,919,380)
Foreign exchange loss		(524,704)	(113,148)	(1,957,956)	(871,857)
Charge for bad and doubtful advances		(321,953)	(712,048)	(7,087,356)	(5,109,273)
Profit before tax		11,342,439	7,479,448	35,752,792	21,733,320
Tax expense	3	(4,600,487)	(3,352,737)	(14,774,670)	(9,776,622)
Profit for the period/year		6,741,952	4,126,711	20,978,122	11,956,698
Other comprehensive income					
Exchange differences arising on translating foreign operations		(3,121,840)	99,154	(8,237,490)	(2,629,884)
Exchange differences arising on translation of loan to subsidiaries		606,508	4,671	(2,784,660)	(515,528)
Net (loss)/gain on cash flow hedges	10	(359,790)	998,805	(217,083)	802,458
Other comprehensive (loss)/gain for the period/year		(2,875,122)	1,102,630	(11,239,233)	(2,342,954)
Total comprehensive income for the period/year		3,866,830	5,229,341	9,738,889	9,613,744
Profit attributable to:					
Owners of the company		5,604,374	3,230,967	17,282,228	9,121,645
Non-controlling interests		1,137,578	895,744	3,695,894	2,835,053
		6,741,952	4,126,711	20,978,122	11,956,698
Total comprehensive income attributable to:					
Owners of the Company		3,184,875	4,204,344	7,575,029	7,039,592
Non-controlling interests		681,955	1,024,997	2,163,860	2,574,152
		3,866,830	5,229,341	9,738,889	9,613,744

Condensed Consolidated Statement of Financial Position as at 31 March 2012

	Notes	31-Mar-12 \$	31-Mar-11 \$
Assets			
Non-current assets			
Property, plant and equipment	5	6,734,849	5,813,537
Intangible assets		405,160	175,650
Other investments		25,000	25,000
Deferred tax assets		2,327,655	598,495
Goodwill		4,027,316	4,027,316
Other financial assets	10	4,015,486	8,829,727
		<u>17,535,466</u>	<u>19,469,725</u>
Current assets			
Net advances	7	231,304,051	155,272,499
Inventories		20,365	120,031
Receivables and prepayments		14,474,223	14,735,626
Cash and cash equivalents		21,930,269	42,416,317
Deferred expenses		3,082,075	1,610,880
		<u>270,810,983</u>	<u>214,155,353</u>
Total assets		<u>288,346,449</u>	<u>233,625,078</u>
Equity and liabilities			
Equity			
Share capital	8	14,302	14,302
Share premium		5,323,145	5,323,145
Other reserves		9,306,847	8,717,947
Translation reserve		(18,814,068)	(9,323,952)
Cash flow hedging reserve		585,375	802,458
Retained earnings		58,068,481	41,375,153
Equity attributable to equity holders		<u>54,484,082</u>	<u>46,909,053</u>
Non-controlling interests		15,489,292	13,325,432
Total equity		<u>69,973,374</u>	<u>60,234,485</u>
Non-current liabilities			
Borrowings	9	136,649,056	121,745,009
Finance lease obligations		702,152	711,857
Deferred tax liabilities		-	72,162
		<u>137,351,208</u>	<u>122,529,028</u>
Current liabilities			
Shareholders loans	11	-	342,586
Trade and other payables		19,385,689	18,584,921
Bank overdrafts (secured)		12,896,811	5,221,527
Borrowings	9	40,067,636	19,661,724
Finance lease obligations		621,115	494,623
Deferred revenue		3,409,041	2,207,264
Current tax		4,641,575	4,348,920
		<u>81,021,867</u>	<u>50,861,565</u>
Total liabilities		<u>218,373,075</u>	<u>173,390,593</u>
Total equity and liabilities		<u>288,346,449</u>	<u>233,625,078</u>

Condensed Consolidated Statement of Changes in Equity

	Stated capital	Share premium	Translation reserve	Cash flow hedging reserve	Other reserves	Retained earnings	Attributable to owners of the parent	Retained earnings attributable to non-controlling interests	Other reserves attributable to non-controlling interests	Total non-controlling interests	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Balance at 01 April 2010	14,302	5,350,328	(6,696,946)	-	8,012,658	33,189,119	39,869,461	6,167,172	1,426,015	7,593,187	47,462,648
Profit for the year	-	-	-	-	926,199	8,195,446	9,121,645	2,919,168	(84,115)	2,835,053	11,956,698
Other comprehensive loss	-	(27,183)	(2,627,006)	802,458	(220,910)	(9,412)	(2,082,053)	(260,901)	-	(260,901)	(2,342,954)
Total comprehensive (loss)/income	-	(27,183)	(2,627,006)	802,458	705,289	8,186,034	7,039,592	2,658,267	(84,115)	2,574,152	9,613,744
Additional non-controlling interest on further issue of shares in subsidiary	-	-	-	-	-	-	-	1,266,527	-	1,266,527	1,266,527
Additional non-controlling interest on acquisition of subsidiary	-	-	-	-	-	-	-	1,891,566	-	1,891,566	1,891,566
Balance at 31 March 2011	14,302	5,323,145	(9,323,952)	802,458	8,717,947	41,375,153	46,909,053	11,983,532	1,341,900	13,325,432	60,234,485
Profit for the year	-	-	-	-	588,900	16,693,328	17,282,228	3,553,885	142,009	3,695,894	20,978,122
Other comprehensive (loss)/income	-	-	(9,490,116)	(217,083)	-	-	(9,707,199)	(1,532,034)	-	(1,532,034)	(11,239,233)
Total comprehensive (loss)/income	-	-	(9,490,116)	(217,083)	588,900	16,693,328	7,575,029	2,021,851	142,009	2,163,860	9,738,889
Balance at 31 March 2012	14,302	5,323,145	(18,814,068)	585,375	9,306,847	58,068,481	54,484,082	14,005,383	1,483,909	15,489,292	69,973,374

Condensed Consolidated Statement of Cash Flows

	Year ended	
	31-Mar-12	31-Mar-11
	\$	\$
Operating activities		
Profit before tax	35,752,792	21,733,320
Adjustments for:		
Finance costs	22,747,981	18,056,376
Depreciation of property, plant and equipment and intangibles	1,910,703	1,559,811
(Profit)/loss on disposal of property, plant and equipment	(16,328)	17,946
Increase in provision for credit impairment	7,087,356	5,109,273
Foreign currency losses	1,327,952	1,048,815
Operating cash flows before movements in working capital	68,810,456	47,525,541
Increase in gross advances	(101,158,400)	(48,805,246)
Decrease in inventories	28,877	152,199
Increase in other receivables and prepayments	(620,404)	(9,880,281)
Increase in deferred expenses	(1,623,243)	(931,121)
Increase in trade and other payables	2,857,194	4,658,938
Increase in deferred income	1,426,105	826,008
Cash used in from operations	(30,279,415)	(6,453,962)
Interest paid	(22,107,065)	(13,680,056)
Income taxes paid	(15,212,756)	(9,065,026)
Net cash used in from operating activities	(67,599,236)	(29,199,044)
Investing activities		
Proceeds on disposal of property, plant and equipment	105,944	144,272
Purchases of property, plant and equipment and intangibles	(3,141,296)	(2,483,759)
Repayment of loans from group companies	-	33,769,878
Proceeds from issue of shares to non-controlling interests	-	2,273,406
Net cash outflow on acquisition of subsidiaries	-	(886,657)
Net cash (used in)/generated from investing activities	(3,035,352)	32,817,140
Financing activities		
Proceeds from issue of bonds	-	102,040,816
Proceeds from issue of promissory notes	12,196,134	-
Net increase/(decrease) in borrowings	29,976,793	(66,307,141)
Repayment of shareholders loan	(342,586)	-
Net cash generated from financing activities	41,830,341	35,733,675
Net (decrease) /increase in cash and cash equivalents	(28,804,247)	39,351,771
Cash and cash equivalents at the beginning of the period	37,194,790	(2,286,758)
Effect of foreign exchange rate changes	642,915	129,777
Cash and cash equivalents at the end of the period	9,033,458	37,194,790
Bank balances and cash		

Notes to the Condensed Consolidated Financial Statements

1. Background

Bayport Management Limited (the "Company") was initially incorporated in the British Virgin Isles. As from 2 March 2005, the Company migrated to a Mauritian entity and is now incorporated in Mauritius. On 28th July 2011, the Company converted from a private company to a public company. The Company is the holding company for the following entities whose operations are based in Africa, South America and the United Kingdom:

Subsidiary	Country of incorporation/operation
Bayport Financial Services Limited	Zambia
Bayport Financial Services Ghana Limited	Ghana
Bayport Financial Services Uganda Limited	Uganda
Bayport Financial Services (T) Limited	Tanzania
Consumer Finance Corporation Limited	Ghana
Money Quest Investments (Proprietary) Limited	Botswana
Empresa de Microcredito S.A. Fimsa S.A. ("FIMSA")	Colombia
Cashfoundry Limited	United Kingdom
Actvest Limited	Mauritius
Bayport Financial Services Lesotho Ltd (dormant)	Lesotho
Bayport Financial Services Namibia (Proprietary) Limited (dormant)	Namibia
Bayport Financial Services Rwanda SARL (dormant)	Rwanda

The Company's registered office is at DTOS Ltd, 10th Floor, Raffles Tower, Ebene, Mauritius and the Company's principal place of business is at 3rd Floor, Ebene Skies, Rue De L'Institut, Ebene, Mauritius.

The Group is involved in the provision of retail financial services.

2. Basis of preparation

2.1 Statement of compliance

The condensed consolidated financial statements have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRSs") and in accordance with International Accounting Standard (IAS) 34 Interim Financial Reporting.

2.2 Significant accounting policies

The condensed consolidated financial statements have been prepared under the historical cost convention, except for the revaluation of certain non-current assets and financial instruments.

The same accounting policies, presentation and methods of computation are followed in these condensed consolidated financial statements as were applied in the preparation of the Group's consolidated financial statements for the year ended 31 March 2011.

2.3 Functional and presentation currency

For the purpose of presenting condensed consolidated financial statements, the assets and liabilities of the Group's foreign operations are expressed in United States Dollars using exchange rates prevailing at reporting date. Income and expenses items are translated at average rates of exchange for the period.

Notes to the Condensed Consolidated Financial Statements (continued)

3. Income tax charge

Final period income tax is accrued based on actual annual effective income tax rates for each entity within the Group.

4. Dividends

During the period ended 31 March 2012, no dividends were paid or declared.

5. Property, plant and equipment

During the period, the Group spent USD 3.1 million on acquisition of land and building, office equipment, furniture and fittings, computer equipment, motor vehicles, leasehold improvements and intangible assets.

6. Acquisition of Subsidiary

Cashfoundry Limited

In July 2011, the group incorporated Cashfoundry Limited, registered in England and Wales. The Company is involved in payday lending activities and commenced trading in February 2012.

Impact of acquisition on the result of the Group

Included in the profit for the year is loss of USD 1,256,794 attributable to Cashfoundry Limited.

7. Net advances

	31-Mar-12	31-Mar-11
	\$	\$
Gross advances	238,407,702	158,458,931
Impairment provision	(7,103,651)	(3,186,432)
Net advances	231,304,051	155,272,499
Impairment provision		
Balance at the beginning of the period	3,186,432	2,383,938
Foreign exchange differences	(762,417)	(229,727)
Impairment provision raised	7,087,356	5,109,273
Amounts written off against the impairment provision	(2,407,720)	(4,077,052)
Total impairment provision	7,103,651	3,186,432

8. Issued capital

Issued capital as at 31 March 2012 amounted to USD14,302. There were no movements in the issued share capital of the Company for the year ended 31 March 2012.

Notes to the Condensed Consolidated Financial Statements (continued)

9. Borrowings

	31-Mar-12	31-Mar-11
	\$	\$
Corporate Bonds (Note 10)	105,470,927	110,068,086
Promissory notes (Note 10)	11,903,148	-
Standard Chartered Bank (Ghana)	5,583,193	5,965,684
Standard Chartered Bank (Zambia)	5,015,725	2,899,793
Standard Chartered Bank (Uganda)	1,810,845	1,007,137
Standard Chartered Bank (Tanzania)	3,591,959	2,374,897
Barclays Renovations Loan Account (Zambia)	143,202	227,180
Social Security and National Insurance Trust (Ghana)	5,852,424	6,817,099
Social Security and National Insurance Trust (CFC Ghana)	3,551,557	-
Fidelity Bank (Ghana)	940,194	1,709,221
Stanbic Bank (Zambia)	3,111,900	3,518,130
Stanbic Bank (Uganda)	2,012,050	1,258,920
The Citizen Entrepreneurial Development Agency (Botswana)	118,057	167,133
The Unit Trust of Tanzania (UTT)	3,831,420	3,198,294
Africa Life Assurance Company Zambia Limited	4,333,913	852,879
Zambia State Insurance Corporation (ZSIC) Limited	759,013	1,342,280
Bank of Africa (Tanzania)	1,095,886	-
Sanlam Capital markets (Tanzania)	5,000,000	-
Barclays Bank (Zambia)	2,213,747	-
Makuba Pension Trust (Zambia)	1,366,224	-
Société Générale - Social Security Bank (Ghana)	2,255,017	-
Provident Life Assurance(Ghana)	1,431,861	-
Bancolombia (Colombia)	293,234	-
Dann Regional (Colombia)	466,118	-
Colpatria (Colombia)	4,508,414	-
Banco Bilbao Vizcaya Argentaria Colombia S.A.(Colombia)	56,664	-
Amount due within 12 months presented as current liabilities	(40,067,636)	(19,661,724)
	<u>136,649,056</u>	<u>121,745,009</u>

The Bonds have been retranslated to USD as at 31 March 2012 and a gain of USD 4,597,158 has been recognised in other comprehensive income for the year ended 31 March 2012.

10. Reporting of financial instruments

Bond issue

As part of the requirements of the Bond issue, the Company entered into a cross currency swap agreement with Citi Bank NA London on 23 November 2010 to hedge its exposure of converting the SEK relating to the Bonds into USD.

As at 31 March 2012, interest receivable accrued on the swap amounted to USD5,027,448 and interest payable on the swap amounted to USD4,403,741. These amounts are included in other receivables and prepayments, and in trade and other payables respectively.

The cross currency swap is a derivative designated as, and effective as a hedging instrument. The market value of the derivative as at 31 March 2012 was USD4,015,486. A loss on the swap of USD4,814,241 has been offset against the gain on retranslation on the Bonds of USD4,597,158 and a net loss of USD217,083 recognised in other comprehensive income.

Promissory notes

On 12 October 2011, the Group issued 1 year promissory notes with a nominal amount of SEK 79,000,000. The promissory notes bear interest of 11% per annum, payable on the redemption date of 12 October 2012. The terms of the promissory notes require that certain financial covenants are met. The promissory notes rank junior to the Corporate Bonds.

11. Related party transactions

The shareholders loan of USD 342,586 was repaid in May 2011.

12. Minimum Capital – Bayport Financial Services Ghana Limited

Bank of Ghana has increased the minimum capital requirement for Non-Bank Financial Institutions to GHS 4million by 31 December 2011 and GHS 7 million by 31 December 2012. Bayport Financial Services Ghana Limited is complying with these regulations.

13. Events after the reporting period

There were no significant reportable events after the reporting period.