

Sasfin Holdings Limited  
 Incorporated in the Republic of South Africa  
 ("Sasfin" or "the Group" or "the Company")  
 (Ordinary share code: SFN ISIN: ZAE000006565)  
 (Preference share code: SFNP ISIN: ZAE000060273)

AUDITED GROUP RESULTS AND DIVIDEND DECLARATIONS  
 FOR THE YEAR ENDED 30 JUNE 2009

	30 June 2009	30 June 2008
Profit for the year	R189 million	R184 million
Headline earnings	R154 million	R156 million
Total assets	R3,2 billion	R3,0 billion
Return on ordinary shareholders' average equity	25%	28%
Return on total average assets	5%	6%

FINANCIAL HIGHLIGHTS

	% Change	30 June 2009 Audited	30 June 2008 Audited
Consolidated statement of financial position			
Total assets (Rm's)	5	3 181	3 016
Total gross loans and advances (Rm's)	1	1 867	1 850
Income statement			
Headline earnings (Rm's)	(2)	154	156
Earnings attributable to ordinary shareholders (Rm's)	1	157	156
Financial performance			
Return on ordinary shareholders' average equity (%)	(12)	25	28
Return on total average assets (%)	(17)	5	6
Operating performance			
Non-interest income to total income (%)	2	75	74
Efficiency ratio (%)	3	63	61
Non-performing advances to total gross loans and advances (%)	100	8	4
Share statistics			
Headline earnings per ordinary share (cents)	(3)	560	576
Earnings per ordinary share (cents)	(1)	571	576
Diluted earnings per ordinary share (cents)	0	570	572
Diluted headline earnings per ordinary share (cents)	(2)	559	572

Number of ordinary shares in issue at end of the period ('000)	3	28 001	27 288
Weighted average number of ordinary shares in issue ('000)	1	27 471	27 094
Diluted weighted average ordinary shares in issue ('000)	1	27 519	27 301
Dividends per ordinary share relating to profit for the year (cents)	(4)	220	228
Dividends per preference share relating to profit for the year (cents)		1 072	1 068
Of which dividend number 7		-	516
Of which dividend number 8		-	552
Of which dividend number 9		584	-
Of which dividend number 10		488	-
Net asset value per ordinary share (cents)	9	2 405	2 204
Capital adequacy (unaudited)			
Group capital to risk weighted assets (%)	11	31	28
Sasfin Bank Limited and its subsidiaries capital to risk weighted assets (%)	45	32	22
Employees			
Permanent staff complement	6	573	542

#### CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		30 June 2009	30 June 2008
	% Change	Audited R'000	Audited R'000
<b>ASSETS</b>			
Cash and cash balances		423 671	449 315
Short-term negotiable securities		49 689	55 106
Loans and advances to customers	1	801 485	803 516
Other receivables		318 751	327 107
Investment securities		261 211	232 777
Investments in associated companies		56 707	36 196
Investment property		27 999	-
Property, plant and equipment		187 638	94 627
Taxation		12 827	-
Intangible assets and goodwill		33 808	9 417
Deferred tax asset		7 366	7 691
Total assets	5	3 181 152	3 015 752
<b>LIABILITIES</b>			
Interbank funding and deposits from banks		69 777	21 359
Deposits from customers		881 380	1 108 051
Long-term loan		100 000	-
Other payables		262 631	286 092

Debt securities issued		873 735		703 037
Taxation		2 118		3 689
Deferred tax liability		60 777		52 605
Total liabilities	4	2 250 418	2	1 174 833
EQUITY				
Ordinary share capital and share premium		43 476		27 539
Reserves		629 825		573 941
Preference share capital and share premium		199 278		199 278
Total equity attributable to equity holders of the parent	9	872 579		800 758
Minority interest		58 155		40 161
Total equity		930 734		840 919
Total liabilities and equity	5	3 181 152	3	3 015 752
Commitments and contingent liabilities		74 855		216 141

#### CONSOLIDATED INCOME STATEMENT

		30 June 2009	30 June 2008
	% Change	Audited R'000	Audited R'000
Interest income		371 072	336 054
Interest expense		211 510	180 906
Net interest income		159 562	155 148
Non-interest income		471 680	432 210
Total income	8	631 242	587 358
Impairment charges on loans and advances		18 762	4 299
Net income after impairments		612 480	583 059
Operating costs	11	399 306	360 622
Staff costs		168 153	144 719
Other operating expenses		231 153	215 903
Profit from operations		213 174	222 437
Share of associated companies' income		8 167	4 932
Profit before income tax		221 341	227 369
Income tax expense		32 332	42 940
Profit for the year	3	189 009	184 429
Profit attributable to:			
Minority interest		10 459	9 614
Preference shareholders		21 646	18 723
Equity holders of the parent		156 904	156 092
Profit for the year	3	189 009	184 429
Basic earnings per ordinary share (cents)		571	576
Diluted earnings per ordinary share (cents)		570	572

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (SUMMARISED)

	30 June 2009	30 June 2008
	Audited	Audited
	R'000	R'000
Opening total shareholders' equity	840 919	774 415
Total comprehensive income for the year	147 610	188 616
Profit for the year	189 009	184 429
Property revaluation reserve	2 097	-
Change in foreign currency translation reserve	(43 693)	5 016
Change in available-for-sale reserve	197	(829)
Change in minorities	7 462	(46 052)
Issue of ordinary shares	15 937	1 836
Share-based payments reserve movements	(747)	-
Preference share dividend	(21 646)	(18 723)
Ordinary share dividend	(58 801)	(59 173)
Closing balance	930 734	840 919

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		30 June 2009	30 June 2008
	% Change	Audited	Audited
		R'000	R'000
Profit for the year	3	189 009	184 429
Other comprehensive income for the year net of income tax		(41 399)	4 187
Foreign currency translation reserve		(43 693)	5 016
Net gains/(losses) on re-measurement of available-for-sale financial assets		197	(829)
Gains/(losses) on re-measurement of available-for-sale financial assets		217	(1 032)
Income tax effect		(20)	203
Net revaluation of investment property		2 097	-
Revaluation of investment property		2 912	-
Income tax effect		(815)	-
Total comprehensive income for the year	(22)	147 610	188 616
Attributable to:			
Minority interest		10 532	9 308
Preference shareholders		21 646	18 723
Equity holders of the parent		115 432	160 585
Total recognised income and expense for the year	(22)	147 610	188 616

CONSOLIDATED STATEMENT OF CASH FLOWS (SUMMARISED)

	30 June 2009 Audited R'000	30 June 2008 Audited R'000
Net cash flows from operating activities	(158 198)	160 238
Net cash flows from investing activities	(189 152)	(73 879)
Net cash flows from financing activities	262 585	(6 845)
Net increase in cash and cash equivalents	(84 765)	79 514
Cash and cash equivalents at beginning of the year	483 062	400 580
Effect of exchange rate fluctuations on cash held	5 287	2 968
Cash and cash equivalents at end of the year	403 584	483 062

HEADLINE EARNINGS RECONCILIATION

	30 June 2009 Audited R'000	30 June 2008 Audited R'000
Headline earnings are determined as follows:		
Profit attributable to equity holders of the parent	156 904	156 092
Capital (gains)/loss	(3 121)	54
Gross (gains)/loss	(3 666)	65
Tax impact	416	(9)
Minority effect	129	(2)
Headline earnings	153 783	156 146
Headline earnings per ordinary share (cents)	560	576

## SEGMENTAL ANALYSIS (SUMMARISED)

	30 June 2009 Audited R'000	30 June 2008 Audited R'000
Segment Results		
Business Banking	65 460	61 394
Capital	28 072	43 411
Treasury	60 555	34 314
Wealth Management	21 294	32 930
Logistics and Risk Management	13 628	12 380
Profit for the year	189 009	184 429
Segment Revenue		
Business Banking	487 122	399 240
Capital	69 782	73 393
Treasury	213 323	197 269
Wealth Management	163 988	188 260
Logistics and Risk Management	73 524	62 715
Group and elimination of intergroup items	(164 987)	(152 613)
Revenue for the year	842 752	768 264

## COMMENTARY

### NATURE OF BUSINESS

Sasfin is a bank-controlling company listed in the "Financials: Investment Services" sector of JSE Limited ("JSE"). Sasfin's subsidiaries provide a wide range of complementary banking, financial and related services.

### BUSINESS REVIEW: GROUP PERFORMANCE

#### Business environment

- The global economic downturn impacted sharply on emerging markets during the past year.
- In South Africa, economic activity declined significantly, resulting in increasing unemployment and lower consumer spending, and consequently credit stress in all sectors of the economy.

#### Financial overview

- The Group achieved profit for the year of R189 million (2008: R184 million), an increase of 3% on the corresponding period of 2008, whilst headline earnings decreased by 2% from R156 million to R154 million on a relatively flat asset base.
- The significant factors impacting the results were:
  - in response to tough trading conditions and the credit and liquidity crises, the Group focused on managing liquidity and tightened its credit and investment criteria;
  - net interest income of R160 million remained at a level comparable with the previous year (R155 million), which aligns with the level of loans and advances at R1,9 billion, which is also comparable with the prior year of R1,8 billion;

- an increase in impairment charges to R18,8 million (2008: R4,3 million), which represents an impairment charge of 1% per annum compared to 0,3% per annum in 2008;
- operating costs increased by 11% over 2008, which is largely attributable to the broadening of the Group's operating activities and infrastructure, and additional compliance costs associated with new regulations;
- net gains on foreign exchange translation realised on the Group's offshore operations, and quoted financial instruments and derivatives; and
- a reduced tax charge arising from realised gains in the private and property equity portfolios, which are subject to capital gains tax, and an increased contribution to earnings from its foreign-sourced operations which are based in lower tax jurisdictions.
  - Total assets grew by 5% to R3,2 billion (2008: R3,0 billion), primarily due to the Group's investment in its new premises, as reflected in Property, plant and equipment.
  - Although deposits decreased year on year by 20%, the Group has maintained comfortable liquidity levels in a market constrained by liquidity shortages.
  - The statutory risk-weighted capital adequacy of the Group is 31%, and that of Sasfin Bank Limited and its subsidiaries 32%, which are well above the prescribed minimum requirement.

#### SIGNIFICANT DEVELOPMENTS

There were a number of significant developments in the year under review, the more important of which are listed hereunder:

- A successful refinance of the Group's securitisation notes in November 2008 at favourable rates in severely constrained capital markets. This included the issue of a further tranche of R200 million equipment rentals paper, all underpinned by exceptional asset quality.
- The Group completed the development of its new premises in Waverley, Johannesburg, at a cost of approximately R170 million, which was partly funded by a long term loan of R100 million, and took occupation with effect from 30 June 2009. This is in line with the policy of investment in infrastructure, technology and operations to lay the foundations for growth.
- The Group established a strategic partnership with the International Finance Corporation ("IFC"), a member of the World Bank Group, which was announced on 7 July 2009 and comprised the following:
  - a US\$10 million trade finance facility for its Business Banking unit;
  - a specific issue of shares to the IFC for cash amounting to approximately the Rand equivalent of US\$10 million, subject to shareholder approval; and
  - a subordinated loan agreement with Sasfin Bank Limited for a loan intended to qualify as Tier 2 capital in the amount of R82,45 million.

## THE FINANCIAL SECTOR CHARTER

Whilst there is uncertainty about the status of this Charter, Sasfin has consistently improved its scorecard and has again been awarded an "A" rating for black economic empowerment by the Financial Sector Charter Council.

## PROSPECTS

The Group expects to benefit from its relationship with the IFC and its enlarged capital base, albeit in a challenging economic environment.

## BASIS OF PREPARATION AND PRESENTATION OF ANNUAL FINANCIAL STATEMENTS

### Statement of compliance

The audited summarised provisional consolidated financial statements have been prepared in accordance with the recognition and measurement criteria of International Financial Reporting Standards, its interpretations adopted by the International Accounting Standards Board, the presentation and the disclosure requirements of International Accounting Standards statement IAS 34 - "Interim Financial Reporting", the Listings Requirements of the JSE and the requirements of the South African Companies Act.

### Basis of preparation

The annual financial statements are prepared in thousands of South African Rand ("R'000") on the historical cost basis, except for certain derivative financial instruments which are recognised at fair value.

The accounting policies are those presented in the annual financial statements for the year ended 30 June 2009 and have been applied consistently to the periods presented in these audited summarised provisional consolidated financial statements and with those of the previous financial year, and by all Group entities.

The audited summarised provisional consolidated financial statements comprise a consolidated statement of financial position at 30 June 2009, a consolidated income statement, a consolidated statement of comprehensive income, a summarised statement of changes in equity, a summarised cash flow statement and a summarised segmental analysis report for the year ended 30 June 2009.

### Reports of the independent auditors

The unmodified audit reports of KPMG Inc. and PKF (Jhb) Inc., the independent auditors, on the annual financial statements and the summarised provisional financial statements contained herein for the year ended 30 June 2009, dated 2 September 2009, are available for inspection at the Company's registered office.

#### PREFERENCE SHARE DIVIDEND

Notice is hereby given that preference dividend number 10 amounting to 448,12 cents per preference share ("preference dividend") has been declared for the period 1 January 2009 to 30 June 2009, on 1 000 000 preference shares issued at R100,00 each, and on 905 000 preference shares issued at R110,49 each. The preference dividend is payable to holders of preference shares recorded in the register of the Company at the close of business of Friday, 2 October 2009.

The salient dates relating to the preference dividend are as follows:

Last day to trade cum the preference dividend	Friday, 25 September 2009
Preference shares commence trading ex the preference dividend	Monday, 28 September 2009
Preference dividend record date	Friday, 2 October 2009
Payment date of preference dividend	Monday, 5 October 2009

Preference share certificates may not be dematerialised or rematerialised between Monday, 28 September 2009 and Friday, 2 October 2009, both days inclusive.

#### FINAL ORDINARY SHARE DIVIDEND

Notice is hereby given that a final ordinary share dividend for the financial year ended 30 June 2009, amounting to 149 cents per share (2008: 144 cents per share) ("ordinary dividend") has been declared. The ordinary dividend is payable to holders of ordinary shares recorded in the register of the Company at the close of business of Friday, 9 October 2009.

Together with the interim ordinary dividend of 71 cents declared on 5 March 2009, the total ordinary dividends for the financial year amount to 220 cents per share (2008: 228 cents per share).

The salient dates relating to the ordinary dividend are as follows:

Last day to trade cum the ordinary dividend	Friday, 2 October 2009
Ordinary shares commence trading ex the ordinary dividend	Monday, 5 October 2009
Ordinary dividend record date	Friday, 9 October 2009
Payment date of ordinary dividend	Monday, 12 October 2009

Ordinary share certificates may not be dematerialised or rematerialised between Monday, 5 October 2009 and Friday, 9 October 2009, both days inclusive.

#### NOTICE OF ANNUAL GENERAL MEETING AND POSTING OF ANNUAL REPORT

The annual general meeting of Sasfin will be held at 29 Scott Street, Waverley, Johannesburg on Thursday, 3 December 2009 at 14h00.

The annual report will be posted to shareholders on or about 26 October 2009.

#### BOARD CHANGES

Alan Greenstein, the Group Managing Director, resigned on 3 December 2008.

For and on behalf of the Board

MB GLATT  
Chairman

RDEB SASSOON  
Chief Executive Officer

8 September 2009

This announcement and additional information is available on the website: [www.sasfin.com](http://www.sasfin.com)

#### Registered Office

29 Scott Street, Waverley, 2090, Johannesburg

Tel: +27 11 809 7500

Fax: +27 11 887 6167/2489

Websites: [www.sasfin.com](http://www.sasfin.com)

Non-Executive Chairman □ MB Glatt

Executive Directors □ RDEB Sassoon\* (Chief Executive Officer)

M Segal (Financial Director)

\* British

#### Non-Executive Directors

CN Axten

ETB Blight

DD Mokgatle

MS Rylands

ML Smith

Group Secretary □

S Jackson

#### Transfer Secretaries □

Computershare Investor Services (Pty) Limited

70 Marshall Street, Johannesburg, 2001

PO Box 61051, Marshalltown, 2107

Lead Sponsor

KPMG Services (Pty) Limited

Joint Sponsor

Sasfin Capital (a division of Sasfin Bank Limited)

Joint Auditors □

KPMG Inc. and PKF (Jhb) Inc.

Business Banking • Capital • Wealth Management • Treasury •  
Logistics and Risk Management