

### CHAIRMAN'S REPORT

31 December 2025

#### Introduction

I am pleased to present the Chairman's statement for the year 2025. This past year was pivotal, defined by the consolidation of the macroeconomic stability first ushered in 2024. This more stable, yet still complex, operating environment directly shaped our strategic agenda. It guided our investment decisions, informed our client engagement and business development. It also prompted a fundamental recalibration of our investment models, sharpening the execution of our day-to-day client guidance and coverage strategies. Crucially, every decision we made was anchored on a single, overriding principle; to proactively strengthen and optimize the company's balance sheet. This discipline ensures we are optimally structured to both capture emerging opportunities and withstand potential risks.

#### Economic Overview

The economic environment in 2025 was characterised by a tight monetary policy regime from the central bank, employed to curtail inflationary pressures and spiralling exchange rate losses. Year-on-year inflation for the local currency (ZWG) closed at 15.0%, a direct result of the authorities' strict control of money supply growth (which remained below 2%). Inflation in USD terms measured 12.4% over the same period.

Foreign currency exchange rates equally exhibited stability, trading consistently between ZWG 25 and ZWG 27 to the US dollar throughout the year. This stability served as an anchor for sustainable business planning and strategy execution for both corporates and households. This ensuing economic landscape, operating predominantly under the twin-currency system (USD and ZWG), enabled the business to shift its investment and advisory focus from a highly defensive hedging one towards pursuing value-accretive and cash flow opportunities.

#### Market Overview

In spite of tight ZWG money supply conditions prevailing across the broader economy, the Zimbabwe Stock Exchange (ZSE) recorded a 110% surge in average monthly turnovers between 2024 and 2025. This surge was spurred by the market authorities' approval to settle certain qualifying trades in United States dollars. Consequently, the ZSE All Share Index registered a 27.7% rise, driven by institutional investor demand for selected value stocks. The widespread use of the USD in the broader economy also spilled over into the Victoria Falls Stock Exchange (VFEX), manifesting as higher capital inflows. Recurring average monthly turnover on the VFEX rose from US\$15 million in 2024 to US\$24.5 million in 2025, representing growth of 63%. In turn, the VFEX All Share Index rose a remarkable 70%, driven by price adjustments in commodity stocks, which were themselves propelled by rising international gold prices. Across both exchanges, investor preference sharpened considerably. Capital increasingly gravitated toward value counters characterised by resilient balance sheets and proven dividend-paying capabilities.

In a concerted effort to broaden market offerings and deepen the product suite, the exchanges pursued several strategic initiatives during the year. These included securing statutory approvals to establish a commodities exchange, advancing the entrenchment of VFEX as the anchor of the International Financial Services Centre, and welcoming new listings, including in innovative asset classes such as Real Estate Investment Trusts (REITs).

The year was not without its headwinds, four companies were delisted during the year 2025 and as the year drew to a close, three more were at various stages of finalising delisting transactions from the exchanges — a trend that marked a cause for concern for capital market players.

#### Financial Performance

The Company's balance sheet registered a sustained growth, closing the year at ZWG50.084m mainly made up of financial assets and real estate investment assets. Total operating income surged 60% to ZWG20.1m and operating costs were 15% lower than the previous period at ZWG11.7m. Profit before tax for the year was ZWG8.4m.

#### Strategic Highlights

Given the context outlined above, the business maintained its focus on revenue diversification as a key strategy to mitigate the risks associated with relying on a single income stream – brokerage fees. Early progress in the advisory space, along with encouraging feedback from the target market, supports this approach. Provided the macroeconomic environment remains stable, we view the advisory segment as a key area for future growth.

The diversified nature of our balance sheet proved beneficial for the business in 2025, with returns across various asset classes outperforming market averages. Our property investments yielded 8%, alternative investments (Gold Coins) delivered a return of 51% and the equities portfolio generated 56% whilst money market annual average return was 18%. Additionally, the long-awaited listing of the Zimbabwe Stock Exchange was finalised in July 2025. We continue to hold the asset as part of our investment portfolio tradeable on opportunities.

#### Sustainability and Corporate Responsibility

We remain committed to integrating sustainability into our operations, recognising the growing importance of responsible investing and sustainable finance. In alignment with the Group's Sustainability and Climate-Related Risks & Opportunities Management Strategy and regulatory expectations, we continue to enhance our risk assessment frameworks, promote green investment opportunities and support clients in navigating evolving sustainability disclosures. Beyond our core business, we have championed financial literacy among school children through an online broadcast during the Global Money Week, reinforcing our commitment to fostering financial inclusion and empowerment.

By leveraging our expertise in capital markets, we aim to facilitate sustainable value creation for investors while contributing to Zimbabwe's broader economic resilience and climate transition.

#### Governance

The Company's operations are governed by a Board of Directors comprising two executive and five non-executive directors. This balanced composition ensures a wide array of skills and expertise, which significantly strengthens the Board's strategic decision-making capabilities.

The Board is steadfast in its commitment to the highest standards of corporate governance, continuously aligning its practices with both local regulatory requirements and international best practice. This commitment is operationalized through its specialised committees, which rigorously oversee compliance with the guidelines set forth by the Companies and Other Business Entities Act (COBE), Zimbabwe Stock Exchange (ZSE) and the Securities and Exchange Commission of Zimbabwe (SECZ).

The Board holds ultimate accountability for defining the Company's strategic direction, establishing key objectives, and approving the policies that guide its operations. To ensure the effective execution of these policies, the Board employs a comprehensive oversight framework.

This framework is reinforced by dedicated committees, including the Board Finance and Strategy Committee and the Risk and Compliance Committee, which operate under clear terms of reference and delegated authority to ensure robust accountability and transparency throughout the organisation.

Below is the quarterly attendance register for the main board:

#### BOARD ATTENDANCE

NAME	2025 MAIN BOARD			
	QUARTER 1	QUARTER 2	QUARTER 3	QUARTER 4
Trynos Kufazvinei**	√	√	√	√
Benson Gasura*	√	√	√	√
Abel Magwaza	√	√	√	√
Webster Rusere	√	√	√	√
Tichaona K Mabeza	√	√	√	√
Kleto Chiketsani	√	√	√	√

#### Key

\*\* Chairman  
\* Managing Director  
√ Present  
X Apologies

Complementing the direct oversight of the main Board, the Company also benefits from the expert guidance of several Group-level sub-committees. Operating with subordinated authority from the Board, these committees include, the Group Finance and Strategy Committee, the Group Risk and Compliance Committee, and the Group Human Resources and Remuneration Committee, providing all-around invaluable counsel. Their focused expertise further fortifies the Company's overall governance architecture and provides critical support in the pursuit of its long-term strategic objectives.

#### Outlook

We have witnessed encouraging progress in the synchronisation of government policies aimed at entrenching macroeconomic stability, improving the ease of doing business, and fostering pro-sector economic development. As a firm operating at the epicentre of Zimbabwe's capital markets, we recognise our imperative to continue playing a pivotal role as a key enabler. We remain committed to supporting both the public and private sectors in advancing the various economic blueprints guiding our nation's development.

The Zimbabwe Stock Exchange and the Victoria Falls Stock Exchange remain accessible and vital tools for capital formation for our clients across diverse sectors. Our commitment is to advance their cause by, upskilling our human capital, leveraging relevant technologies and co-creating innovative products. We will continue to sweat the existing synergies within our group, delivering enhanced value to all stakeholders in the year ahead.

#### Appreciation

In closing, I wish to express my sincere gratitude to our entire stakeholder community, most especially our valued clients, for their steadfast support. I am equally grateful to our dedicated team of employees, whose relentless effort and unwavering commitment continue to drive our adaptability and growth. My thanks also extend to my fellow board members for their invaluable guidance and counsel throughout the year.

Looking ahead, we remain firmly anchored to our thirteen guiding business principles as we pursue our vision of entrenching FBC Securities Private Limited as a top-tier stockbroking firm in Zimbabwe, delivering superior service and enduring value to all our stakeholders.

Yours Faithfully,



Trynos Kufazvinei  
Chairman

### BOARD OF DIRECTORS

31 December 2025

#### TRYNOS KUFZVINEI – B Acc (Hons), CA(Z), MBA (NON-EXECUTIVE CHAIRMAN)

Trynos is a seasoned Chartered Accountant (Zimbabwe) with over 30 years of experience. He completed his articles with PriceWaterhouse and holds an MBA from the University of Manchester in the United Kingdom. He joined FBC Bank Limited in January 1998 as Head of Finance and Administration, was appointed to the board in October 2003, and became Group Finance Director in 2004 following the consolidation of the FBC Holdings Group. Trynos was subsequently appointed Deputy Chief Executive of the FBC Group on 1 June 2011, a role he held until his appointment as Group Chief Executive, effective 1 January 2024.

#### BENSON GASURA – AIBZ, REGISTERED STOCKBROKER (ZSE), MBA (MANAGING DIRECTOR)

Benson is a registered stockbroker and an Associate of the Institute of Bankers of Zimbabwe ("AIBZ"). He holds a master's degree in business administration from the Midlands State University. He was responsible for setting up FBC Securities (Private) Limited since inception. Prior to joining the Company, Benson was General Manager in three other well established stock broking firms. He has over 12 years' experience in financial services.

#### ABEL MAGWAZA - BA (Hons) Accounting, MSc Accounting & Finance, ACIS, FCCA, CA(Z), ACA, MBA (NON-EXECUTIVE DIRECTOR)

Abel Magwaza brings over two decades of experience in the financial services sector, having held various roles in Banking, Asset Management, and Insurance. He is a member of several organizations, including the Institute of Chartered Accountants in England and Wales (ICAEW), the Institute of Chartered Accountants of Zimbabwe (ICAZ), the Association of Chartered Certified Accountants (ACCA), and the Institute of Chartered Secretaries and Administrators (CIS). Abel holds a bachelor's degree in accounting, a Master of Science in Accounting and Finance, and a Master of Business Administration. He joined FBC Bank in 2006 as an Accountant, was promoted to Head of Finance and Administration in 2011 and became Executive Director of Finance & Administration in 2017. As of January 1, 2024, he serves as the Group Finance Director.

#### WEBSTER RUSERE – AIBZ, MBA (NON-EXECUTIVE DIRECTOR)

Webster commenced his banking career in 1982 and rose through the corporate and retail banking ranks to become Head of Global Trade Finance and Cash Management Services in 1995. He also served in other senior positions covering Local and Foreign Treasury Management, International Trade Finance, Correspondent Banking and Fund Management. He joined FBC Bank Limited in March 2000 as Project Manager and rose to become Managing Director of FBC Bank Limited in November 2000. After the expiry of the DRC management contract in 2004, he was appointed Head of Retail Banking Department. He held the position of Managing Director of FBC Building Society for 4 years and was appointed Managing Director of FBC Bank Limited on the 1st of June 2011.

#### KLETO CHIKETSANI – Bachelor of Business Studies (Honours) (UZ), AIIASA (NON-EXECUTIVE DIRECTOR)

Kleto has 22 years' experience in reinsurance gathered with two leading reinsurers in Zimbabwe. He is a founder member of FBC Reinsurance Limited, having joined the company (then Southern Africa Reinsurance Company Limited) on 1 January 1995 as Senior Underwriter and rose through the ranks to become Executive Director Operations of FBC Reinsurance Limited in 2006. He holds a Bachelor of Business Studies (Honours) Degree from the University of Zimbabwe and is also an Associate of the Insurance Institute of South Africa. He was appointed Managing Director of FBC Reinsurance Limited on 1 March 2012.

#### TICHAONA MABEZA - Bachelor of Business Studies (UZ), ACIS (NON-EXECUTIVE DIRECTOR)

Tichaona has over 18 years' experience in finance. His working experience started when he joined a local insurance broker in 1988 as an accounting trainee rising through the ranks to become an Accountant in 1993. He rose through the ranks over the years to become General Manager - Finance and Corporate Services. Tichaona became Group Company Secretary of FBC Holdings Limited with effect from August 2004. He was appointed as a non-executive director of FBC Securities (Private) Limited on 30 January 2012.

### DIRECTORS' REPORT

31 December 2025

The Directors have the pleasure in submitting their report and audited financial statements of the Company for the financial year ended 31 December 2025.

#### ACTIVITIES AND INCORPORATION

FBC Securities (Private) Limited, which is incorporated and domiciled in Zimbabwe, is a registered stockbroker. Its major activity is to act as a stockbroker on the Zimbabwe Stock Exchange and Victoria Falls Securities Exchange.

#### AUTHORISED AND ISSUED SHARE CAPITAL

The Company's authorised share capital is ZWG 225 divided into 50 000 ordinary shares. The issued shares amount to 45 000 ordinary shares.

#### RESERVES

The Company's total shareholders' equity attributable to equity holders as at 31 December 2025 was ZWG 22 247 000 (2024: ZWG 12 655 858) Further details of the movement in reserves are shown in the statement of changes in equity.

#### FINANCIAL RESULTS

The financial statements and this commentary are stated in the Zimbabwe Gold ("ZWG").

#### FBC Securities (Private) Limited's financial highlights for the year ended 31 December 2025

##### Statement of comprehensive income

Profit/(Loss) before income tax  
Profit for the year

	2025 ZWG	2024 ZWG
Profit/(Loss) before income tax	8,443,987	(54,315)
Profit for the year	9,232,935	897,404

##### Statement of financial position

Total equity  
Total assets

	2025 ZWG	2024 ZWG
Total equity	22,247,000	12,655,858
Total assets	50,084,780	28,104,423

##### Share statistics

Shares in issue - actual  
Shares in issue - weighted

	2025 ZWG	2024 ZWG
Shares in issue - actual	45 000	45 000
Shares in issue - weighted	45 000	45 000

##### Ratios

Return on equity

	2025 ZWG	2024 ZWG
Return on equity	42%	7%

#### Minimum statutory capital

As at 31 December 2025, the Company's adjusted liquid capital computed under Securities Exchange Commission of Zimbabwe was ZWG 14 871 715 against a statutory minimum capital requirement of ZWG 2 925 080.

#### Profitability

The Company recorded profit for the year of ZWG 9 232 935 for the year ended 31 December 2025 (2024: ZWG 897 404)

#### Statement of financial position

The Company's total assets closed the year at ZWG 50 084 780 compared to ZWG 28 104 423 in the prior year.

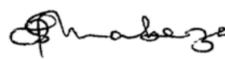
#### COMPLIANCE WITH LEGAL AND REGULATORY REQUIREMENTS

In the opinion of the Directors, the accompanying financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and in the manner required by the Companies and Other Business Entities Act [Chapter 24:31] and the Securities and Exchange Act [Chapter 24:25].

#### INDEPENDENT AUDITOR

Messrs Acentium were appointed as the independent auditors of the company at the past Annual General Meeting as required by the Companies and Other Business Entities Act [Chapter 24:31].

#### By order of the Board



Tichaona K. Mabeza  
Company Secretary

31 March 2026

### THE DIRECTORS' STATEMENT OF RESPONSIBILITY For The Year Ended 31 December 2025

The Company's Directors are responsible for the preparation, integrity and objectivity of financial statements, comprising the statement of financial position as at 31 December 2025, statement of profit or loss and comprehensive income, changes in equity and cash flows for the year then ended and the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information, in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and the manner required by the Companies and Other Business Entities Act [Chapter 24:31] and the Securities and Exchange Act [Chapter 24:25].

To enable the directors to meet those responsibilities: The Board and management set standards, and management implements systems of internal control, accounting and information systems aimed at providing reasonable assurance that assets are safeguarded and the risk of error, fraud or loss is reduced in a cost-effective manner and make appropriate accounting estimates. These controls, contained in established policies and procedures, include the proper delegation of responsibilities and authorities within a clearly defined framework, effective accounting procedures and adequate segregation of duties.

The Group's Internal Audit Department, which operates independently, appraises, evaluates and, when necessary, recommends improvements in the systems of internal control and accounting practices, based on audits carried out on various functions or aspects of the business.

The Group Audit and Finance Committee, together with the Group Internal Audit department, play an integral role in matters relating to financial and internal control, accounting policies, reporting and disclosure.

To their best knowledge and belief, based on the above, the Directors are satisfied that no material breakdown in the operation of the systems of internal control and procedures has occurred during the period under review.

The Directors have reviewed the performance and financial position of the Company to the date of signing of these financial statements and the prospects, based on the budgets, and are satisfied that the Company is a going concern and therefore continue to adopt the going concern assumption in the preparation of these financial statements. However, the Directors believe that under the current economic environment a continuous assessment of the ability of the Company to continue to operate as a going concern will need to be performed to determine the continued appropriateness of the going concern assumption that has been applied in the preparation of these financial statements.

It is the responsibility of the independent auditor to report on the financial statements. Their report to the shareholders of the Company is set out on pages 11 to 12.

#### Approval of financial statements

The Directors' report and the financial statements were approved by the Board of Directors on the 31st of March 2026. and were signed by:

 ..... <b>A Magwaza</b> Director	 ..... <b>B Gasura</b> Director	 ..... <b>T Mabeza</b> Company Secretary
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#### PREPARER OF FINANCIAL STATEMENTS

These annual financial statements have been prepared under the supervision of Joaquim Matsvimbo and have been audited in terms of the Companies and Other Business Entities Act [Chapter 24:31].

  
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**Joaquim Matsvimbo**

### CORPORATE GOVERNANCE REPORT For The Year Ended 31 December 2025

#### THE BOARD

FBC Securities (Private) Limited's Board is committed to the principles of openness, integrity and accountability. It recognises the developing nature of corporate governance and assesses its compliance with local and internationally generally accepted corporate governance practices on an ongoing basis through its various committees. Guidelines issued by the Zimbabwe Stock Exchange ("ZSE") and the Securities Exchange Commission of Zimbabwe ("SECZ") from time to time are strictly adhered to and compliance check lists are continuously reviewed.

The Board of Directors comprises two executive directors and seven non-executive directors. The composition of the Board shows a good mix of skill and experience. The Company derives tremendous benefit from the diverse level of skills and experience of its Board of Directors.

The Board is responsible to the shareholders for setting the direction of the Company through the establishment of strategies, objectives and key policies. The Board monitors the implementation of these policies through a structured approach to reporting and accountability.

#### GROUP BOARD COMMITTEES

The Company is also serviced by FBC Holdings Limited (the "parent company") Board Committees. The Group Board of Directors has constituted separate committees, Group Audit, Finance and Strategy, Compliance and Risk, and Human Resources and Remuneration, whose respective responsibilities span across the Group's subsidiaries. The members of the Committees are shown below:

#### (1) BOARD AUDIT COMMITTEE

##### Members

Charles Msipa (Chairperson)  
Aeneas Chuma  
Rutenhuro Moyo

The Committee is chaired by a non-executive director and comprises non-executive directors only. The Divisional Director of Internal Audit, the Group Finance Director, the Group Chief Executive and other executives attend the committee by invitation. The committee is constituted at Group level and oversees subsidiary companies.

The Committee meets regularly to:

- Review compliance with statutory regulations;
- Review the effectiveness of internal controls;
- Review and approve the financial statements; and
- Review reports of both internal and independent auditors' findings, instituting special investigations where necessary.

#### (2) BOARD FINANCE AND STRATEGY COMMITTEE

##### Members

Rutenhuro Moyo (Chairman)  
David Makwara  
Trynos Kufazvinei

The Board Finance and Strategy Committee has a written term of reference. This committee is constituted at Group level and oversees the subsidiary companies. It is chaired by a non-executive director. Meetings of the Committee are attended by invitation, by other senior executives.

The committee meets at least four times a year to review the following amongst other activities:

- The Company's strategy and budget;
- The Company's performance against agreed benchmarks; and
- The adequacy of the Company's management information systems.

#### (3) BOARD RISK AND COMPLIANCE COMMITTEE

##### Members

Rutenhuro Moyo (Chairman)  
Aeneas Chuma  
Sifiso Ndlovu

The Committee is constituted at Group level and is responsible for the Group Risk Management function. It is chaired by a non-executive director. The Committee's primary objective is to maintain oversight of the Group's risk and regulatory compliance processes and procedures and monitor their effectiveness. The Committee keeps under review, developments and prospective changes in the regulatory environment and monitors significant risk and regulatory issues affecting the Group, noting any material compliance/ regulatory breaches and monitoring resolution of any such breaches.

#### (4) BOARD HUMAN RESOURCES AND REMUNERATION COMMITTEE

##### Members

Charles Msipa (Chairman)  
Herbert Nkala  
Vimbai Nyemba

The committee is chaired by a non-executive director and comprises mainly non-executive directors. This committee is constituted at Group level and oversees the subsidiary companies. Meetings of the committee are attended by invitation by the Divisional Director of Human Resources.

The Committee's primary objective is to ensure that the right calibre of management is attracted and retained. To achieve this, it ensures that the executive directors, senior managers and staff are appropriately rewarded for their contributions to the Company's performance.

The Committee is also responsible for the Company's Human Resources policy issues, terms and conditions of service.

Non-executive directors are remunerated by fees and do not participate in any performance-related incentive schemes.

#### INTERNAL FINANCIAL CONTROLS

The Directors are responsible for the Company's internal control system, which incorporates procedures that have been designed to provide reasonable assurance that assets are safeguarded, proper accounting records are maintained, and financial information is reliably reported.

The key procedures which the Board considers essential to provide effective control include:

- Decentralised organisational structure with strong management working within defined limits of responsibility and authority.
- An annual budgeting process with quarterly re-forecasts to reflect changing circumstances, and the identification of key risks and opportunities.
- Detailed monthly management accounts with comparisons against budget through a comprehensive variance analysis.

In the year under review nothing has come to the attention of the Directors to indicate that any material breakdown in the functioning of these internal control procedures and systems has occurred.

#### Management Team

The operational management of the Company is delegated to the Management Team, which is headed by the Managing Director.

The management team comprises:

Managing Director	B. Gasura
Finance Executive	J. Matsvimbo
Head of Sales and Trading	M.Tagwireyi
Chief Equities Dealer	R.Mashava
Financial Accountant	M.Isaki

It meets monthly or more frequently if necessary and acts on behalf of the Board.

#### GROUP INTERNAL AUDIT

The Group Internal Audit Department examines and evaluates the Company's activities with the aim of assisting management with the effective discharge of their responsibilities. It reviews the reliability and integrity of financial and operating information, the systems of internal control, the efficient management of the Company's resources, the conduct of operations and the means of safeguarding assets.

The Divisional Director of Group Internal Audit reports to the Chairman of the Group Audit Committee.

### INDEPENDENT AUDITORS' REPORT

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Zimbabwe



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#### INDEPENDENT AUDITORS REPORT

##### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of FBC Securities (Private) Limited (the Company), set out on pages 13 to 53, which comprise the statement of financial position as at 31 December 2025, and the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and the notes to the financial statements, including material accounting policy information.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2025, and its financial performance and cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and in the manner required by the Companies and Other Business Entities Act (Chapter 24:31) and the Securities and Exchange Act (Chapter 24:25).

#### 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 are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of financial statements in Zimbabwe. We have fulfilled our ethical responsibilities in accordance with these requirements and the IESBA code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Other Matter

The financial statements of the company for the year ended 31 December 2024 were audited by another auditor who expressed an unmodified opinion on those financial statements.

#### Other Information

The directors are responsible for the other information. The other information comprises the Directors' Report, the Chairman's Report, the Directors' Statement of Responsibility and the Corporate Governance Report, which we obtained prior to the date of this auditor's report. The other information does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information 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 that we obtained prior to the date of this auditor's report, 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.

#### 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 IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies and Other Business Entities Act (Chapter 24:31) and the Securities and Exchange Act (Chapter 24:25) and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material 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, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### 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 judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement 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 expressing 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 directors.
- Conclude on the appropriateness of the 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.
- 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 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

In fulfillment of the requirements of Section 193 of the Companies and Other Business Entities Act (Chapter 24:31) ("the Act"), we report to the shareholders as follows:

#### Section 193(1)(b)

The financial statements of the Company are properly drawn up so as to disclose the state of the Company's affairs at 31 December 2025 for its financial year ended on that date, so far as is required by the provisions of this Act applicable to the Group.

#### Section 193(2)

We have no matters to report in respect of this section of the Act.



**Axcentium**

**Per: Lawrence Nyajeka**

**Partner**

**PAAB Practice Certificate Number: 0598**

**Harare, Zimbabwe**

**27 March 2026**

### STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

	Note	2025 ZWG	2024 ZWG
<b>ASSETS</b>			
Cash and cash equivalents	3	9 634 362	6 035 439
Financial assets at fair value through profit or loss	4	25 451 719	6 559 353
Trade and other receivables	5	6 280 156	767 410
Current tax asset	6.1	55 982	56 344
Financial assets at fair value through other comprehensive income	4	-	7 778 354
Investment Property	8	7 274 596	6 027 522
Equipment	7	1 368 762	880 000
Intangible asset	9	19 203	-
<b>Total assets</b>		<b>50 084 780</b>	<b>28 104 423</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade and other payables	10	26 926 102	14 425 353
Deferred tax liability	6	911 679	1 023 212
<b>Total current liabilities</b>		<b>27 837 781</b>	<b>15 448 565</b>
<b>Equity and reserves</b>			
Share capital	11	202	202
Share premium	12	2 020 742	2,020,742
Amounts awaiting allotment	12	637 617	637,617
Non-distributable reserve	13.1	671 636	671,636
Financial assets at fair value through other comprehensive income	13.2	8 373 450	8,373,450
Revaluation Reserve	13.3	1 088 399	730,193
Retained profit		9 454 954	222,018
<b>Total equity</b>		<b>22 247 000</b>	<b>12 655 858</b>
<b>Total equity and liabilities</b>		<b>50 084 780</b>	<b>28 104 423</b>

The financial statements were authorised for issue by the Board of Directors on 31 March 2026 and are signed on its behalf by:

  
 A. Magwaza  
 DIRECTOR

  
 B. Gasura  
 DIRECTOR

  
 T. Mabeza  
 COMPANY SECRETARY

### STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

	Note	2025 ZWG	2024 ZWG
Interest Income	14	1 167 300	180 505
Interest Expense	15	(623 719)	(809 537)
<b>Net Interest Income</b>		<b>543 581</b>	<b>(629 032)</b>
Brokerage fees	16	5 152 391	3 838 116
Other income	17	14 432 211	9 356 491
<b>Operating income</b>		<b>20 128 183</b>	<b>12 565 575</b>
Operating expenses	18	(11 684 196)	(13 734 166)
Monetary gain		-	1 114 276
<b>Profit/loss before income tax</b>		<b>8 443 987</b>	<b>(54 315)</b>
Income tax credit	19	788 949	951 719
<b>Profit for the year</b>		<b>9 232 935</b>	<b>897 404</b>
<b>Other comprehensive income</b>			
Gains on property, plant and equipment revaluation		452 106	188 121
Tax		(93 899)	(48 441)
Gain on financial assets at fair value through other comprehensive income		-	2 683 082
Tax		-	(134 154)
<b>Total comprehensive income for the year</b>		<b>9 591 142</b>	<b>3 586 012</b>

### STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

	Share capital ZWG	Share premium ZWG	Revaluation Reserve ZWG	Amounts awaiting allotment ZWG	Financial assets at fair value reserve ZWG	Non distributable reserves ZWG	Retained profits/(losses) ZWG	Total ZWG
<b>Year ended 31 December 2024</b>								
Balance as at 1 January 2024	202	2 020 742	590 513	637 617	5 824 522	671 636	(675 388)	9 069 844
Profit for the year	-	-	-	-	-	-	897 404	897 404
Gain on revaluation of PPE	-	-	139 680	-	-	-	-	139 680
Gain on financial assets at fair value through OCI	-	-	-	-	2 548 928	-	-	2 548 928
<b>Total comprehensive income</b>	<b>202</b>	<b>2 020 742</b>	<b>730 193</b>	<b>637 617</b>	<b>8 373 450</b>	<b>671 636</b>	<b>222 018</b>	<b>12 655 858</b>
<b>Transactions with shareholders:</b>								
Dividend paid	-	-	-	-	-	-	-	-
<b>Balance as at 31 December 2024</b>	<b>202</b>	<b>2 020 742</b>	<b>730 193</b>	<b>637 617</b>	<b>8 373 450</b>	<b>671 636</b>	<b>222 018</b>	<b>12 655 858</b>
<b>Year ended 31 December 2025</b>								
Balance as at 1 January 2025	202	2 020 742	730 193	637 617	8 373 450	671 636	222 018	12 655 858
Profit for the year	-	-	-	-	-	-	9 232 935	9 232 935
Gain on revaluation of PPE	-	-	358 207	-	-	-	-	358 207
Gain on financial assets at fair value through OCI	-	-	-	-	-	-	-	-
Transfers to/from retained earnings	-	-	-	-	-	-	-	-
<b>Total comprehensive income</b>	<b>202</b>	<b>2 020 742</b>	<b>1 088 399</b>	<b>637 617</b>	<b>8 373 450</b>	<b>671 636</b>	<b>9 454 954</b>	<b>22 247 000</b>
<b>Transactions with shareholders:</b>								
Dividend paid	-	-	-	-	-	-	-	-
<b>Balance as at 31 December 2025</b>	<b>202</b>	<b>2 020 742</b>	<b>1 088 399</b>	<b>637 617</b>	<b>8 373 450</b>	<b>671 636</b>	<b>9 454 954</b>	<b>22 247 000</b>

### STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	Note	2025 ZWG	2024 ZWG
<b>Cash flow from operating activities</b>			
Profit/(loss) before income tax		8 443 987	(54 315)
Adjustments for non-cash items:			
Monetary gain		-	(1 114 276)
Net unrealised exchange gains and losses		104 950	4 800 147
Depreciation		162 723	118 728
Unrealised gains on financial assets at fair value through profit or loss	4	(10 998 853)	(8 053 019)
Fair value adjustment on investment property	8	(1 247 074)	3 465 254
<b>Operating cash flows before working capital changes</b>		<b>(3 534 267)</b>	<b>(837 481)</b>
<b>Changes in operating assets and liabilities:</b>			
(Increase)/Decrease in financial assets at fair value		(115 158)	10 655 015
(Increase)/Decrease in trade and other receivables		(5 512 746)	596 417
Increase/(Decrease) in trade and other payables		12 605 699	(5 811 693)
<b>Cash generated from operating activities</b>		<b>3 443 528</b>	<b>4 602 258</b>
Income tax paid		-	626 590
<b>Net cash generated in operating activities</b>		<b>3 443 528</b>	<b>5 228 848</b>
<b>Cash flow from investing activities</b>			
Proceeds from available for sale securities		-	-
Purchase of equipment	7	(195 990)	(95 678)
Purchase of intangible asset	9	(22 592)	-
Proceeds from sale of property plant and equipment		-	-
<b>Net cash used in investing activities</b>		<b>(218 582)</b>	<b>(95 678)</b>
<b>Cash flows from financing activities</b>			
Dividends paid to the shareholder		-	-
<b>Net cash generated from financing activities</b>		<b>-</b>	<b>-</b>
<b>Net increase in cash and cash equivalents</b>		<b>3 224 946</b>	<b>5 133 170</b>
Cash and cash equivalents at beginning of the year		6 035 439	342 494
Effect of changes in exchange rates		373 977	559 775
<b>Cash and cash equivalents at the end of year</b>	<b>3</b>	<b>9 634 362</b>	<b>6 035 439</b>

### NOTES TO THE FINANCIAL RESULTS

For the year ended 31 December 2025

#### 1 GENERAL INFORMATION

FBC Securities (Private) Limited ("the Company"), which is incorporated and domiciled in Zimbabwe provides the services of a stockbroker and is a wholly owned subsidiary of FBC Holdings Limited which is listed on the Zimbabwe Stock Exchange ("ZSE"). There have been no significant changes in the nature of these activities during the financial year.

#### 1.1 Basis of preparation

The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and the manner required by the Companies and Other Business Entities Act [Chapter 24:31] and the Securities and Exchange Act [Chapter 24:25].

#### Functional currency

Up to and including the financial year ended 31 December 2024, the Company's functional currency was the Zimbabwe Gold (ZWG). Following a reassessment at the beginning of the 2025 financial year, management determined that the functional currency changed to the United States Dollar (USD) with effect from 1 January 2025. This change reflects a shift in the underlying economic environment in which the Company operates and has been applied prospectively in accordance with IAS 21 The Effects of Changes in Foreign Exchange Rates.

Although a significant portion of revenue is denominated in ZWG, such receipts are routinely converted at prevailing interbank exchange rates into USD to fund operations. The Company's cost base, financing activities and debt obligations are predominantly USD-denominated and settled, and the broader operating environment is increasingly driven by USD pricing and benchmarks.

In addition, the Company retains the majority of its cash balances in USD and sources its funding primarily in USD. The Company's ultimate parent, FBC Holdings Limited (FBCH), also has a USD functional currency.

Accordingly, management concluded that USD is the currency that most faithfully represents the economic substance of the Company's underlying transactions, events and conditions.

#### Presentation Currency

Notwithstanding the change in functional currency to the United States Dollar (USD), the Company continues to present its financial statements in Zimbabwe Gold (ZWG). This is to comply with local statutory and regulatory requirements in Zimbabwe.

The financial statements have therefore been translated from the functional currency to the presentation currency in accordance with IAS 21 The Effects of Changes in Foreign Exchange Rates.

#### Translation from Functional to Presentation Currency (USD to ZWG)

As the functional currency (USD) is the currency of a non-hyperinflationary economy and the presentation currency (ZWG) is the currency of a hyperinflationary economy, the Company applies the translation method prescribed by paragraph 41A of IAS 21 The Effects of Changes in Foreign Exchange Rates. Under this method, all amounts in the financial statements—including assets, liabilities, equity, income, and expenses—are translated from the functional currency (USD) to the presentation currency (ZWG) using the closing exchange rate at the end of the reporting period (31 December 2025). Comparative figures have been translated using the same closing rate.

The Company has elected to early adopt the amendments to IAS 21, which ensures that all amounts are expressed in terms of the current measuring unit at the reporting date. As a result, no foreign currency translation differences arise from the translation of these financial statements into the presentation currency, as all items are translated at the same rate.

Exchange rate used for translation of the 2025 financial statements:

| Rate | 1 USD: ZWG 25.9807 |

#### 2 MATERIAL ACCOUNTING POLICIES

The material accounting policies applied in the preparation of the financial statements are as stated below. The accounting policies are consistent with those applied in the previous years.

#### NEW AND REVISED IFRS ACCOUNTING STANDARDS

The accounting policies adopted in the preparation of these financial statements are consistent with those applied in the prior year, except for the adoption of the new and amended standards listed in Part A below, which became effective for annual reporting periods beginning on or after 1 January 2025. The adoption of these standards did not have a material impact on the amounts or disclosures in these financial statements, except as noted below.

Part B outlines the standards and amendments that have been issued but are not yet effective for the year ended 31 December 2025. The Company has not early adopted these standards, except for the amendment to IAS 21, which management has elected to early adopt. The disclosures required by IAS 8 in relation to standards issued but not yet effective are set out below.

### NOTES TO THE FINANCIAL RESULTS

For the year ended 31 December 2025

#### PART A – NEW STANDARDS AND AMENDMENTS EFFECTIVE FOR THE FIRST TIME FOR THE YEAR ENDED 31 DECEMBER 2025

(Annual reporting periods beginning on or after 1 January 2025)

Standard / Amendment	Effective Date	Nature of Change	Impact on the Company
Amendments to IAS 21 - Lack of Exchangeability	1 January 2025	The amendments clarify when a currency is considered exchangeable into another currency and how an entity should determine the spot exchange rate to use when it is not. They address the gap where IAS 21 previously specified treatment for temporary lack of exchangeability but was silent on non-temporary situations. The amendments introduce a two-step approach: first assess exchangeability; if not exchangeable, estimate the spot rate using observable rates or other estimation techniques. Additional disclosures are required to enable users to understand the nature and financial impact of any non-exchangeability.	Adopted with effect from 1 January 2025. Relevant for the Company given the Zimbabwe Gold (ZWG) currency environment. Refer to Note 1.1 (Functional and Presentation Currency) for disclosures on the exchangeability assessment and rates applied.

#### PART B – STANDARDS AND AMENDMENTS ISSUED BUT NOT YET EFFECTIVE

(Issued as at 31 December 2025 with effective dates on or after 1 January 2026 – not early adopted by the Company)

Standard / Amendment	Effective Date	Nature of Change	Expected Impact on the Company
IFRS 18 – Presentation and Disclosure in Financial Statements	1 January 2027	IFRS 18 replaces IAS 1 and introduces new requirements for the statement of profit or loss, including mandatory defined subtotals (operating, investing and financing profit or loss), new disclosure requirements for management-defined performance measures (MPMs), and updated principles for aggregation and disaggregation. It represents the most significant change to income statement presentation in decades.	The Company is currently assessing the impact of IFRS 18. The impact is expected to be primarily presentational.
IFRS 19 – Subsidiaries without Public Accountability: Disclosures	1 January 2027	IFRS 19 is a voluntary disclosure standard that allows eligible subsidiaries (those without public accountability whose parent prepares full IFRS consolidated financial statements) to apply reduced disclosure requirements, while continuing to apply full IFRS recognition, measurement and presentation requirements.	The Company is a subsidiary of FBC Holdings Limited (FBCH) which prepares IFRS consolidated financial statements. Management is assessing whether the Company qualifies and whether early adoption would be beneficial.
Amendments to IFRS 9 and IFRS 7 – Contracts Referencing Nature-dependent Electricity (Power Purchase Agreements)	1 January 2026	The amendments clarify the application of the 'own use' exemption in IFRS 9 for power purchase agreements (PPAs) whose price depends on environmental conditions and introduce related IFRS 7 disclosure requirements.	Not currently applicable to the Company. No impact expected.
Annual Improvements to IFRS Standards – Volume 11	1 January 2026	Narrow-scope amendments to IFRS 1 (First-time Adoption), IFRS 7 (Financial Instruments: Disclosures), IFRS 9 (Financial Instruments), and IFRS 10 (Consolidated Financial Statements) and IAS 7 (Statement of Cash Flows), addressing minor clarifications identified through the annual improvements process.	Management is assessing the impact. No material effect is anticipated.
Amendments to IAS 21 – Translation to a Hyperinflationary Presentation Currency	1 January 2027	These amendments (issued November 2025) address the translation of financial statements where the functional currency is not hyperinflationary, but the presentation currency is. They aim to eliminate diversity in practice in this area.	Highly relevant to the Company given that ZWG is the presentation currency and Zimbabwe is considered hyperinflationary for 31 December 2025 period-ends. The Company has elected to early apply the amendments to IAS 21 as at the reporting date.

Management anticipate that the adoption of the above standards in future periods will not have a material impact on the financial statements of the Company, with the exception of IFRS 18 (which will affect the presentation of the statement of profit or loss) and the amendments to IAS 21 relating to translation to a hyperinflationary presentation currency, which the company has elected to early apply as at the reporting date.

#### 2.1 Going concern

The financial statements have been prepared on the going concern basis of accounting. The directors have reviewed and assessed the Company's financial position, cash flow forecasts, and business outlook for a period of not less than twelve months from the date of approval of these financial statements.

A significant development during the current year was the Company's return to profitability, recording a profit before tax of ZWG8 443 986 for the year ended 31 December 2025, compared to an inflation adjusted loss before tax of ZWG54 313 in the prior year. This turnaround reflects the positive impact of management's strategic cost optimisation initiatives, improved revenue generation, and stronger operational efficiencies implemented during the year. The directors regard this as a material positive indicator of the Company's financial recovery and its ability to sustain operations going forward. Based on their assessment, the directors are satisfied that the Company has adequate resources to continue in operational existence for the foreseeable future and that the going concern basis of preparation remains appropriate.

In further support of this assessment, the Company's sole shareholder, FBC Holdings Limited, has provided a letter of support confirming its commitment to provide such financial assistance as may be necessary to ensure that the Company continues to meet its obligations as they fall due and remains a going concern for the foreseeable future.

Accordingly, the directors continue to adopt the going concern basis in preparing these financial statements.

#### 2.2 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. An investment is classified as a cash equivalent only where it has a maturity of three months or less from the date of acquisition.

#### Foreign Currency Denominated Cash and Cash Equivalents

Cash and cash equivalents denominated in foreign currencies are translated into the functional currency at the exchange rate ruling at the reporting date. Exchange differences arising on translation are recognized in profit or loss in the period in which they arise in accordance with IAS 21, The Effects of Changes in Foreign Exchange Rates.

#### 2.3 Financial assets

Financial assets are recognized in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument. All financial assets are initially measured at fair value. The classification and subsequent measurement of a financial asset is determined by the business model within which the asset is held and the characteristics of its contractual cash flows, assessed at initial recognition in accordance with IFRS 9 Initial Measurement

#### Classification

The Company classifies its financial assets based on the business model adopted for managing the financial assets and the characteristics of the contractual cash flow expected to be received from holding or realizing the asset. This assessment is performed at initial recognition and is determined by the Directors.

Financial assets are classified into the following measurement categories:

- financial assets measured at amortized cost, held within a business model whose objective is to collect contractual cash flows, and whose contractual terms give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- financial assets measured at fair value through other comprehensive income (FVOCI), held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- financial assets measured at fair value through profit or loss (FVTPL), all financial assets that do not meet the criteria for classification at amortized cost or FVOCI, or those irrevocably designated at fair value through profit or loss at initial recognition.

#### Financial Assets at Amortized Cost

##### Recognition

Financial assets are classified and measured at amortized cost where the asset is held within a business model whose objective is to collect contractual cash flows, and the contractual terms of the asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

##### Initial Measurement

On initial recognition, financial assets at amortized cost are measured at fair value plus transaction costs that are directly attributable to the acquisition of the asset.

##### Subsequent Measurement

After initial recognition, financial assets at amortized cost are measured using the effective interest method, less any loss allowance recognized in accordance with the Expected Credit Loss model under IFRS 9. The effective interest method allocates interest income over the expected life of the financial asset in a manner that produces a constant periodic rate of return on the carrying amount of the asset. Interest in income on financial assets at amortized cost is recognized in profit or loss using the effective interest rate. For credit-impaired financial assets (Stage 3 under the ECL model), interest income is calculated on the net carrying amount of the asset, after deducting the accumulated loss allowance, rather than on its gross carrying amount.

##### Impairment

The Company applies the Expected Credit Loss model to all financial assets measured at amortized cost. The loss allowance is recognized in profit or loss and reduces the carrying amount of the financial asset in the statement of financial position.

##### Derecognition

On derecognition of a financial asset at amortized cost, the difference between the carrying amount of the asset derecognized and the consideration received is recognized in profit or loss.

#### Financial Assets at Fair Value Through Other Comprehensive Income (FVOCI)

##### Recognition

Financial assets are classified and measured at fair value through other comprehensive income where the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and the contractual terms of the asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

The Company may irrevocably elect, at initial recognition, to classify equity instruments that are not held for trading as at FVOCI. Under this election, dividends are recognized in profit or loss, but gains and losses are never reclassified to profit or loss upon derecognition.

##### Initial Measurement

On initial recognition, financial assets at FVOCI are measured at fair value plus transaction costs that are directly attributable to the acquisition of the asset.

##### Subsequent Measurement

After initial recognition, financial assets at FVOCI are measured at fair value at each reporting date. Gains and losses arising from changes in fair value are recognized in other comprehensive income and accumulated in a separate component of equity, except for the following, which are recognized in profit or loss:

- Interest income calculated using the effective interest method.
- Foreign exchange gains and losses on the amortized cost component of the asset; and
- Impairment gains and losses, determined in accordance with the Expected Credit Loss model under IFRS 9.

##### Derecognition

On derecognition of a debt instrument classified at FVOCI, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss. For equity instruments designated at FVOCI, the cumulative gain or loss is not reclassified to profit or loss upon derecognition but is transferred directly within equity.

#### Financial Assets at Fair Value Through Profit or Loss (FVTPL)

##### Recognition

Financial assets are classified and measured at fair value through profit or loss where they do not meet the criteria for classification at amortized cost or fair value through other comprehensive income, or where the Company has irrevocably designated the asset at fair value through profit or loss at initial recognition in order to eliminate or significantly reduce an accounting mismatch.

##### Initial Measurement

On initial recognition, financial assets at FVTPL are measured at fair value. Transaction costs directly attributable to the acquisition of the asset are not included in the initial carrying amount but are expensed immediately in profit or loss as incurred.

##### Subsequent Measurement

After initial recognition, financial assets at FVTPL are measured at fair value at each reporting date. All gains and losses arising from changes in the fair value of the asset, including dividend income and foreign exchange gains and losses, are recognized in profit or loss in the period in which they arise. Interest income is not separately presented but is included within the overall fair value movement recognized in profit or loss.

##### Derecognition

The Company derecognizes a financial asset at FVTPL when the contractual rights to the cash flows from the asset expire, or when the asset is transferred and the transfer qualifies for derecognition in accordance with IFRS 9. On derecognition, the cumulative gain or loss previously recognized in profit or loss is not reclassified as it has already been recognized in profit or loss in the periods in which it arose

#### 2.4 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. Income and expenses are presented on a net basis only when permitted by the accounting standards, or for gains or losses arising from a group of similar transactions.

#### 2.5 Trade receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less allowance for impairment.

#### 2.6 Impairment of financial assets

##### Assets carried at amortized cost

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the estimated future cash flows of a financial asset or a group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the statement of comprehensive income. If a loan and receivable balance has a variable interest rate, the discount rate for measuring any impairment allowance is the current effective interest rate determined under the contract. As a practical expedient, the Company may measure the impairment allowance on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment allowance decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment allowance is recognised in the statement of comprehensive income.

#### 2.7 Non-Current Assets

##### 2.7.1 Equipment

##### (a) Recognition and measurement

The cost of an item of equipment shall be recognised as an asset if, and only if; it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

##### Initial measurement

An item of equipment that qualifies for recognition as an asset shall be initially measured at cost.

Cost includes expenditure that is directly attributable to the acquisition of the items. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, the cost of dismantling the asset and removing items and restoring the site on which they are located.

##### Subsequent measurement

IAS 16 permits two accounting models:

- Cost model. The asset is carried at cost less accumulated depreciation and impairment.
- Revaluation model. The asset is carried at a revalued amount, being its fair value at the date of revaluation less subsequent depreciation and impairment, provided that fair value can be measured reliably.

FBC Securities accounting policy on measurement after initial recognition of property, plant and equipment is the revaluation model. FBC Securities applies the revaluation model on all classes of its property, plant and equipment.

An independent valuation of the assets was performed by an external valuer to determine the fair value of the assets as at 31 December 2025. The revaluation surplus net of deferred taxes was credited to other comprehensive income and is shown in the 'revaluation reserves' in shareholders' equity.

##### (b) Subsequent costs

The cost of replacing part of an item of equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the statement of comprehensive income within 'operating expenses' during the financial period in which they are incurred. Subsequent costs can also be recognised as separate assets.

Depreciation on assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Computer hardware	5 years
Motor vehicles	5 years
Office equipment	10 years
Furniture and fittings	10 years

Depreciation methods, useful lives and residual values are reassessed at each reporting date. Gains or losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of comprehensive income within other income.

The carrying amounts of the Company's items of equipment are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment allowance is recognised whenever the carrying amount exceeds its recoverable amount.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than the estimated recoverable amount.

##### (c) Derecognition

The carrying amount of an item of equipment is derecognized at its disposal or when no future economic benefits are expected from its use or disposal.

#### 2.7.2 Intangible Assets

##### Recognition and measurement

An intangible asset shall be recognised if it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably.

##### Initial measurement

An intangible asset shall be measured initially at cost.

An entity uses judgement to assess the degree of certainty attached to the flow of future economic benefits that are attributable to the use of the asset on the basis of the evidence available at the time of initial recognition, giving greater weight to external evidence.

The cost of a separately acquired intangible asset shall comprise its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates; and any directly attributable cost of preparing the asset for its intended use.

##### Subsequent measurement

Cost model: after initial recognition, an intangible asset shall be carried at its cost less any accumulated amortisation and any accumulated impairment losses.

#### 2.7.3 Investment Property

Investment property is recognized as an asset when it is probable that future economic benefits that are associated with the investment property will flow to the Company and the cost of the property can be reliably measured. Investment property is initially measured at cost and subsequently measured at fair value.

Investment property is property held to earn rentals and/or for capital appreciation. It is stated at its fair value at the reporting date as determined by independent professional valuers. Gains or losses arising from changes in the fair value of investment property are included in the statement of profit or loss in the period in which they arise. The fair value of investment property is based on the nature, location, and condition of the asset. The fair value is calculated by reference to market evidence of most recent proceeds achieved in arm's length transactions of similar properties.

Transfers from investment property are made when there is a change in use, evidenced by commencement of owner occupation for a transfer from investment property to owner-occupied property. The property's deemed cost for subsequent accounting is its fair value at the date of change in use.

Investment property is derecognized on disposal or when the property is permanently withdrawn from use and no future economic benefits are expected from its disposal. Gains or losses from disposal is determined as the difference between the net proceeds and the carrying amount of the asset is recognized in the statement of comprehensive income in the period of disposal.

#### 2.8 Share capital

##### Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

# Audited Financial Statements

FOR THE YEAR ENDED 31 DECEMBER 2025

## NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

**2.9 Trade payables**  
Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade payables are recognised initially at fair value and subsequently measured at amortized cost using the effective interest method.

**2.10 Provisions**  
Provisions are recognised when the Company has a present legal or constructive obligation as a result of past and it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. Provisions are not recognised for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small. Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks to the obligation. The increase in the provision due to passage of time is recognised as interest expense. Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave.

**2.11 Current and deferred tax**  
The income tax expense for the year comprises current and deferred tax. Income tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the income tax is also recognised in other comprehensive income or directly in equity.

The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes liabilities, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised, using the liability method, on temporary differences arising between assets and liabilities and their carrying amounts in the financial statements. However, the deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred tax asset is realized, or the deferred tax liability is settled.

Deferred tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred tax assets and liabilities are set off when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

**2.12 Revenue recognition**  
Revenue is derived substantially from the business of stockbroking and related activities and comprises fee and commission income. Revenue is measured at the fair value of the consideration received or receivable. No revenue is recognized if there are significant uncertainties regarding recovery of the consideration due.

**2.12.1 Brokerage fee and commission income**  
Brokerage fee and commission income are generally recognised on an accrual basis when the service has been provided. Brokerage fees and commission income arising from negotiating, or participating in the negotiation of, a transaction for a third party, such as the arrangement of the acquisition of shares or other securities or the purchase or sale of businesses, are recognised on completion of the underlying transaction. Payments for shares are typically made upfront or on a Trading +3-day basis.

A contract shall create enforceable rights and obligations. It may be written, oral or implied by customary business practice. Contracts are combined when they are entered into at or near the same time and are negotiated as a package, payment of one depends on the other, or goods/services promised are a single performance obligation. A contract modification is accounted for as a separate contract or continuation of the original contract prospectively or with cumulative catch-up, depending on facts and circumstances.

**2.13 Employee benefits**  
**(i) Termination benefits**  
Termination benefits are benefits payable as a result of the Company's decision to terminate employment before the normal retirement date (or contractual date) or whenever an employee accepts voluntary redundancy in exchange for those benefits. Termination benefits are recognised as an expense at the earlier of the following dates:  
(a) When the Company can no longer withdraw the offer for these benefits; and  
(b) When the Company recognizes costs for a restructuring that is within the scope of IAS 37 and involves the payment of terminal benefits.

Termination benefits for voluntary redundancies are recognised if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

**(ii) Short term employee benefits**  
Short-term employee benefits are employee benefits (other than termination benefits) which fall due wholly within twelve months after the end of the period in which the employees render service. Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

**(iii) Post-employment benefits**  
Post-employment benefits are employee benefits (other than termination benefits) which are payable after completion of employment. Obligations for contributions to defined contribution pension plans are recognized as an expense in profit or loss when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

**Pension obligation**  
The Company provides for retirement benefit obligation in respect of its employees as follows:  
(a) FBCH Pension Fund - Defined Contribution Fund, and  
(b) National Social Security Authority ("NSSA") - a Statutory Defined Contribution Fund.

Contributions to NSSA are made in terms of statutory regulations and are charged against income as incurred.

A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods.

**2.14 Impairment of non-financial assets**  
Assets that have an indefinite useful life – for example, goodwill or intangible assets not ready to use – are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows ("cash-generating units"). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

**2.15 Critical accounting estimates and judgements**  
Judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**Key sources of estimation uncertainty**  
The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

**a) Income taxes**  
The Company is subject to income tax in Zimbabwe. Significant judgement is required in determining the income tax payable. There are many transactions and calculations for which ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final outcome of these matters is different from amounts that were initially recognised, such differences will impact the income and deferred tax liabilities in the period in which such determination is made.

**b) Useful lives of Property, Plant and Equipment**  
The determination of estimated useful life for property and equipment is carried out at each reporting date. At the end of each financial year, the management assesses all property taking into account the market values, physical status, technological trends and historical usage. Judgement was applied by making comparisons between the market values and books values. Management determined that there is no significant difference, hence book values were applied. Refer to accounting policy note 2.8 for the useful lives of property, plant and equipment.

**c) Functional currency assessment**  
Management exercised significant judgement in determining the functional currency of the Company. The assessment required weighing the currency in which the majority of revenue is generated (ZWG) against the currency in which the majority of costs, borrowings and parent-company financing are denominated (USD). Having regard to the totality of the indicators in IAS 21.9-11, and noting in particular that the Company's cost base, financing structure and parent entity are USD-oriented, management concluded that USD represents the functional currency with effect from 1 January 2025. This conclusion was reviewed and approved by the Board of Directors.

	2025 ZWG	2024 ZWG
<b>3 CASH AND CASH EQUIVALENTS</b>		
Cash at bank and on hand	1 294 477	1 358 913
Money market placements	8 339 885	4 676 526
Cash and cash equivalents	9 634 362	6 035 439
Current	9 634 362	6 035 439
Non-current	-	-
	<b>9 634 362</b>	<b>6 035 439</b>
<b>4 FINANCIAL ASSETS</b>		
Financial assets at fair value through other comprehensive income	-	7 778 354
Financial assets at fair value through profit or loss	25 451 719	6 559 353
	<b>25 451 719</b>	<b>14 337 707</b>
<b>Financial assets at fair value through profit or loss</b>		
Fair value balance as at 1 January	6 559 353	9 161 349
Purchases	691 766	318 411
Transfer from FVOCI	7 778 354	-
Disposals	(569 717)	(3 149 120)
Unrealised fair value gains	10 998 853	8 053 019
Realised fair value gains	38 972	129 330
Effect of changes in exchange rates	(45 862)	-
Effects of IAS 29 application	-	(7 953 636)
<b>Fair value balance as at 31 December</b>	<b>25 451 719</b>	<b>6 559 353</b>

Financial assets at fair value through profit or loss comprises of gold coins and listed shares at market value and are presented within 'operating activities' as part of changes in working capital in the statement of cash flows.

Changes in fair values of financial assets at fair value through profit or loss are recorded in other (losses)/income in the statement of profit and other comprehensive income. The fair value of all equity securities is based on the current bid prices in an active market, the Zimbabwe Stock Exchange ("ZSE"). The fair value of gold coins is based on the gold prices as published by the Reserve Bank of Zimbabwe.

## NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

### Financial assets at fair value through other comprehensive income

	2025 ZWG	2024 ZWG
<b>Fair value balance as at 1 January</b>	<b>7 778 354</b>	<b>5 095 272</b>
Unrealised fair value gains	-	2 683 082
Transfer out to FVTPL	(7 778 354)	-
Effect of changes in exchange rates	-	-
<b>Fair value balance as at 31 December</b>	<b>-</b>	<b>7 778 354</b>

Financial assets at fair value through other comprehensive income comprised of 10 676 300 shares in ZSE Limited. This shareholding represents 10.26% of the issued share capital of ZSE Limited. The Company's investment in Zimbabwe Stock Exchange constitutes 18 percent of the company's total assets.

Following notification from the issuer regarding the impending listing on the Zimbabwe Stock Exchange (ZSE), management's strategic intent for the investment changed from a long-term buy-and-hold approach to one focused on actively capitalizing on short-term price movements and market volatility. Accordingly, on 30 June 2025, the shares were reclassified from financial assets at fair value through other comprehensive income (FVOCI) to financial assets at fair value through profit or loss (FVPL). The related fair value reserve previously recognized in other comprehensive income was not recycled to retained earnings as a result of this reclassification. The shares were subsequently listed on the ZSE on 11 July 2025.

### 5 TRADE AND OTHER RECEIVABLES

	2025 ZWG	2024 ZWG
Amounts due from clients	19 322	41 939
Other receivables (note 5.1)	6 260 834	725 471
	<b>6 280 156</b>	<b>767 410</b>

#### As at 31 December 2025

	Up to 1 month ZWG	1 to 6 months ZWG	Total ZWG
Amounts due from clients	19 322	-	19 322
Other receivables (note 5.1)	-	6 260 834	6 260 834
<b>Total</b>	<b>19 322</b>	<b>6 260 834</b>	<b>6 280 156</b>

#### As at 31 December 2024

	2025 ZWG	2024 ZWG
Amounts due from clients	41 939	-
Other receivables (note 5.1)	-	725 471
<b>Total</b>	<b>-</b>	<b>725 471</b>

### 5.1 Other receivables

	2025 ZWG	2024 ZWG
Intercompany receivable (note 20.1(b))	6 150 391	478 614
Prepayments	110 443	246 857
	<b>6 260 834</b>	<b>725 471</b>

### 6 DEFERRED TAXES

In the prior year, deferred tax assets and deferred tax liabilities were presented separately in the statement of financial position. During the current year, management revised the presentation to comply with the requirements of IAS 12 Income Taxes, which permit the offset of deferred tax assets and deferred tax liabilities where there is a legally enforceable right to set off current tax assets against current tax liabilities, and where the deferred taxes relate to income taxes levied by the same taxation authority on the same taxable entity.

Accordingly, deferred tax assets and liabilities have been presented on a net basis in the current year. Comparative figures have been restated to conform to the current year presentation. This change affects presentation only and has no impact on profit or loss or total equity.

The analysis of deferred tax asset and deferred tax liabilities is as follows:

	2025 ZWG	2024 ZWG
<b>Deferred tax asset</b>		
- Deferred tax asset to be recovered after more than 12 months	3 390 471	4 710 528
- Deferred tax asset to be recovered within 12 months	-	-
	<b>3 390 471</b>	<b>4 710 528</b>
<b>Deferred tax liabilities:</b>		
- Deferred tax liability to be recovered after more than 12 months	(4 302 150)	(5 733 740)
- Deferred tax liability to be recovered within 12 months	-	-
	<b>(4 302 150)</b>	<b>(5 733 740)</b>
Deferred tax liability	(911 679)	(1 023 212)
The gross movement on the deferred tax account is as follows:		
As at 1 January	(1 023 212)	(1 792 336)
Charge to profit and loss	(330 529)	1 548 315
Statement of comprehensive income charge	(93 899)	182 595
Effects of IAS 29	535 961	(961 785)
	<b>(911 679)</b>	<b>(1 023 212)</b>
<b>As at 31 December 2025</b>	<b>55 982</b>	<b>56 344</b>

### 6.1 Current Tax Asset

**Current Tax Presentation**  
In the prior year, the current tax asset balance relating to payments made to Zimbabwe Revenue Authority (ZIMRA) was presented within liabilities in the statement of financial position. During the current year, management revised the presentation to comply with the requirements of IAS 1 Presentation of Financial Statements, which require assets and liabilities to be presented separately based on their nature.

Accordingly, the current tax asset has been presented under assets as a separate line item in the statement of financial position. Comparative figures have been restated to conform to the current year presentation. This change affects presentation only and has no impact on profit or loss or total equity.

### 7 Equipment

	Computer equipment ZWG	Equipment, Furniture and fittings ZWG	Motor vehicles ZWG	Total ZWG
<b>Year ended 31 December 2024</b>				
Opening net book amount	396 320	318 609	-	714 929
Additions	95 678	-	-	95 678
Disposals	-	-	-	-
Revaluation surplus	63 750	124 371	-	188 121
Depreciation charge	(86 867)	(31 861)	-	(118 728)
Depreciation charge disposals	-	-	-	-
<b>Closing net book amount</b>	<b>468 881</b>	<b>411 119</b>	<b>-</b>	<b>880 000</b>
<b>At 31 December 2024</b>				
Cost	491 998	318 609	-	810 607
Accumulated depreciation	(86 867)	(31 861)	-	(118 728)
Accumulated impairment	-	-	-	-
Revaluation surplus	63 750	124 371	-	188 121
<b>Net book amount</b>	<b>468 881</b>	<b>411 119</b>	<b>-</b>	<b>880 000</b>
<b>Year ended 31 December 2025</b>				
Opening net book amount	468 881	411 119	-	880 000
Additions	195 990	-	-	195 990
Disposals	-	-	-	-
Revaluation surplus	368 651	83 455	-	452 106
Depreciation charge	(118 222)	(41 112)	-	(159 334)
Depreciation charge disposals	-	-	-	-
<b>Closing net book amount</b>	<b>915 300</b>	<b>453 462</b>	<b>-</b>	<b>1 368 762</b>
<b>At 31 December 2025</b>				
Cost	664 871	411 119	-	1 075 990
Accumulated depreciation	(118 222)	(41 112)	-	(159 334)
Accumulated impairment	-	-	-	-
Revaluation surplus	368 651	83 455	-	452 106
<b>Net book amount</b>	<b>915 300</b>	<b>453 462</b>	<b>-</b>	<b>1 368 762</b>

# Audited Financial Statements

FOR THE YEAR ENDED 31 DECEMBER 2025

## NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

	2025 ZWG	2024 ZWG
<b>8 INVESTMENT PROPERTY</b>		
Balance as at 1 January	6 027 522	9 492 776
Additions	-	-
Fair value adjustments	1 247 074	(3 465 254)
Disposal	-	-
Transfer from property and equipment	-	-
<b>Balance as at 31 December</b>	<b>7 274 596</b>	<b>6 027 522</b>

The fair value of the property was determined by independent professional valuers, Bard Real Estate who hold recognised relevant professional qualifications and have recent experience in the locations and categories of the investment properties valued using the open market value method. The investment property is valued using the comparison basis. The comparison basis makes use of prices of properties in the same location and with a similar building specification, based on the nature, location and condition of the asset and is calculated by reference to market evidence of most recent proceeds achieved in arm's length transactions of similar properties.

The fair value of the Company's investment property is classified as Level 3 in the fair value hierarchy, through the use of unobservable inputs such as rental rates per square meter and capitalisation rates which have estimation uncertainty inherent in their values.

	Software ZWG	Software ZWG
<b>9 INTANGIBLE ASSETS</b>		
Opening net book amount	-	-
Additions	22 592	-
Revaluation surplus	-	-
Amortisation charge	(3 389)	-
<b>Closing net book amount</b>	<b>19 203</b>	<b>-</b>
Cost or valuation	22 592	27
Revaluation Surplus	-	-
Accumulated amortisation	(3 389)	(27)
<b>Net book amount</b>	<b>19 203</b>	<b>-</b>

	2025 ZWG	2024 ZWG
<b>10 TRADE AND OTHER PAYABLES</b>		
Amounts due to related parties	25 529 071	13 722 309
Other liabilities (note 10.1)	1 397 031	703 044
	<b>26,926,102</b>	<b>14,425,353</b>

Current	26 926 102	14 425 353
Non-current	-	-
	<b>26 926 102</b>	<b>14 425 353</b>

<b>10.1 Other liabilities</b>		
Other	400 948	210 107
Provision for performance related bonus	900 703	361 754
Statutory Payments	95 380	131 183
	<b>1 397 031</b>	<b>703 045</b>
Current	1 397 031	703 045
Non-current	-	-
	<b>1 397 031</b>	<b>703 045</b>

<b>11 SHARE CAPITAL</b>		
<b>Authorised</b>		
50 000 ordinary shares with a nominal value of US\$0.001 each	225	225

	Ordinary shares	Ordinary shares
<b>Issued and fully paid:</b>		
45 000 issued and fully paid ordinary shares with a nominal value of US\$0.001 each	202	202

The unissued share capital is under the control of the Directors subject to the restrictions imposed by the Companies Act (Chapter 24:03) and the Articles and Memorandum of Association of the Company.

<b>12 SHARE PREMIUM AND AMOUNTS AWAITING ALLOTMENT</b>		
<b>Share premium</b>	<b>2 020 742</b>	<b>2 020 742</b>
Share premium arose upon rights issue and issue of share above the nominal value in the years 2011 and 2012.		
Amounts awaiting allotment	637 617	637 617
Amounts awaiting allotment represent debt converted to equity in 2015.		

	2025 ZWG	2024 ZWG
<b>13 RESERVES</b>		
<b>13.1 NON-DISTRIBUTABLE RESERVE</b>		
As at 1 January	671 636	671 636
Transfer on redenomination of share capital	-	-
<b>As at 31 December</b>	<b>671 636</b>	<b>671 636</b>

The reserve arose as the net effect of restatement of assets and liabilities preciously denominated in Zimbabwean dollars on 1 January 2009.

<b>13.2 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME</b>		
As at 1 January	8 373 450	5 824 522
Revaluation of financial asset	-	2 548 928
<b>As at 31 December</b>	<b>8 373 450</b>	<b>8 373 450</b>

<b>13.3 REVALUATION RESERVE</b>		
As at 1 January	730 193	590 513
Revaluation of property and equipment	358 206	139 680
<b>As at 31 December</b>	<b>1 088 399</b>	<b>730 193</b>

The revaluation reserve relates to the revaluation of property and equipment.

## NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

	2025 ZWG	2024 ZWG
<b>14 INTEREST AND RELATED INCOME</b>		
Interest income	1 167 300	180 505
	<b>1 167 300</b>	<b>180 505</b>

<b>15 INTEREST AND RELATED EXPENSE</b>		
Interest expense	623 719	809 537
	<b>623 719</b>	<b>809 537</b>

<b>16 BROKERAGE FEE</b>		
Fees and commission income	5 593 606	4 178 611
Non-member institutions rebates	(441 215)	(340 495)
	<b>5 152 391</b>	<b>3 838 116</b>

<b>17 OTHER INCOME</b>		
Fair value gains on financial assets at fair value through profit or loss	10 745 655	8 202 811
Other Operating Income	930 757	8 289 921
Exchange loss	(104 950)	(4 800 147)
Rental Income	514 110	487 190
Dividend Income	1 099 565	641 970
Advisory Income	-	-
Revaluation of Investment property	1 247 074	(3 465 254)
	<b>14 432 211</b>	<b>9 356 491</b>

<b>18 OPERATING EXPENSES</b>		
Administration expenses	2 694 748	1 044 166
Depreciation	162 723	118 728
Staff cost	8 826 725	12 571 272
	<b>11 684 196</b>	<b>13 734 166</b>

<b>18.1 Staff costs</b>		
Salaries and allowances	8 428 696	12 029 988
Compulsory social security contributions	88 661	122 225
Pension contributions	309 368	419 059
	<b>8 826 725</b>	<b>12 571 272</b>

<b>19 INCOME TAX EXPENSE</b>		
Deferred tax expense	333 949	1 157 004
Current income tax credit	(1 122 898)	(2 108 723)
	<b>(788 949)</b>	<b>(951 719)</b>

### Income tax credit

Further information about the deferred tax is presented in note 6

The tax on the Company's profit before income tax differs from the theoretical amount that would arise using the principal tax rate of 25.75% (2024:25.75%) as follows:

Profit before income tax	8 443 987	(54 315)
Income tax on profit for the year at statutory rate of 25.75% (2024:25.75%)	2 174 326	(13 986)
Tax effect of:		
Non-taxable income*	(590 411)	(114 404)
Expenses not deductible for tax purposes**	164 172	43 639
Other liabilities including payroll related provisions	(2 537 036)	(112 115)
Effects of IAS 29	-	(754 854)
<b>Effective income tax expense</b>	<b>(788 949)</b>	<b>(951 719)</b>

\*Included in exempt income is dividend income

\*\*Expenses not deductible for tax purposes constitute depreciation, intermediary tax, entertainment costs and donations.

<b>20 RELATED PARTY TRANSACTIONS</b>		
A number of transactions are entered into with related parties in the normal course of business. These include amounts that arise from stock broking, insurance and banking activities. Transactions with related parties are carried out on arm's length basis.		

The volumes of related party transactions, outstanding balances at year end are as follows:

<b>20.1 Transactions and balances with group companies</b>		
<b>a) Commission and advisory income earned</b>		
Gross commission earned	500 046	192 919
Advisory Income earned	-	203 397
	<b>500 046</b>	<b>396 316</b>
<b>b) Balances with group companies</b>		
Cash balances with FBC Bank Limited	1 294 477	1 358 913
Money market placements with FBC Bank and Microplan	8 339 885	4 676 526
Amounts receivable from group companies	6 150 391	478 614
Amounts payable to group companies:		
-FBC Bank Limited	-	(9 039 954)
-FBC Holdings Limited	(25 529 071)	(4 682 355)
	<b>(9 744 318)</b>	<b>(7 208 256)</b>

<b>20.2 Transactions and balances with key management personnel</b>		
Key management includes directors (executive and non-executive) and members of the senior management.		

<b>a) Commission income</b>		
-from trades by directors and key management personnel	326 767	3 118
-from trades by companies related to directors and key management personnel	333 202	89 810
	<b>659 969</b>	<b>92 928</b>

<b>b) Key management compensation</b>		
The compensation paid or payable to key management for employee services is shown below:		
Salaries and other short-term employee benefits	-	14 728
Post-employment benefits	-	-
	<b>-</b>	<b>14 728</b>

<b>20.3 Transactions and balances with other related parties</b>		
<b>a) Fees and Commission earned</b>		
FBC Insurance Limited	3 510	54
FBC Reinsurance Limited	20 776	220 697
FBC Holdings	475 760	175 565
	<b>500 046</b>	<b>396 316</b>

<b>b) Fees and Commission expense (bank charges)</b>		
FBC Bank	(188 082)	(72 530)
	<b>(188 082)</b>	<b>(72 530)</b>

<b>c) Interest income</b>		
FBC Building Society	-	658
FBC Bank	213 200	-
Microplan Financial Services	982 047	178 581
	<b>1 195 247</b>	<b>179 239</b>

<b>d) Interest expense</b>		
FBC Holdings	638 545	(809 537)

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

	2025 ZWG	2024 ZWG
<b>21 FINANCIAL INSTRUMENTS BY CATEGORY</b>		
<b>Assets as per statement of financial position</b>		
Trade and other receivables	6 280 156	767 410
<b>Financial assets at fair value through profit or loss</b>		
Financial assets at fair value through profit or loss	25 451 719	6 559 353
<b>Financial assets at fair value through other comprehensive income</b>		
Financial assets at fair value through other comprehensive income	-	7 778 354
<b>Liabilities as per statement of financial position</b>		
<b>Other financial liabilities:</b>		
Trade and other payables	26 926 102	14 425 353

### 22 FAIR VALUE OF ASSETS AND LIABILITIES

IFRS 13, 'Fair value measurement' requires an entity to classify its assets and liabilities according to a hierarchy that reflects the observability of significant market inputs. The three levels of the fair value hierarchy are defined below.

#### Quoted market prices - level 1

Assets and liabilities are classified as level 1 if their value is observable in an active market. Such instruments are valued by reference to unadjusted quoted prices for identical assets or liabilities in active markets where the quoted value by reference to unadjusted quoted prices for identical assets or liabilities in active markets where the quoted market is one in which transactions occur with sufficient volume and frequency to provide pricing information on an ongoing basis. This level includes listed equities traded on the Zimbabwe Stock Exchange.

#### Valuation technique using observable inputs - level 2

Assets and liabilities classified as level 2 have been valued using models whose inputs are observable in an active market either directly (that is, as prices) or indirectly (that is, derived from prices).

#### Valuation technique using significant and unobservable inputs - level 3

Assets and liabilities are classified as level 3 if their valuation incorporates significant inputs that are not based on observable market data (unobservable inputs). A valuation input is considered observable if it can be directly observed from transactions in an active market, or if there is compelling external evidence demonstrating an executable exit price.

The following table shows the Company's assets and liabilities that are held at fair value disaggregated by valuation technique (fair value hierarchy):

	Valuation technique using			Total ZWG
	Quoted market prices Level 1 ZWG	Observable inputs Level 2 ZWG	Significant unobservable inputs Level 3 ZWG	
	<b>As at 31 December 2025</b>			
<b>Assets</b>				
Financial assets at fair value through profit or loss	25 451 719	-	-	25 451 719
Investment Property	-	-	7 274 596	7 274 596
Equipment	-	-	1 368 762	1 368 762
<b>As at 31 December 2024</b>				
<b>Assets</b>				
Financial assets at fair value through profit or loss	6 513 353	-	-	6 513 353
Financial assets at fair value through other comprehensive income	-	-	7 723 805	7 723 805
Investment Property	-	-	5 985 252	5 985 252
Equipment	-	-	873 829	873 829

#### Comparison of carrying amounts and fair values for assets and liabilities not held at fair value

The fair value of trade and other receivables and trade and other payables approximate the carrying amount due to the short-term nature of the financial assets and liabilities.

### 23 RISK MANAGEMENT

#### 23.1 Introduction and overview

FBC Securities (Pvt) Limited (the Company) has continued to maintain a strong risk management culture in response to the changing operating environment in order to achieve an appropriate balance between risks and rewards. The Group has an independent Risk Management Division which assists the Company's Management in risk identification and monitoring and recommends risk mitigation strategies.

Managing risk effectively in a financial institution requires a comprehensive risk management governance structure that promotes the following elements of a sound risk management framework:

- Sound Board and Management oversight.
- Adequate policies, procedures, and limit framework.
- Adequate Risk Monitoring and Management Information Systems (MIS); and
- Adequate Internal Controls

FBC Securities (Pvt) Limited manages risks through a comprehensive framework of risk principles, organizational structure and risk processes that are closely aligned with the activities of the Company.

#### Risk Management Framework

The Board has established a risk governance structure that is consistent with the size and complexity of the Company's operations.

FBC Securities (Pvt) Limited's Board of Directors has the ultimate responsibility of ensuring that an adequate and effective system of internal controls is established and maintained. The Board delegates part of its responsibilities to the following Board Committees:

- Board Finance and Strategy Committee;
- Audit Committee; and
- Risk and Compliance Committee.

The specific duties delegated to each Board Committees and the respective Management Committees are outlined in the terms of reference for the specific committees.

In addition to the above Committees, the following four risks related functions are directly involved in enterprise-wide risk management:

- Group Risk Management Division;
- Group Information Security Division;
- Group Credit Management Division;
- Group Internal Audit; and
- Group Legal and Compliance.

Group Risk Management Division assumes the leading role in the oversight of, and management of all risks that the FBC Securities (Pvt) Limited is exposed to in its various activities. The Head of Risk Management Division is responsible for setting up the framework that ensures the effective management and alignment of risks. Group Risk Management Division participates in the process of identifying, quantifying, communicating, mitigating, monitoring, and planning for effective risk management.

The Group Credit Management Division reviews and examines the adequacy of the FBC Securities (Pvt) Limited's Credit Policy. The Divisional Director of Group Credit Management Division is responsible for setting up the framework that ensures the effective management and alignment of credit risk. Group Credit Management Division is responsible for the oversight of the Company's credit risk.

The Group Information Security Division is dedicated to ensuring the confidentiality, integrity, and availability of the company's information assets. Its mandate includes developing and implementing information security policies and standards aligned with regulatory requirements and industry best practices. The Division conducts regular risk assessments to identify vulnerabilities in information systems and maintains an incident response plan to effectively manage security breaches. Additionally, the Group Information Security Division provides training programs to raise employee awareness about information security risks and compliance obligations, implements monitoring tools for real-time threat detection, and collaborates with the Group IT & MIS Division and other departments to integrate security measures into all organizational operations. Through these initiatives, the Group Information Security Division plays a vital role in safeguarding the organization's information assets.

Group Legal and Compliance is an independent core risk management function. The Group Compliance Department is responsible for assessing conformity to all laws, regulatory guidelines, and codes of conduct, instructions, and procedures that are applicable to the Company. The assessments form the basis for the Company's compliance programme. The Department is accountable to the Board Risk and Compliance Committee for the formulation, implementation and monitoring the process of compliance risk management and integrating it into the daily activities of the Company. The Department is also responsible for the management of legal risk through the provision of legal advice to the Company, the formulation and review of all legal documentation that pertains to the Company.

Group Internal Audit independently audits the adequacy and the effectiveness of the FBC Securities (Pvt) Limited's risk management, internal controls and governance processes. The Divisional Director of Group Internal Audit reports administratively, to the Group Chief Executive, however, he provides independent assurance to the Board Audit Committee and has unrestricted access to the Chairman of the Audit Committee.

The principal risk types that FBC Securities (Pvt) Limited is exposed to and continues to manage, are listed below:

- Strategic risk;
- Capital risk;
- Market risk;
- Liquidity risk;
- Credit risk;
- Reputational risk;
- Operational risk;
- Cyber risk
- Legal and Compliance risk.

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

#### Strategic risk

Strategic risk refers to the potential for losses arising from adverse business decisions, improper implementation of decisions, or a lack of responsiveness to changes in the business environment. This risk can significantly impact the firm's ability to achieve its strategic objectives i.e., profitability and business growth objectives.

FBC Securities manages strategic risk through annual strategy planning initiatives facilitated through the Group. This process culminated into comprehensive annual strategic documents that outlines clearly objectives, evaluates potential risks and rewards, and aligns and allocates resources to the firm's strategic goals.

Quarterly reviews, that is, evaluation and monitoring of strategy implementation are carried out through the use of key performance indicators (KPIs). The firm's various key performance indicators (KPIs) are measured to determine progress toward implementation of strategic objectives. The regular reviews ensure that any deviations from the strategic plan are addressed promptly. The FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee presides over matters pertaining to strategic risk on a quarterly basis.

#### Capital Risk

Capital risk refers to the potential for the firm to face financial difficulties due to inadequate capital to support its business operations and growth objectives. This risk can manifest from poor investment decisions, unexpected losses, or inadequate capital management practices. The Company regularly assesses its capital adequacy, ensuring that it maintains sufficient capital as mandated by regulatory requirements.

The Group has established a prudent dividend policy that balances shareholder returns with the need to retain capital for business operations and growth. This policy is regularly reviewed in light of the firm's financial performance and capital requirements. Capital adequacy reports are discussed at various platforms that include FBCH Board Finance and Strategy Committee, the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee that meet on a quarterly basis.

#### Market Risk

Market risk is the risk of losses arising from fluctuations in market prices, including equity prices, interest rates, and foreign exchange rates. The firm manages market risk through a combination of diversification and hedging strategies. The firm holds self-insurance fund (SIF) comprising of a diversified equities portfolio, real estate portfolio and foreign currency net open position (NOP) all designed to absorb market shocks. Portfolio performance assessments are done quarterly with any deviations promptly addressed. FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee presides over matters pertaining to market risk on a quarterly basis.

#### Liquidity Risk

Liquidity risk is the risk that the firm may be unable to meet its short-term financial obligations. The Company maintains a comprehensive liquidity management framework, which includes cash flow forecasting and maintaining sufficient liquid assets.

The money market, and the self-insurance fund portfolios are the major sources of funding for the firm. Any deviations from the Company liquidity requirements are addressed through liquidation of the money market and SIF portfolios. Liquidity risk assessments are carried out quarterly and reports are discussed at the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee meetings.

#### Credit Risk

Credit risk arises from the potential failure of counterparties to meet their contractual obligations. The Company's exposure to credit risk is considered to be low given that trades on the Zimbabwe Stock Exchange (ZSE) and Victoria Falls Stock Exchange (VFEX) are predominantly on a cash-basis and cash settlements for trades is achieved through custodial services. Despite this position, credit risk assessments for the firm are carried out by the Group Risk Management Division with risk assessments reports presided over by the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee that meet on a quarterly basis.

#### Reputational Risk

Reputational risk is the risk of damage to the firm's reputation due to negative publicity or service failures. The firm is committed to maintaining high standards of client service and transparency. Reputational risk assessments for the Company are carried out by the Group Risk Management Division with risk assessments reports presided over by the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee that meet on a quarterly basis.

#### Operational Risk

Operational risk encompasses the risk of loss resulting from inadequate or failed internal processes, people, systems, or external events. The firm has an established internal control framework clearly outlined in the policies and procedure manuals. These are reviewed at least once annually to ensure continuous alignment to the obtaining operating environment. The Company undertakes regular risk and control assessments to identify, measure and mitigate operational risks. There are various staff training programs in place to ensure continuous learning and development of skills. The Group has clearly defined Risk Governance Committees where operational risk issues are discussed, these include Group Business Continuity Management Committee, FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee that meet on a quarterly basis.

#### Cybersecurity Risk

Cybersecurity risk is the risk of loss due to breaches of information systems. The Group has full-fledged Group Information Security Department that is mandated to implement the Group's comprehensive cybersecurity framework, including data protection protocols and regular security audits. Employee training on cybersecurity awareness is facilitated and conducted by Group Information Security Department to minimize risks associated with human error. The Group has also appointed a Data Protection Officer (DPO) in line with Cyber and Data Protection act.

Cyber risk assessments reports are discussed at FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee that meet on a quarterly basis.

#### Legal and Compliance Risk

Legal and compliance risk refers to the potential for financial loss or reputational damage due to non-compliance with laws, regulations, or contractual obligations. This risk can arise from changes in legislation, regulatory scrutiny, or litigation. The FBCH Group has established Group Legal and Group Compliance Divisions, including a Compliance Officer at Company level are mandated with the maintenance of a comprehensive legal compliance framework that includes policies and procedures designed to ensure adherence to applicable laws and regulations.

Regular updates are made to reflect changes in the legal landscape. Compliance training programs are facilitated and provided to employees through the Group Compliance Division to ensure enhanced understanding legal obligations and the importance of compliance in daily operations. This includes training on anti-money laundering (AML), know your customer (KYC), and other relevant regulations.

Periodical legal and compliance risk assessments are carried out and discussed on various platforms that include Management AML/CFT Committee which meets monthly, and the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee meetings on a quarterly basis. Legal and Compliance Risk assessment reports and process manuals reviews are discussed at various platforms within the Group which includes, FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee which meet on a quarterly basis.

### 23.2 FINANCIAL RISK MANAGEMENT

#### Financial risk factors

The Company has exposure to the following risks from financial instruments:

- Credit risk,
- Liquidity risk,
- Market risks,
  - Interest rate risk,
  - Currency risk and
  - Price risk
- Settlement risk

The Company seeks to control these risks by diversifying its exposures and activities among clients, and by limiting its positions in various instruments and investments.

#### 23.2.1 Credit risk

Credit risk arises from the potential failure of counterparties to meet their contractual obligations. The Company's exposure to credit risk is considered to be low given that trades on the Zimbabwe Stock Exchange (ZSE) and Victoria Falls Stock Exchange (VFEX) are predominantly on a cash-basis and cash settlements for trades is achieved through custodial services. Despite this position, credit risk assessments for the firm are carried out by the Group Risk Management Division with risk assessments reports presided over by the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee that meet on a quarterly basis.

#### Write-off policy

The Company writes off an irrecoverable debt up to a certain level, anything beyond the limit is written off when the Group Credit Department determines that the debts are uncollectible. This determination is reached after considering information such as the occurrence of significant changes in the borrower/issuer financial position such that the borrower/issuer can no longer pay the obligation.

No credit limits were exceeded during the reporting period and management does not expect any losses from non-performance by these counterparties.

	Maximum exposure 2025 ZWG	Maximum exposure 2024 ZWG
Maximum exposure to credit risk before collateral held or other credit enhancement		
Credit risk exposure relating to on-balance sheet assets are as follows:		
Balances with banks	1 294 477	1 358 913
Amounts due from clients	19 322	41 939
	<b>1 313 799</b>	<b>1 400 852</b>

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

#### Amounts due from brokers and clients

Amounts due from brokers and clients are summarised as follows:

	2025 ZWG	2024 ZWG
Neither past due nor impaired	19 322	41 939
Past due but not impaired	-	-
Individually impaired	-	-
<b>Net carrying amount</b>	<b>19 322</b>	<b>41 939</b>
<b>Credit quality of balances with other banks and cash</b>	<b>-</b>	<b>-</b>
Credit ratings for the banks:	FBC Bank	A -

#### 23.2.2 Liquidity risk

Liquidity risk is the risk that the firm may be unable to meet its short-term financial obligations. The Company maintains a comprehensive liquidity management framework, which includes cash flow forecasting and maintaining sufficient liquid assets. The money market, and the self-insurance fund portfolios are the major sources of funding for the firm. Any deviations from the Company liquidity requirements are addressed through liquidation of the money market and SIF portfolios.

Liquidity risk assessments are carried out quarterly and reports are discussed at the FBC Securities Management Risk and Compliance Committee, the FBCH Management Risk and Compliance Committee and FBCH Board Risk and Compliance Committee meetings.

	Up to 1 month ZWG	1 to 6 months ZWG	6 to 12 months ZWG	Total ZWG
<b>As at 31 December 2025</b>				
<b>Liabilities</b>				
Trade and other payables	-	-	26 926 102	26 926 102
<b>Total liabilities (expected contractual dates)</b>	<b>-</b>	<b>-</b>	<b>26 926 102</b>	<b>26 926 102</b>
<b>Assets</b>				
Cash and cash equivalents	9 634 362	-	-	9 634 362
Financial assets at fair value through profit or loss	-	-	-	-
Trade and other receivables	6 336 138	-	-	6 336 138
<b>Total assets (expected maturity dates)</b>	<b>15 970 500</b>	<b>-</b>	<b>-</b>	<b>15 970 500</b>
Liquidity gap	15 970 500	-	(26 926 102)	(10 955 602)
Cumulative gap	15 970 500	-	(10 955 602)	-
<b>As at 31 December 2024</b>				
<b>Liabilities</b>				
Trade and other payables	-	-	14 425 353	14 425 353
<b>Total liabilities (expected contractual dates)</b>	<b>-</b>	<b>-</b>	<b>14 425 353</b>	<b>14 425 353</b>
<b>Assets</b>				
Cash and cash equivalents	6 035 439	-	-	6 035 439
Financial assets at fair value through profit or loss	6 559 353	-	-	6 559 353
Trade and other receivables	767 410	-	-	767 410
<b>Total assets (expected maturity dates)</b>	<b>13 362 203</b>	<b>-</b>	<b>-</b>	<b>13 362 203</b>
Liquidity gap	13 362 203	-	(14 425 354)	(1 063 152)
Cumulative gap	13 362 203	13 362 203	(1 063 151)	-

#### As at 31 December 2024

	Up to 1 month ZWG	1 to 6 months ZWG	6 to 12 months ZWG	Total ZWG
<b>As at 31 December 2024</b>				
<b>Liabilities</b>				
Trade and other payables	-	-	14 425 353	14 425 353
<b>Total liabilities (expected contractual dates)</b>	<b>-</b>	<b>-</b>	<b>14 425 353</b>	<b>14 425 353</b>
<b>Assets</b>				
Cash and cash equivalents	6 035 439	-	-	6 035 439
Financial assets at fair value through profit or loss	6 559 353	-	-	6 559 353
Trade and other receivables	767 410	-	-	767 410
<b>Total assets (expected maturity dates)</b>	<b>13 362 203</b>	<b>-</b>	<b>-</b>	<b>13 362 203</b>
Liquidity gap	13 362 203	-	(14 425 354)	(1 063 152)
Cumulative gap	13 362 203	13 362 203	(1 063 151)	-

#### 23.2.3 Market risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, foreign exchange rates and equity prices.

#### (i) Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments. The interest rate risk profile is assessed regularly based on the fundamental trends in interest rates, economic developments and technical analysis. The Company's policy is to monitor positions on a daily basis to ensure positions are maintained within the established limits.

#### Sensitivity

Interest rate risk exposure stems from assets and liabilities maturing (or being repriced) at different times. For example:

i) Assets mature to repay the liabilities. The risk lies in that interest rates may rise and that expensive funds may have to be used to fund assets that are yielding lower returns.

ii) Assets may mature before liabilities do, in which case they have to be reinvested until they are needed to repay the liabilities. If interest rates fall this investment may be made at rates below those being paid on the liabilities waiting to be retired.

This risk is managed by the Asset and Liabilities Committee (ALCO) through the analysis of rate sensitive assets and liabilities, using such models as Value at Risk ("VAR"), Scenario Analysis and control and management of the gap analysis.

As at 31 December 2025, the Company is not exposed to significant interest rate risk.

#### (ii) Currency risk

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency that is not the entity's functional currency.

#### Sensitivity

The Company operates locally and has foreign customers who transact in the ZWG the functional currency of the Company, therefore has limited foreign exchange risk. As at 31 December 2025, (2024- ZWG Nil) the Company had no balances denominated in currencies other than the functional currency.

#### (iii) Price risk

The Company is exposed to equity securities price risk because of the investments held by the Company and classified on the statement of financial position as financial assets at fair value through profit or loss. The Company is not exposed to commodity price risk. To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio.

The table below summarises the impact of increases or decreases of the Zimbabwe Stock Exchange ("ZSE") on the Company's post-tax profit for the year. The analysis is based on the assumption that the equity index has increased by 80% with all other variables held constant and the Company's equity instruments moved according to the historical correlation with the index.

	2025 ZWG	2024 ZWG
<b>Index</b>		
Impact of 80% equity index:		
Financial assets at fair value through profit or loss	20 361 375	5 247 483

#### 23.2.4 Settlement risk

Settlement risk is the risk of loss due to failure of counterparty to honour its obligations to deliver securities or other assets as contractually agreed.

With the introduction of the Central Securities Depository, this risk has been significantly reduced and transferred to the Custodians, who are now responsible for all the settlements.

### 24 ANTI-MONEY LAUNDERING/COUNTERING OF FINANCING TERRORISM (AML/CPF)

FBC Securities (Private) Limited recognises the importance of an effective risk assessment process in mitigating risks associated with Money Laundering (ML), Terrorist Financing (TF), and Proliferation Financing (PF). Our risk assessment framework is designed to identify, analyse, and evaluate the specific risks related to Anti-Money Laundering, Combatting Terrorist Financing, and Countering Proliferation Financing (AML/CFT/CPF) within our operations. This process is conducted periodically to ensure alignment with evolving regulatory requirements and emerging risk factors in accordance with the provisions of the Money Laundering and Proceeds of Crime Act [Chapter 9:24] and other applicable regulations.

As part of our risk governance, the internal audit function assesses the implementation of the risk assessment framework to ensure its effectiveness. The latest audit confirmed that risk identification and mitigation measures are appropriately applied to operational controls, with no material gaps identified.

#### Independent Assessment of the AML/CFT/CPF Programme

An independent assessment of our AML/CFT/CPF programme has been conducted to evaluate its effectiveness and compliance with regulatory requirements. The assessment considered the following key areas:

- Regulatory Compliance: Our AML/CFT/CPF programme complies with the relevant provisions of the Money Laundering and Proceeds of Crime Act [Chapter 9:24] and other applicable regulations.
- Risk-Based Approach: Policies, procedures, and controls are developed based on our AML/CFT risk assessment, ensuring a proportionate and effective response to identified risks.
- Adequacy of Controls: Our internal policies, procedures, and controls are deemed adequate in mitigating the risks associated with ML, TF, and PF.
- Operational Effectiveness: The independent audit confirmed that our policies, procedures, and controls have operated effectively throughout the reporting period, ensuring ongoing compliance and risk mitigation. The audit findings validate that our AML/CFT/CPF programme is robust, well-structured, and effectively implemented, with necessary enhancements incorporated as required.

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

#### 25 SUSTAINABILITY AND CLIMATE-RELATED DISCLOSURE

FBC Securities, a subsidiary of FBC Holdings, recognizes the critical importance of integrating sustainability and climate-related considerations into our business operations.

#### Governance

Sustainability and climate-related governance within FBC Securities is embedded within the broader governance framework of FBC Holdings Limited. At Group level, oversight of sustainability and climate-related matters rests with the Board Corporate Governance, Nominations and Sustainability Committee, acting under delegated authority from the Main Board.

The Committee provides strategic oversight on sustainability priorities, climate-related risks and opportunities and monitors progress against established sustainability targets.

At subsidiary level, the FBC Securities Board integrates sustainability and climate-related matters into its quarterly Board agenda. This ensures that sustainability and climate considerations are embedded in operational oversight, risk monitoring, and strategic decision-making. At management level, oversight is exercised through the Risk and Compliance Committee, which monitors sustainability and climate-related risks and opportunities while ensuring alignment with the Group's enterprise risk management framework. The Committee works closely with the Group Climate Finance and Sustainability Unit, housed within the Investment Banking Department, which provides technical expertise, coordination, and guidance across the Group's subsidiaries.

FBC Securities operates under a comprehensive Group-wide policy framework that guides sustainability integration across operations.

Key Policy	Purpose
Group Sustainability (ESG) Policy	Provides the overarching framework guiding sustainability integration across the Group
ESG Procedure Manual	Defines operational processes for embedding ESG considerations into the transaction cycle.
Risk Management Policy and Risk Appetite Statement	Integrates sustainability and climate-related risks into enterprise risk management
Stakeholder Engagement Policy	Guides structured stakeholder engagement and responsiveness
Board Code of Conduct & Board Charter	Promotes ethical leadership, integrity and responsible corporate governance
Product Portfolio Management Policy	Aligns products and services with sustainability objectives

These policies collectively ensure that sustainability and climate-related considerations are integrated into governance structures, operational processes and business practices across all FBCH subsidiaries, FBC Securities included.

#### Strategy

FBC Securities aligns its sustainability and climate approach with the FBC Holdings 2025 Sustainability Strategy, which integrates environmental, social and governance (ESG) considerations into governance, investment practices and stakeholder engagement across the Group. The strategy is guided by five strategic pillars that support sustainable economic development and responsible financial markets.

Strategic Pillar	Summary of Commitment	SDG Alignment
Sustainable Finance	Promote responsible investment practices and support financing that advances inclusive growth and low-carbon economic development.	SDG 7 – Affordable & Clean Energy
		SDG 8 – Decent Work & Economic Growth
		SDG 9 – Industry, Innovation & Infrastructure
Strategic Partnerships	Collaborate with regulators, industry bodies and development partners to advance responsible finance and sustainable capital markets.	SDG 17 – Partnerships for the Goals
		SDG 8 – Decent Work & Economic Growth
Human Capital	Develop a skilled, diverse and engaged workforce through continuous learning, inclusion and employee wellbeing initiatives.	SDG 4 – Quality Education
		SDG 5 – Gender Equality
		SDG 8 – Decent Work & Economic Growth
Responsible Business Governance	Uphold strong corporate governance while embedding sustainability and climate considerations into risk management and decision-making.	SDG 16 – Peace, Justice & Strong Institutions
		SDG 8 – Decent Work & Economic Growth
Community Development	Support community empowerment through education, entrepreneurship and initiatives that strengthen social and economic resilience.	SDG 1 – No Poverty
		SDG 4 – Quality Education
		SDG 8 – Decent Work & Economic Growth SDG 11 – Sustainable Cities & Communities

Through alignment with these pillars, FBC Securities contributes to the Group's broader objective of mobilising capital in ways that support responsible investment, inclusive financial markets and sustainable economic development in Zimbabwe.

#### Risk Management

Sustainability and climate-related risks are integrated into the FBC Holdings Enterprise Risk Management (ERM) framework, which applies to all subsidiaries including FBC Securities. The Group Risk Management Division coordinates the identification, assessment and monitoring of sustainability and climate-related risks on a periodic basis, supported by the Climate Finance and Sustainability Unit.

These risks are incorporated into the Group risk register and monitored through established governance structures. For a securities brokerage business, climate-related risks arise primarily through market dynamics, regulatory developments, operational exposures and reputational considerations. In line with internationally recognised climate disclosure frameworks, the business is affected by the following transition and physical risks.

Climate Risk Category	Risk Type	Negative Impact on the Business (Risk)	Positive Impact on the Business (Opportunity)
Transition Risks	Market Risk	Changes in investor preferences towards sustainable assets may reduce demand for traditional or high-carbon investments, potentially lowering trading volumes and brokerage revenues in certain market segments.	Growing demand for sustainable and climate-aligned investments may increase trading activity in green bonds, ESG-linked instruments and sustainable equities, creating new brokerage and advisory opportunities.
	Regulatory & Compliance Risk	Evolving sustainability disclosure and climate risk management regulatory requirements may increase compliance costs, reporting complexity and the need for enhanced governance and systems. Non-compliance could lead to regulatory penalties or reputational damage.	Strengthened compliance and early alignment with emerging climate-related regulations can enhance credibility with regulators and institutional investors, positioning the business as a trusted intermediary in sustainable capital markets.
Physical Risks	Reputational Risk	Failure to meet stakeholder expectations regarding responsible investment practices, climate disclosure or market conduct could erode investor confidence, weaken brand reputation and affect client relationships.	Demonstrating strong sustainability governance and responsible brokerage practices can enhance brand reputation, attract sustainability-focused investors and strengthen relationships with institutional clients.
	Operational Risk	Extreme weather events or climate-related disruptions may affect trading infrastructure, ICT systems, physical offices or staff availability, potentially interrupting trading operations and client services.	Investment in resilient digital infrastructure, remote trading capabilities and business continuity systems can strengthen operational resilience and ensure uninterrupted market access for clients during disruptions.

To address these risks and capture emerging opportunities, FBC Securities relies on several key risk management and strategic mechanisms within the Group. These include but not limited to:

- Integration of climate and sustainability risks within the Group risk register
- Continuous monitoring of regulatory, sustainability and capital market developments
- Oversight by the Risk and Compliance Committee
- Technical guidance from the Group Climate Finance and Sustainability Unit
- Alignment with Group policies, sustainability strategy and risk appetite frameworks
- Identification of opportunities in sustainable finance and ESG-aligned investment products

This structured approach ensures that climate-related risks are systematically identified, assessed and managed, while also enabling the business to respond to evolving market opportunities in sustainable capital markets. It further supports the operational resilience of the securities brokerage business and alignment with the broader FBC Holdings risk management framework.

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

#### Metrics & Targets

FBC Securities monitors sustainability performance using Group-aligned key performance indicators (KPIs) that support responsible governance, financial inclusion and ethical market conduct

Metric	Target	2025 Progress	2024 Baseline
ESG Integration	Full integration of ESG considerations into governance and decision-making processes by 2025	All Board members trained on sustainability and climate-related risks and opportunities	Sustainability considerations incorporated into Board and management discussions
Ethical Business Conduct	Maintain zero tolerance for ethical breaches	No ethical violations reported	Zero incidents of ethical violations reported
Board Diversity	Progress toward 50% female representation on Boards	Approximately 30% female representation	30% female representation on the Board
Retail Investor Participation	Increase individual investors by 20% annually	2,513 individual investors representing approximately 6% growth	2,380 investors
Financial Literacy Outreach	Reach 3 million individuals through financial literacy initiatives	2 million individuals reached through programmes such as Global Money Week, CFA Research Challenge, Research Investor Education reports, The company leverages on Social Media platforms to achieve this reach.	1.5 million reached

These indicators enable FBC Securities to monitor progress against sustainability objectives while supporting the broader sustainability commitments of FBC Holdings

FBC Securities remains committed to advancing the sustainable development of Zimbabwe's capital markets through responsible brokerage practices, inclusive market participation and strong governance.

While this report provides a summary of sustainability and climate-related practices relevant to the securities brokerage business, comprehensive disclosures on governance, strategy, risk management processes and performance metrics are presented in the FBC Holdings Integrated Annual Report, which will be published before 30 June 2026. Through alignment with the Group's sustainability framework and continued engagement with regulators, investors and market participants, FBC Securities seeks to support the development of transparent, resilient and inclusive capital markets that contribute to long-term economic growth.

#### 26 CAPITAL ADEQUACY

FBC Securities (Pvt) Ltd capital management framework is based on SECZim risk-based capital adequacy approach as provided in the Capital Adequacy Directive for Securities Market Intermediaries of December 2025. As at 31 December 2025 the adjusted liquid capital stood at ZWG 14,871,716 (see Table 2 below) against minimum requirements of ZWG2,925,080 (see Table 1) resulting in a surplus of ZWG11,946,636.

Table 1 : Capital Requirements

13 weeks Operational expenditure Requirement (OER) or the prescribed fixed minimum amount (whichever is higher)	a	2,925,079.78
Counter party risk requirement (CRR)	b	-
Total Requirement (TR) (a+b)		2,925,079.78
Adjusted liquid Capital (ALC): Table 2		14,871,715.49
Capital Surplus (shortfall)	ALC less TR	11,946,635.71

Table 2 : Adjusted Liquid Capital

Ordinary share capital	202.09
Preference share capital	-
Share premium account	2,020,741.83
Audited retained earnings or accumulated losses	9,454,953.57
Unaudited profit or loss	-
Other Distributable Reserves	9,011,067.09
Owners' equity	20,486,964.58
+ Shareholders loans	4,719,553.94
Total capital resources (a)	25,206,518.52
Less intangible assets (b)	19,203.23
Goodwill	-
Licensees, softwares	19,203.23
Trademarks and similar rights	-
Available capital resources (c) = (a-b)	25,187,315.28
Less Illiquid assets (d)	1,368,762.44
Fixed Assets (Held for own use)	1,368,762.44
Available capital resources after fixed assets adjustment (e) = (c-d)	23,818,552.85
Less Adjustments (Haircuts) on Investment Assets (Table 3) (f)	8,946,837.35
Less overdue Receivables	-
Adjusted liquid capital (ALC) (h) =e-(f+g)	14,871,715.49

### NOTES TO THE FINANCIAL RESULTS (CONTINUED)

For the year ended 31 December 2025

Table 3 : Adjustments on Investment Assets

Investment Classes	Market Value (MV)	Risk Factor (RF)	PRR (MV*RF)
Listed shares on securities exchange:			
i. Top 20 by market capitalization	6,344,077.37	10%	634,407.74
ii. Top 21-30 by market capitalization	-	20%	-
iii. Top 31 and above by market capitalization	15,483,837.89	40%	6,193,535.16
iv. Suspended counters	326,192.34	100%	326,192.34
Corporate and other listed debt securities	-	20%	-
Property Investments	7,274,596.00	20%	1,454,919.20
Money Market Investments held with banks (BB+) Credit ratings	8,339,884.75	0%	-
Money Market Investments held with banks (BB-) Credit ratings	-	10%	-
Government debt	3,217,115.61	10%	321,711.56
Private equity/ non-quoted equities	-	60%	-
Foreign held - listed equity investments	80,356.81	20%	16,071.36
Other foreign investments	-	80%	-
Adjustments on Investment Assets (To Table 3)			8,946,837.35

#### 27 CONTINGENT LIABILITIES

There were no contingent liabilities as at 31 December 2025 (2024: ZWG nil).

#### 28 COMMITMENTS FOR CAPITAL EXPENDITURE

There was no capital commitments made as at 31 December 2025 (2024: ZWG nil).

#### 29 SUBSEQUENT EVENTS

Subsequent to the reporting date, there have been significant geopolitical and regulatory developments. The escalation of the 2026 Iran war, involving the United States, Israel, and Iran, has disrupted key oil supply routes through the Strait of Hormuz and contributed to volatility in global financial markets, with resultant increases in fuel prices in Zimbabwe impacting the cost of doing business. In addition, Zimbabwe announced a ban on the export of raw lithium ores and concentrates to promote local value addition. Management has assessed both developments as non-adjusting events, as they do not reflect conditions existing at the reporting date. However, they may have implications for the Company's future financial performance, including potential impacts on investment valuations, liquidity, credit risk exposures, and broader macroeconomic conditions. The Company continues to monitor these developments and will assess their financial impact as further clarity emerges.