

CREDIT OPINION

19 May 2016

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RATINGS

Letshego Holdings Limited

Domicile Gaborone, Botswana

Long Term Rating Ba3

Type LT Issuer Rating - Fgn Curr

Outlook Stable

Please see the ratings section at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

Analyst Contacts

Christos Theofilou, 357-2569-3004
CFA

AVP-Analyst
christos.theofilou@moodys.com

Antypas Asfour, CFA 357 25 69 3033

Associate Analyst
antypas.asfour@moodys.com

Constantinos 357-2569-3009

Kypreos
VP-Sr Credit Officer
constantinos.kypreos@moodys.com

Jean-Francois 44-20-7772-5653

Tremblay
Associate Managing
Director
jean-francois.tremblay@moodys.com

Sean Marion 44-20-7772-1056

Managing Director -
Financial Institutions
sean.marion@moodys.com

Letshego Holdings Limited

Credit Opinion

Summary Rating Rationale

The Ba3/Not Prime issuer ratings assigned to Letshego Holdings Limited (Letshego) capture the company's solid capitalisation and good profitability (supported by its niche, low-cost, franchise), and growing diversification across regional countries, which provide the company with a solid buffer to absorb the negative effect of any adverse changes in any of its operating environments.

The ratings balance these strengths against Letshego's (1) narrow business model, with a high reliance on payroll deductions for loan repayment collections, (2) high exposure to foreign exchange risk, (3) elevated asset quality risks, and (4) dependence on market-sensitive wholesale funding; although actions are being taken to address these weaknesses.

The Ba3 issuer rating assigned to Letshego reflects its stand-alone credit profile. No external support has been imputed in Letshego's ratings given its limited importance to Botswana's payment system resulting from its small scale, and given that it does not have any material customer deposits.

Rating Drivers

- » Letshego has a narrow business model, although it is gradually diversifying across products and countries
- » Foreign Exchange Risks are High
- » Asset quality risks are elevated
- » Solid capitalisation buffers
- » Profitability is supported by an established niche, albeit narrow, franchise
- » Reliance on wholesale market funding, although the company has diversified and broadened its funding profile

Rating Outlook

The company's ratings carry a stable outlook.

Factors that Could Lead to an Upgrade

- » An upgrade on the company's ratings would depend on Letshego successfully developing broader African financial services operations, while maintaining strong profitability and capitalisation, and reversing asset quality downtrends. We expect these operations to help (1) diversify its funding profile; (2) strengthen its overall franchise; and (3) enhance the regulatory and supervisory framework.

Factors that Could Lead to a Downgrade

- » Negative rating pressure could be exerted on Letshego's ratings if regional authorities in the company's main operating markets impose restrictions on the deduction (at source) of loans and other repayments from the wages of public-sector employees, leading to a sharp rise in bad debts and impairment costs. In addition, negative pressure could be exerted on the ratings if (1) Letshego's expansion in other sub-Saharan markets, client segments and products, results in any material weakening of asset quality and profitability metrics; or (2) Letshego's current sound capitalisation metrics were to materially weaken.

Key Indicators

Exhibit 1

Letshego Holdings Limited

	2015	2014 [1]	2013 [2]	2012	2011	2010
Total Managed Assets (BWP Million)	7,540.3	6,411.8	5,024.4	4,320.1	3,212.7	2,430.2
Total Managed Assets (USD Million)	670.3	674.2	549.9	540.2	439.3	359.7
Pretax Preprovision profits / Average Managed Assets	17.1%	17.6%	20.0%	23.3%	26.8%	30.6%
Net Income/ Average Managed Assets	11.0%	12.0%	14.0%	17.5%	20.5%	21.8%
ROE (NPATBUI / Avg. Equity) [3]	19.0%	18.7%	20.3%	26.2%	28.7%	30.6%
Liquid Assets / Short Term Debt [4]	32.1%	22.0%	151.0%	377.9%	31.6%	53.1%
Tangible Common Equity / Tangible Managed Assets % [5]	52.0%	60.8%	67.4%	63.7%	70.4%	71.7%
Problem Loans/Gross Loans	7.6%	4.5%	0.3%	0.8%	0.0%	0.0%
Problem Loans/(Shareholder Equity+ Loan Loss Reserve)	11.6%	6.5%	0.4%	0.9%	0.0%	0.0%
Net Charge-offs / Average Gross Loans & Leases	0.2%	0.8%	1.4%	1.0%	2.0%	1.6%

[1] For the fiscal year ending 31 December 2014 (11 months)

[2] For the fiscal year ending 31 January 2014

[3] NPATBUI refers to net profit (loss) after-tax before unusual items

[4] Short term debt refers to short term borrowings as reported by the company

[5] Tangible managed assets are assets including loan loss reserves, less intangible assets

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Detailed Rating Considerations

LETSHEGO HAS A NARROW BUSINESS MODEL, ALTHOUGH IT IS GRADUALLY DIVERSIFYING ACROSS PRODUCTS AND COUNTRIES

Letshego specialises in unsecured loans to government and quasi-government employees under the payroll deduction model, whereby loan repayments are taken directly from the employer prior to the monthly salary being distributed (around 89% of total loans). Letshego's narrow business model exposes it to any adverse regulatory or legal changes. While we do not expect any short-term disruption and we note the company's contingency plans in place, under a scenario where authorities cease to facilitate the payroll deduction process, Letshego will be faced with an onerous change in its operating model, a sudden and substantial rise in bad debts and impairment costs (to over 10% of gross loans) and materially higher operating expenses. Letshego is also exposed to other regulatory risks such as a potential lower cap on the effective interest rate it can charge on loans, which will lead to lower earnings generation.

Positively, we note Letshego's increasing geographical diversification and strategy to diversify its business model, by becoming a pan-African broader-based financial services company, operating at the segment space below commercial banking. This is facilitated by various acquisitions across Africa and the acquisition of deposit taking licenses in several territories (it has a deposit-taking license in Mozambique, Rwanda, Tanzania, Nigeria, and has received a preliminary banking license in Namibia). This expansion will gradually reduce its overall dependence on payroll lending (by broadening customer segments and products) and support its deposit mobilisation capabilities.

In the short-term, however, the company needs to manage potentially elevated credit losses from (1) higher credit costs in non-payroll related loans (micro finance group loans, micro and small enterprise business loans, and low-income housing loans) of around 4%-7% (albeit compensated by higher margins); (2) higher country risks; and (3) its relative inexperience in these newer markets and product offerings.

FOREIGN EXCHANGE RISKS ARE HIGH

Letshego also has substantial currency risk exposure as a result of its regional operations, and we estimate that a severe stress scenario of a 40% appreciation in the Botswana pula would result in a decrease of its net foreign-currency assets, leading to a loss equivalent to 34% of tangible common equity as of year-end 2015. Positively Letshego is taking steps to reduce its net foreign-currency position, although we expect the progress to be gradual. Letshego also has a moderate exposure to interest-rate risk because a portion of funding is floating rate, whereas all loans are fixed rate, although the large margins allow some room for interest-rate fluctuation.

ASSET QUALITY RISKS ARE ELEVATED

Letshego's business model has historically led to fairly low credit costs (loan loss provisions to average gross loans of 1%-3% per annum), reduced collection costs and improved collection statistics. As a consequence, Letshego's overall credit costs remained fairly low at 2.3% for the year ending December 2015.

However, the adverse economic environment encountered in some of Letshego's markets, in addition to the higher NPLs in non-payroll related lending, has led to a deterioration in the NPL ratio (including 90 days past due but not impaired loans) to 7.6% from 4.5%. The subdued economic environment and the higher provisioning needs under new IFRS 9 guidelines (an issue faced by financial institutions globally) also imply that provisioning needs will remain high.

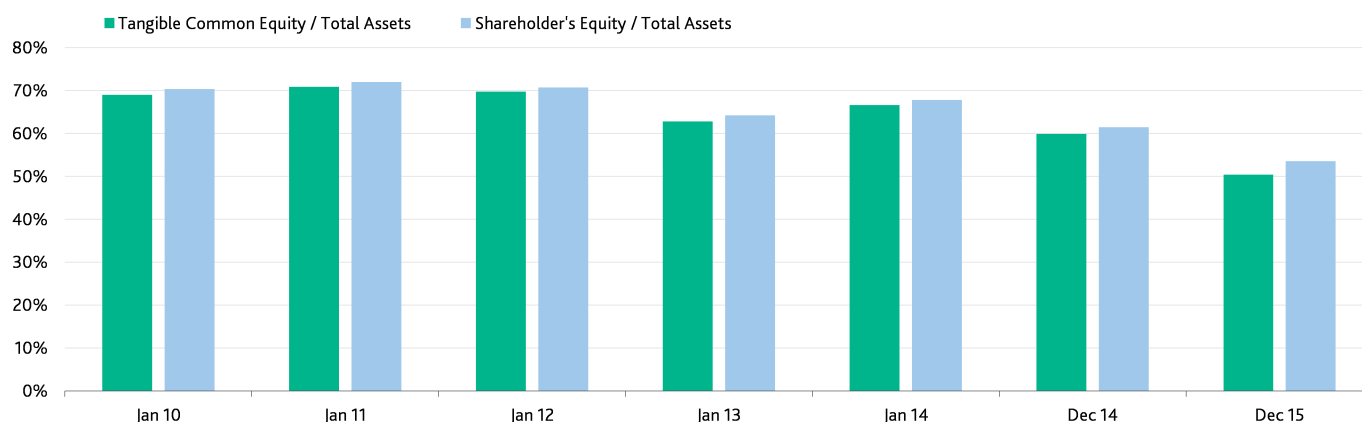
With Letshego's policy of immediately writing-off loans on evidence of impairment (e.g., when a debtor becomes unemployed) and a strengthening of the provisioning policy in 2015, loan loss reserves increased to 51% of NPLs (including 90 days past due) or 124% of impaired loans (excluding 90 days past due).

SOLID CAPITALISATION BUFFERS

Letshego's capitalisation levels continue to underpin the current ratings. The company is currently well capitalised, with a tangible common equity-to-total assets ratio of 50.4% at December 2015, despite the drop (FY2014: 59.9%), which provides a solid buffer for the company to face any adverse changes both to the competitive environment and to its current business model. While we currently anticipate capital levels to further drop slightly (as the company acquires more debt and/or reduces equity levels to grow/ optimize its capital structure), a material drop in capitalization could weigh on its current ratings.

Exhibit 2

Letshego's Capital Metrics Remain High, Although They Are on Downwards Trend



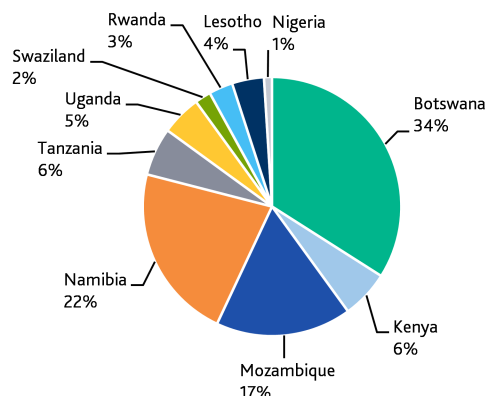
Source: Letshego Financial Statements, Moody's Financial Metrics

PROFITABILITY IS SUPPORTED BY AN ESTABLISHED NICHE, ALBEIT NARROW, FRANCHISE

We expect that profitability will also remain sound despite declining trends with lower, albeit still strong, loan yields, owing to lower interest rates and increasing competition, and a higher cost base as a consequence of the company's broader financial services offering in certain markets. The pre-provision income-to-average assets ratio was 17.1% during FY 2015, the net income-to-average assets ratio was 11.0% and the net interest margin was 22.1%. Despite ongoing investment, the cost-to-income ratio remained strong at 30.1%, supported by Letshego's low-cost business model and strategy.

Profitability is supported by Letshego's successful niche consumer finance franchise. The company is becoming increasingly diversified across geographies with operations in ten sub-Saharan African countries (including Botswana, Namibia, Mozambique, Tanzania). It has a strong niche franchise within Botswana (where it offers payroll loans to around 21% of all government employees) and Namibia (where it offers payroll loans to around 56% of all government employees), benefiting from a quick and efficient loan-approval and disbursement process. For 2015, operations in Botswana contributed 34% of the loan book, Namibia 22%, Mozambique 17% (where Letshego offers payroll loans to around 20% of all government employees), Uganda 10% (where it offers payroll loans to around 10% of all government employees), Tanzania 6% (where it offers payroll loans to around 9% of all government employees) and Kenya 6% (where it offers payroll loans to around 2% of all government employees). None of the remaining markets contribute more than 5% of the loan book, and Letshego generally exhibits a lower franchise sustainability given weaker brand name and market recognition compared to its more established markets like Botswana, Namibia and Mozambique.

Exhibit 3

Letshego's Loan Book Is Becoming Increasingly Diversified Across Countries

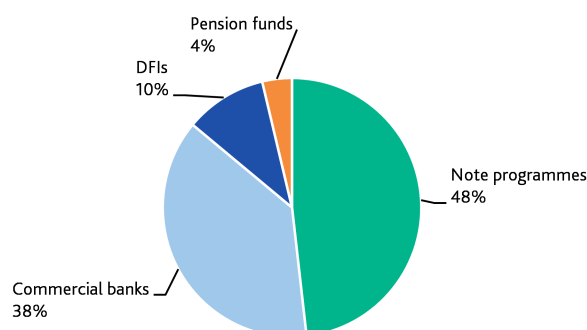
Source: Letshego Financial Statements

RELIANCE ON WHOLESALE MARKET FUNDING, ALTHOUGH THE COMPANY HAS DIVERSIFIED AND BROADENED ITS FUNDING PROFILE

While we acknowledge that Letshego has diversified its funding structure, the company continues to rely primarily on wholesale funding to support its activities, which remains a rating constraint given that this type of funding is inherently confidence-sensitive and vulnerable to disruption.

We note positively that over the past three years Letshego has diversified its funding structure, and improved its liquidity and asset and liability maturity profile through (1) a Johannesburg Stock Exchange listed senior secured bond - denominated in South African rand (amounting to ZAR700 million: Botswana pula equivalent: BWP494 million), (2) senior unsecured bonds amounting to BWP350 million (listed on the Botswana Stock Exchange), out of which BWP300 million had maturities of at least 10 years, and (3) the issuance of Letshego's first medium term note (MTN) programme in Mozambique in 2015. As of December 2015, bond funding accounted for 48% of total borrowings, commercial bank funding for 38%, DFI funding for 10% and pension fund funding for 4%.

Exhibit 4

Letshego Remains Wholesale Funded, Although Increasingly More Diversified

Source: Letshego Financial Statements

However, with the South African rand denominated bond maturing before the end of 2016, this has led to a reduction in its 24 month coverage ratio to around 23% as of December 2015. We use the above ratio to measure liquidity and it is calculated as the level of cash and committed, unsecured bank lines available as a percentage of debt maturing within the next 24 months. Maturing debt also requires Letshego to refinance a significant portion of its total funding. The company continues to broaden its funding profile by tapping an increasing number of local institutional investors and financial institutions, as well as development finance institutions. As

mentioned above, the company also aims to gradually tap customer deposits, which has commenced in Mozambique, Rwanda and Tanzania, while Letshego also acquired in 2015 a deposit-taking micro finance bank in Nigeria.

SOURCE OF FACTS AND FIGURES CITED IN THIS REPORT

Unless noted otherwise, we have sourced data relating to system-wide trends and market shares from the central bank. Bank specific figures originate from banks' reports and Moody's Banking Financial Metrics. All figures are based on our own chart of account and may be adjusted for analytical purposes. Please refer to the document: "[Financial Statement Adjustments in the Analysis of Financial Institutions](#)" published on 12 February 2016.

RATING METHODOLOGY

The principal methodologies used in this rating were "Finance Company Global Rating Methodology", published in October 2015. Please see the Credit Policy page on www.moody.com for a copy of these methodologies. Letshego's assigned rating is in line with the outcome of the Finance Company scorecard - as per the aforementioned methodology.

Rating Methodology and Scorecard Factors

Exhibit 5

Letshego Holdings Limited

Rating Factors	Aa/A	Baa	Ba	B	Caa	Historical View	Forward View
Non-Financial Factors						B	B
Factor: Franchise Positioning						B	B
- Market Position and Sustainability			x				
- Operational Diversification				x			
Factor: Risk Positioning						Ba	Ba
- Potential Volatility of Assets/Cashflows				x			
- Governance and Management Quality			x				
- Risk Management [1]			x				
- Key Relationship Concentrations	x						
- Liquidity Management				x			
Factor: Operating Environment [2]						B	B
- Economic Strength			x				
- Institutional Strength			x				
- Susceptibility to Event Risk			x				
Financial Factors						Ba	B
Factor: Profitability						Aa/A	Aa/A
- PPI / AMA	18.26%						
- Net Income / AMA	12.34%						
- Pre-tax Income Coefficient of Variation		31.79%					
Factor: Liquidity						B	B
- 24 Month Coverage Ratio					22.68%		
- Secured Debt / Gross Tangible Assets		17.64%					
Factor: Capital Adequacy						Aa/A	Aa/A
Capital Bucket: Traditional Finance Company							
- TCE / TMA	52.01%						
Factor: Asset Quality						Ba	B
- Problem Loans / Gross Loans				4.14%			
- Problem Loans / (Shareholders Equity + LLR)	6.17%						
Scorecard estimated stand-alone credit assessment:						Ba3	B1
Assigned Rating:							Ba3

[1] Capped at B; The operating environment score will not exceed the weighted average of scores assigned to a firm's other non-financial factors.

Ratings

Exhibit 6

Category	Moody's Rating
LETSHEGO HOLDINGS LIMITED	
Outlook	Stable
Issuer Rating	Ba3
ST Issuer Rating	NP

Source: Moody's Investors Service

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Analyst Contacts

Christos Theofilou, CFA 357-2569-3004
 AVP-Analyst
 christos.theofilou@moody's.com

Constantinos Kypreos 357-2569-3009
 VP-Sr Credit Officer
 constantinos.kypreos@moody's.com

Sean Marion 44-20-7772-1056
 Managing Director -
 Financial Institutions
 sean.marion@moody's.com

Antypas Asfour, CFA 357 25 69 3033
 Associate Analyst
 antypas.asfour@moody's.com

Jean-Francois Tremblay 44-20-7772-5653
 Associate Managing
 Director
 jean-francois.tremblay@moody's.com

CLIENT SERVICES

Americas 1-212-553-1653

Asia Pacific 852-3551-3077

Japan 81-3-5408-4100

EMEA 44-20-7772-5454