INDEPENDENT AUDITORS REPORT TO THE TRUSTEES OF TF FINANCIAL SERVICES LIMITED (CONT'D)

Evaluate the overall presentation, structure and content of the financial statements, including the
disclosures and whether the financial statements represent the underlying transactions and events in
a manner that achieves fair presentation.

We communicate with The Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

Section 133 of the Companies Act 1963 (At 179) requires that in carrying out our audit we consider and report on the following matters.

We confirm that:

- we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit:
- in our opinion, proper books of account have been kept and the statements of financial position and comprehensive income are in agreement with the books of account; and
- the statement of financial position and the income statement of the company are in agreement with the books of account.

In accordance with the Banks and Specialised Deposit Taking Institutions Act 2016 (Act 930), we hereby confirm that:

- the accounts give a true and fair view of the state of affairs of the company and its results for the period under review;
- ii. we were able to obtain all information and explanations required for the efficient performance of our duties as auditors;
- iii. the company's transactions are within the its powers; and
- the company has generally complied with the provisions in the Banks and Specialised Deposit Taking Institutions Act 2016 (Act 930)

ERIC DONTOH ICAG/P/1221

For And On Behalf Of:

BOX KN 251GNED-B

ACCOUNTS SOLN CONSULTANTS ICAG/F/2018/023

CHARTERED ACCOUNTANTS

P. O. BOX KN2932

KANESHIE

TF Financial Services Limited 2017

TF FINANCIAL SERVICES LIMITED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST DECEMBER 2017

| | Note | 2017 GH¢ | 2016 GH¢ |
|--|-------|-------------|-------------|
| Interest income | 5 | 17,655,298 | 13,124,855 |
| Interest expense | 6 | (4,767,591) | (5,632,093) |
| Net interest income | | 12,887,707 | 7,492,762 |
| Other Operating Income | 7 | 218,548 | 156,331 |
| Total Operating Income | | 13,106,255 | 7,649,093 |
| Credit Loss Expenses | 8 | 662,329 | (7,312,824) |
| Net Operating Income | | 13,768,584 | 336,269 |
| Personnel Expenses | 9 | (4,027,934) | (3,449,954) |
| Operating Expenses | 10 | (5,768,508) | (3,723,256) |
| Total Operating Expenses | | (9,796,442) | (7,173,210) |
| Profit/ (Loss) before tax | | 3,972,142 | (6,836,941) |
| Income Tax | 11(a) | (1,191,642) | 1,596,694 |
| Profit/ (Loss) for the year | | 2,780,500 | (5,240,247) |
| Other Comprehensive Income | | | |
| Total Comprehensive Income for the Year | | 2,780,500 | (5,240,247) |
| The second secon | | ======= | ======= |

The notes on pages 15 to 47 form an integral part of these financial statements.

TF FINANCIAL SERVICES LIMITED STATEMENT OF FINANCIAL POSITION AT 31ST DECEMBER 2017

| | Note | 2017 GH¢ | 2016 GH¢ |
|---------------------------------|-----------|-------------|-------------|
| Assets | | | |
| Cash and cash equivalents | 12 | 3,605,060 | 4,432,157 |
| Investment in securities | 13 | | |
| Loans and advances to customers | 14 | 45,288,681 | 25,805,508 |
| Deferred tax asset | 11.b (ii) | 2,026,917 | 2,519,420 |
| Income tax Asset | 11.b (i) | | 76,784 |
| Property and equipment | 15 | 571,083 | 509,130 |
| Other assets | 16 | 807,061 | 615,124 |
| Total assets | | 52,298,802 | 33,958,123 |
| | | ======= | ======= |
| Liabilities | | | |
| Other liabilities | 18 | 619,506 | 541,068 |
| Loan Payable | 17 | 31,527,575 | 25,055,728 |
| Income tax liability | 11.b (i) | 9,894 | - |
| | | | |
| Total liabilities | | 32,156,975 | 25,596,796 |
| | | ====== | ======= |
| Equity | | | |
| Stated capital | 19 | 20,000,000 | 7,000,000 |
| Contribution towards Capital | | | 4,000,000 |
| Retained earnings | 20 | (3,262,045) | (5,500,506) |
| Statutory reserve | 21 | 3,020,018 | 1,629,768 |
| Regulatory risk reserve | 22 | 383,854 | 1,232,065 |
| | | | |
| Total equity | | 20,141,827 | 8,361,327 |
| | | | |
| Total liabilities and equity | | 52,298,802 | 33,958,123 |
| | | ======== | |

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DIRECTOR

The notes on pages 15 to 47 form an integral part of these financial statements.

TF FINANCIAL SERVICES LIMITED STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER 2017

| Total | 8,361,327 | 2,780,500 | 000'000'6 | | 20,141,827 | 9,601,574 | (5,240,247) | 4,000,000 | | 8,361,327 |
|-----------------------------------|-----------------------------|---------------------|--|--|-------------------------------|-----------------------------|-------------------|--|-------------------------------|---|
| Regulatory Risk Reserve GHC | 1,232,065 | | | (848,211) | 383,854 | 2,674,616 | | • | (1,442,551 | 1,232,065 |
| Statutory reserve GH¢ | 1,629,768 | | | 1,390,250 | 3,020,018 | 1,629,768 | | | | 1,629,768 |
| Retained earnings GH¢ | (5,500,506) | 2,780,500 | | (1,390,250) 848,211 | (3,262,045) | (1,702,810) | (5,240,247) | | 1,442,551 | (5,500,506) |
| Stated Capital GHC | 11,000,000 | | 000'000'6 | | 20,000,000 | 7,000,000 | | 4,000,000 | | 11,000,000 |
| | Balance at 1st January 2017 | Profit for the year | Conversion of Debt to Equity Bornlatory and other recover | regulatory and other reserves Transfer to statutory reserve Transfer to risk reserve | Balance at 31st December 2017 | Balance at 1st January 2016 | Loss for the year | Conversion of Debt to Equity Regulatory and other reserves | Transfer to statutory reserve | Balance at 31 st December 2017 |

The notes on pages 15 to 47 form an integral part of these financial statements.

TF Financial Services Limited 2017

TF FINANCIAL SERVICES LIMITED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST DECEMBER 2017

| | Note | 2017 | 2016 |
|--|----------|--------------|-------------|
| C-1 (1 | | GH¢ | GH¢ |
| Cash flows from operating activities | | 3,972,142 | (6,836,941) |
| Profit/ (Loss) for the year before Taxation | | 5,572,142 | (0,030,341) |
| Adjustments for: | 15 | 268,418 | 219,476 |
| Depreciation (Particular Primary) | | 200,410 | 210,606 |
| (Profit)/ Loss on Disposal | 7 | 4 767 501 | |
| Interest Expense | 6 | 4,767,591 | 5,632,093 |
| | | 9,008,151 | (774,766) |
| Changes in: | | | |
| Loans and advances to customers | 14 | (19,483,173) | 626,968 |
| Other assets | 16 | (191,937) | (2,416) |
| Other liabilities | 18 | 78,439 | 305,343 |
| Investment in securities | 13 | - | |
| Interest Paid | 17 | (3,830,443) | (2,708,448) |
| | | (14,418,963) | (2,553,319) |
| Income tax paid | 11.b (i) | (612,461) | (634,986) |
| Net cash flow from operating activities | | (15,031,424) | (3,188,305) |
| net cash now hom operating activities | | | |
| Cash flows from investing activities | | | |
| Acquisition of property and equipment | 15 | (330,371) | (330,725) |
| Proceeds from Disposal of property and equipment | 7 | - | 102,298 |
| Not each used in investing activities | | (330,371) | (228,427) |
| Net cash used in investing activities | | (550,571) | (220,427) |
| Cash flow from financing activities | | | |
| Loan Received | 17 | 14,534,698 | 4,200,000 |
| Net cash from financing activities | | 14,534,698 | 4,200,000 |
| | | | |
| Net decrease in cash and cash equivalents | | (827,097) | 783,266 |
| Cash and cash equivalents at 1 st January | | 4,432,157 | 3,648,891 |
| | | | |
| Cash and cash equivalents at 31 st December | 12 | 3,605,060 | 4,432,157 |
| | | | ======= |

The notes on pages 15 to 47 form an integral part of these financial statements.

INDEPENDENT AUDITORS REPORT TO THE TRUSTEES OF TF FINANCIAL SERVICES LIMITED

Opinion

We have audited the financial statements of TF FINANCIAL SERVICES LIMITED, which comprises the statement of financial position as at December 31, 2017, and the statement of 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 and other explanatory notes as set out on pages 15 to 48.

In our opinion, the accompanying financial statements present fairly, in all material respects, (or give a true and fair view of) the financial position of the Company as at December 31, 2017 and (of) its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and in the manner required by the Company Act 1963 (Act 179) and the Banks and Specialised Deposit Taking Instituitions Act 2016 (Act 930) and any other relevant local legislation.

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 Statement section of our report.

We are independent of the organisation in accordance with the International Ethics Standard Board for Accountant's Code of Ethics for Professional Accountants (IESBA CODE), and we have fulfilled our other ethical responsibility in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion, the accompanying financial statements present fairly, in all material respects, (or give a true and fair view of) the financial position of the Company as at December 31, 2017, and (of) its financial performance and its cash flow for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Other Information

The directors are responsible for the other information. The other information comprises Report of the directors and corporate Governance but does not include the Company financial statements and our auditors report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITORS REPORT TO THE TRUSTEES OF TF FINANCIAL SERVICES LIMITED (CONT'D)

Responsibilities of the Directors' for the Financial Statements

The Directors are responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and for such internal control as the Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the company's ability to continue as a going concern, basis of accounting unless the Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The Directors are responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatements of the financial statements, whether due to
 fraud or error, design and perform audit procedures responsive to those risks, and obtain audit
 evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting
 a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may
 involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal
 control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures
 that are appropriate in the circumstances, but not for the purpose of expression an opinion on the
 effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

INDEPENDENT AUDITORS REPORT TO THE TRUSTEES OF TF FINANCIAL SERVICES LIMITED (CONT'D)

Evaluate the overall presentation, structure and content of the financial statements, including the
disclosures and whether the financial statements represent the underlying transactions and events in
a manner that achieves fair presentation.

We communicate with The Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

Section 133 of the Companies Act 1963 (At 179) requires that in carrying out our audit we consider and report on the following matters.

We confirm that:

- we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit:
- in our opinion, proper books of account have been kept and the statements of financial position and comprehensive income are in agreement with the books of account; and
- the statement of financial position and the income statement of the company are in agreement with the books of account.

In accordance with the Banks and Specialised Deposit Taking Institutions Act 2016 (Act 930), we hereby confirm that:

- the accounts give a true and fair view of the state of affairs of the company and its results for the period under review;
- ii. we were able to obtain all information and explanations required for the efficient performance of our duties as auditors;
- iii. the company's transactions are within the its powers; and
- the company has generally complied with the provisions in the Banks and Specialised Deposit Taking Institutions Act 2016 (Act 930)

ERIC DONTOH ICAG/P/1221

For And On Behalf Of:

BOX KN 251GNED-B

ACCOUNTS SOLN CONSULTANTS ICAG/F/2018/023

CHARTERED ACCOUNTANTS

P. O. BOX KN2932

KANESHIE

TF Financial Services Limited 2017

REPORT OF THE DIRECTORS TO THE TRUSTEES OF TF FINANCIAL SERVICES LIMITED (CONT'D)

In accordance with section 29 (b) of the Banking Act, 2004 Act 673 as amended, an amount of GH¢1,390,250 was transferred to the statutory reserve fund from retained earnings bringing the cumulative balance on the statutory reserve fund at the year end to GH¢3,020,018.

The Directors confirm that to the best of their knowledge:

- the financial statements, prepared in accordance with applicable laws and the company's financial reporting framework, give a true and fair view of the company's financial position, performance and cash flows; and
- · the state of the company's affairs is satisfactory.

RESULTS OF OPERATIONS

The company made a profit of GHC 2,780,500 as shown in the financial statements.

APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved by the Board of Directors on $\frac{2603}{8}$ and signed on their behalf by:

DIRECTOR