THIS PROSPECTUS IS DATED May 18, 2022. A copy of this Prospectus was delivered to the Registrar of Companies for registration pursuant to section 40(2) of the Companies Act, 2004 and was so registered on May 19, 2022. The Registrar of Companies accepts no responsibility whatsoever for the contents of this Prospectus. A copy of this Prospectus was also delivered to the Financial Services Commission ("FSC") for the purposes of the registration of the Company as an issuer pursuant to section 26 of the Securities Act and the Company was so registered on May 19, 2022. The FSC has not approved the shares for which subscription is invited nor has the FSC passed upon the accuracy or adequacy of this Prospectus.

COMBINED OFFER FOR SALE & PROSPECTUS

Dolla

Financial Services

We Lend

Registered office: Unit No. 1 Barbican Business Centre, 88 Barbican Road, Kingston 6, St. Andrew, Jamaica
Website: https://dollafinancial.com | Email: info@dollafinancial.com

INVITATION FOR SUBSCRIPTION/PURCHASE

500,000,000 Ordinary Shares at J$1.00 per Ordinary Share 250,000,000 newly issued Ordinary Shares priced at J$1.00 each and sale of 250,000,000 existing Ordinary Shares by the Selling Shareholders priced at J$1.00 each

212,500,000 Shares in the Invitation are initially reserved for priority application from, and subscription by, members of the public at J$1.00 each.

Up to 287,500,000 Shares in the Invitation (the "Reserved Shares") are initially reserved for priority application from, and subscription by, the following persons priced at the invitation price of J$1.00 (the "Reserved Share Applicants"): (a) 125,000,000 Shares for Employees, Directors, and the Mentor of the Company (the "Company Applicants"), and (b) 162,500,000 Shares for key stakeholders of the Company as determined by its directors, inclusive of its customers and suppliers (the "Key Partners"), and If any of the Reserved Shares in either category are not subscribed they will be available for subscription by priority applicants in the other category and thereafter, they will become available for subscription by the general public. All Reserved Shares are reserved but not discounted, and each Reserved Share is priced at the Invitation Price of J$1.00 per Share. See Section 6.5 for full terms and conditions. Total existing shares are deemed to be 2,250,000,000 and shares made available from this issue 500,000,000.

Applications for shares should be made via Victoria Mutual Wealth Management Limited's Wealth IPO Edge Portal by logging onto the website- https://wealthipo.vmbs.com (see directions with respect to such applications in the Appendix) or any other digital platform as may be notified by the Company. The subscription list for the Shares will open at 9:00 a.m. on the Opening Date, May 27, 2022. Applications submitted prior to the Opening Date will be received, but not processed until the Opening Date. The subscription list for the Shares will close at 4:30 p.m. on the Closing Date, June 10, 2022 subject to the right of the Company to: (a) close the subscription list at any time after it opens on 9:00 a.m. on the Opening Date once the issue is fully subscribed and (b) extend the Closing Date for any reason, provided that it does not extend beyond the expiration of 40 days after the publication of this prospectus for the purposes of section 48 of the Companies Act.

In the case of an early closing of the subscription list, or an extension to the Closing Date, notice will be posted on the website of the Jamaica Stock Exchange (www.jamstockex.com). It is the intention of the Company to apply to the JSE for admission of the Shares to the Junior Market. The application to the JSE is dependent on the Company's ability to (i) raise at least J$250,000,000.00 as a result of the Invitation and (ii) meet the criteria for admission. Please note that this statement of the Company's intention is not a guarantee that the Shares will in fact be admitted to the Junior Market of the JSE. If, however, the Invitation is not fully subscribed and the Company does not raise at least J$250,000,000.00 as a result of the Invitation, the Company will not make application for the Shares to be admitted to the Junior Market of the JSE and all payments for Shares received from Applicants will be returned (or refunded in full) to the Applicants.

SHARE CAPITAL

AUTHORISED	UNLIMITED SHARES
Issued prior to Invitation	2,250,000,000 - Shares
Maximum number to be issued in the Invitation fully paid assuming all Shares in the Invitation are subscribed at the price of J$1.00 each	250,000,000 - Shares
Maximum number of Sale Shares in the Invitation to be sold by the Selling Shareholders, fully paid and assuming all Sale Shares in the Invitation are purchased at the price of $1.00 each	250,000,000 - Shares
Total Consideration	J$500,000,000

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SECTION 1
Important Disclaimers

Responsibility for the Contents of this Prospectus
This Prospectus has been reviewed and approved by the Board of Directors of the Company. The Directors of the Company whose names appear in Section 8 of this Prospectus are the persons responsible (both individually and collectively) for the information contained in it. To the best of the knowledge and belief of the Directors, who have taken all reasonable care to ensure that such is the case, the information contained in this Prospectus is in accordance with the facts and no information has been omitted which is likely to materially affect the import of information contained herein.

Contents of this Prospectus
This Prospectus contains important information for prospective investors in the Company. All prospective investors should read this Prospectus carefully in its entirety before submitting an Application.

This Prospectus also contains summaries of certain documents, which the Board of Directors of the Company believes are accurate. Prospective investors may wish to inspect the actual documents that are summarised, copies of which will be available for inspection as described in Section 14. Any summaries of such documents appearing in this Prospectus are qualified in their entirety by reference to the complete document.

The publication of this Prospectus shall not imply that there has been no change in the business, results of operations, financial condition, or prospects of the Company since the date of this Prospectus. No person is authorised to provide information or to make any representation whatsoever in connection with this Prospectus, which is not contained in this Prospectus.

Neither the FSC nor any Government agency or regulatory authority in Jamaica has made any determination as to the accuracy or adequacy of the matters contained in this Prospectus.

The Invitation is made to Jamaican Residents in Jamaica Only
This Prospectus is intended for use in Jamaica only and is not to be construed as making an invitation to persons outside of Jamaica to subscribe for any Shares. The distribution or publication of this Prospectus and the making of the invitation in certain jurisdictions outside of Jamaica is prohibited by law.

Application to Subscribe for Shares
This Prospectus is not a recommendation by the Company that prospective investors should submit Applications to subscribe for Shares in the Company. Prospective investors in the Company are expected to make their own assessment of the Company of the merits and risks of subscribing for Shares. Prospective investors are also expected to seek appropriate advice on the financial and legal implications of subscribing for Shares, including but not limited to any tax implications. Each Applicant who submits an Application acknowledges and agrees that:

1. he/she has been afforded a meaningful opportunity to review this Prospectus (including the terms and conditions in Section 6.5), and to gather and review all additional information considered by him/her to be necessary to verify the accuracy of the information contained in this Prospectus;

2. he/she has not relied on the Company or any other persons in connection with his/her investigation of the accuracy of such information or his/her investment decision; and

3. no person connected with the Company has made any representation concerning the Company or this Prospectus not contained in this Prospectus, on which the Applicant has relied in submitting his/her Application.

SECTION 2
Summary of Key Information on the Invitation

ISSUER:	Dolla Financial Services Limited (the "Company" or "Dolla").	
SECURITIES:	UP TO 500,000,000 ORDINARY SHARES*	
INVITATION PRICE:	J$1.00 PER ORDINARY SHARE PAYABLE IN FULL ON DELIVERY OF AN APPLICATION	
APPLICATION:	SEE APPENDIX OF THIS PROSPECTUS (Applicants for Reserved Shares see * below).	
TERMS AND CONDITIONS:	SEE SECTION 6.5 OF THIS PROSPECTUS	
PAYMENT METHOD:	(1) cleared funds held in VMWM account (2) Payment by Real Time Gross Settlement System based on instructions provided in the Appendix	
TIMETABLE OF KEY DATES:	REGISTRATION AND PUBLICATION OF PROSPECTUS:	May 19, 2022 May 20, 2022
	OPENING DATE:	May 27, 2022
	CLOSING DATE: **	June 10, 2022
EARLY APPLICATIONS MAY BE SUBMITTED:	Early Applications will be received, but not processed until the Opening Date. All early Applications will be treated as having been received at the same time, being 9:00 a.m. on the Opening Date.	
BASIS OF ALLOTMENT:	"First come first served basis", and in the case of oversubscription, on a basis to be determined by the Directors, in their sole discretion, for operational efficacy/expedience, provided that any other basis of allocation utilized by the Company shall not materially/substantially disadvantage the existing shareholders, including on a pro rata basis, and in any of such events, the Applicants may be allotted fewer new Shares than they applied for.	
CONFIRMATION OF BASIS OF SHARE ALLOTMENTS:	A notice confirming the provisional basis of allotment will be posted on the website of the Jamaica Stock Exchange (www.jamstockex.com) 6 business days after the Closing Date. ***	
FINAL ALLOTMENT OF SHARES AND ADMISSION TO JUNIOR MARKET OF JSE.	Within 6 days of the Closing Date. Successful Applicants will receive a letter from the Registrar of the Company, Jamaica Central Securities Depository, confirming their final allotments.	

* Up to 287,500,000 Shares in the Invitation are Reserved Shares for priority application from, and subscription by, the following Reserved Share Applicants: (a) 125,000,000 Company Applicants Reserved Shares for the Company Applicants, and (b) 162,500,000 Key Partners Reserved Shares for the "Key Partners. If any of the Reserved Shares in either category are not subscribed, they will be available for subscription by priority applicants in the other category and thereafter, they will become available for subscription by the general public. See the full terms and conditions of the Invitation in Section 6.5.

**Applications by both the Reserved Share Applicants and the general public are to be made in accordance with the instructions set forth in the Appendix. The subscription list for the Shares will open at 9:00 a.m. on the Opening Date. The subscription list for the Shares will close at 4:30 p.m. on the Closing Date subject to the right of the Company to: (a) close the subscription list at any time after it opens on 9:00 a.m. on the Opening Date once the issue is fully subscribed and (b) extend the Closing Date for any reason provided that it does not extend beyond the expiration of 40 days after the publication of this prospectus for the purposes of section 48 of the Companies Act.

***In the case of an early closing or an extension to the Closing Date, notice will be posted on www.jamstockex.com. It is the intention of the Company to apply to the JSE for admission of the Shares to the Junior Market. The application to the JSE is dependent on the Company's ability to (i) raise at least J$250,000,000.00 as a result of the Invitation and (ii) meet the criteria for admission. Please note that this statement of the Company's intention is not a guarantee that the Shares will in fact be admitted to the Junior Market of the JSE. If, however, the Invitation is not fully subscribed by the Closing Date the Company will not make application for the Shares to be admitted to the Junior Market of the JSE and all payments will be returned (or refunded in full) to the Applicants making them.

SECTION 3

Letters to Prospective Investors

May 18, 2022

Dear Prospective Investors,

The Directors of the Company are delighted to invite you to subscribe for and purchase 500,000,000 shares in the Company as outlined in the Invitation. The Invitation represents a tremendous opportunity to own shares in a company which is truly Caribbean; one which is focused on bringing financial inclusion to one and all in Jamaica and in the Caribbean region.

The financial landscape in the region has been experiencing a marked paradigm shift, whereby individuals and companies are demanding more from their financiers. This dynamic is even more prevalent within the massive club of the unbanked and underbanked. Dolla Financial Services sees itself as the primary agent of this paradigm shift in the markets within which we operate. Dolla intends on being a bastion for the underserved.

The Company over the last two years has been carefully executing a pan-Caribbean strategy in the markets considered by the Company to be untapped. It is on this premise that Dolla Financial Services has morphed into a billion-dollar company, with strong operations in Jamaica and the Republic of Guyana, over 4,000 loyal customers and a staff complement that is energized, committed and most of all competent.

The leadership by the Group CEO, Kadeen Mairs has been exemplary. His specific mandate is to bring financial inclusion to those who are in dire need. We see this as not only a company specific thrust, but also one of regional patriotism and civic duty, all towards creating shared value.

The growth strategy for us is constant. There are a few jurisdictions where we plan to establish subsidiary operations in the short to medium term, because we recognize that if we are to experience considerable growth which aligns with our ambitions as a company then operating in Jamaica and Guyana alone will not maximize growth objectives. This strategy will be funded partly by the proceeds of this Invitation and the ongoing financial performance of the Company. The primary use of funds will be to:

- Reduce debt by the Selling Shareholders
- Fund our regional expansion

Over the last two years, the Company has undertaken a concerted drive to implement governance structures to ensure we are conducting our affairs within best practices. Becoming a listed issuer will further fuel this drive with transparency, good governance, and clear and regular reporting. Effectively, operating within the rules and regulations of the Junior Stock Market will be of significant benefit to all stakeholders.
If the Company is admitted to listing on the Junior Stock Market, then it will be the beneficiary of the special concessionary tax regime that is currently in place. This is one benefit among many!

The journey will not be easy, it will be marred by challenges and hurdles but certainly, with the gumption, competence and dedication of the team, the shepherding by the Board of Directors, the loyalty of our customers and above all the confidence reposed in us by our Shareholders, victory and success will be ours. We invite investors to "come on board" and let's steer the bark of this ship over these financial seas without ever quitting the helm of governance and performance.

Ryan Reid J.P.
Chairman

May 18, 2022

Dear Prospective Investors,

About Us

Dolla's journey started in 2014 offering Cambio and Remittance Services, in 2016 the company decided to solely focus all resources to offering Micro Financing solutions and discontinue its other services. Lending was then boosted by the first acquisition of a loan portfolio owned by the CEO Kadeen Mairs, and this was followed by a private placement of shares in the capital of the Company (equivalent to 75% of the equity of the Company), contributing to the raising of additional funding for expansion. Subsequently, the Company has raised additional funding through debt issues and preference share issues.

The capital that we have raised to date has allowed Dolla to execute on its strategy of providing a wide range of loan products to a diversified customer base both locally and overseas. From a single branch at inception in 2014, Dolla now has eight (8) branches across Jamaica situated in Fairview, Mandeville, Discovery Bay, Savanna-la-Mar, Junction, Lucea, Barnett Street and Kingston. We are also very proud of our most recent branch which is located in Georgetown, Guyana. Utilizing our extensive branch network, The Group disbursed over J$2.30Bn in loans since inception, and generated profit before taxes attributable to shareholders of J$167.80Mn as at our last financial year ending December 31, 2021.

By this Invitation, the Company is seeking to provide an opportunity to the public to subscribe for shares in the capital of the Company. Of the 500,000,000 Shares outlined in the Invitation, 250,000,000.00 are Sale Shares available for purchase from the Selling Shareholders for whom the Company acts as agent in the Invitation.

The capital from this Invitation, will allow Dolla to continue its phenomenal growth trajectory in Jamaica, Guyana, and other jurisdictions within the Caribbean. The Company's technology, team members, robust corporate governance, and risk framework, makes it well positioned among growing micro-lending companies in the region.

We are therefore pleased to extend this invitation to you, on behalf of the Company and on behalf of the Selling Shareholders, as it represents an opportunity to partake in the growth and expansion of a regional micro-lending company. Join us as we expand in Guyana and regionally within the Caribbean.

Company History

The Company was incorporated in Jamaica on October 14, 2009 and carries on business as a provider of short term micro and small loans to businesses and employed persons. The Company's registered office is located at Unit No. 1 Barbican Business Centre, 88 Barbican Road, Kingston 6, St. Andrew, Jamaica. The Group recorded a loan portfolio of J$750Mn for the financial period ending December 31, 2021. For further information on the Company see Company Information in Section 7, Management Discussion and Analysis and Financial Highlights and historical financial data in Section 9, and the Auditors' Report in Section 10.

The biographies of the Directors, the Mentor and Management Team are set out in Section 8 of this Prospectus.

Benefits of listing on the Junior Market of the Jamaica Stock Exchange

In addition to providing a mechanism for raising capital for the Company from prospective investors who are interested to support its aims, the Directors of the Company believe that the requirements for transparency, regular reporting and good governance in the Junior Market Rules will benefit both shareholders and key stakeholders of the Company.

If the Company is admitted to listing on the Junior Market, it will take advantage of the special concessionary tax regime that is currently in place. So, 100% of profits will be exempted from taxation for the initial five-year period. For the remaining five-year period, 50% of profits are exempted from taxation (this as a listed entity enjoys 10-year tax relief by virtue of the listing on the Junior Market). The remission of tax requires the Company to meet the ongoing Junior Market requirements for at least 15 years from the date of listing. Assuming that those conditions are met, in the Company's first 5 years on the Junior Market, the Company will not be liable to pay any corporate income tax. In years 6 to 10 on the Junior Market, the Company will be liable to pay corporate income tax at half of the usual rate. This tax incentive requires the Company to remain listed on the Junior Market for a minimum of 15 years to benefit from the tax incentive, otherwise the company will be liable to pay taxes relieved under the concession. The Company does not guarantee that the Shares will be listed. See Sections 7 and Section 14 of this Prospectus for further details of the concessionary tax regime for Junior Market Companies.

Use of Proceeds

The Company intends to use the anticipated proceeds of the Invitation of J$250,000,000.00 to expand its loan portfolio regionally through acquisitions, as well as organic growth, and to also strengthen its capital base. The proceeds from the Sale Shares being sold by the Selling Shareholders will be used to settle existing debt obligations the Selling Shareholders assumed on behalf of the Company. These proceeds will accrue to the benefit of the Selling Shareholders and not to the Company.

Dividend Policy

If the Company's Ordinary Shares are admitted to the Junior Market, the Directors intend to pursue a dividend policy that projects an annual dividend of up to 50% of net profits available for distribution, subject to the need for reinvestment in the Company from time to time. The Board of Directors may change this dividend policy from time-to-time as a result of, among other things, changes in the return-on-equity of the Company, its liquidity needs or material changes in tax policy affecting the business.

How to make an Application for Shares

We hope that prospective investors will join the Company in this exciting new phase of its development. Those investors who are interested in subscribing for Shares should read this Prospectus in its entirety and the full terms and conditions of the Invitation set out in Section 6.5, and then complete an Application in accordance with the instructions set forth in the Appendix.

Kadeen Mairs
Chief Executive Officer

Dolla Financial's Locations in Jamaica

SECTION 4

Definitions Used in this Prospectus

Act	means the Companies Act, 2004
Allotment	means the allotment of the Shares to successful Applicants by the Company
Applicant	means a person (being an individual or a body corporate) resident in Jamaica, whether an applicant for Reserved Shares, or a member of the general public) who submits an Application
Application	means the Application to be made by all Applicants who wish to make an offer to subscribe for Shares in the Invitation, based on instructions set forth in the Appendix
Approved payment method	means methods of payment described in this Prospectus required to be used by Applicants in effecting payment of the Subscription Price
Articles of Incorporation	means the Articles of Incorporation of the Company dated September 7, 2009, together with any amendments thereto
Auditor	means PricewaterhouseCoopers Jamaica, chartered accountants with its office located at Scotiabank Centre, Duke Street, P.O. Box 372, Kingston the independent auditor of the Company
Auditor's Report	means the report of the Auditor on the Historical Financial Information, set out at Part 1 of Section 10 of this Prospectus
Board of Directors	means the Board of Directors of the Company, details of which are set out in Section 8 of this Prospectus
Broker	Victoria Mutual Wealth Management Limited (VMWM), who will act on behalf of Dolla Financial Services Limited in the execution of the invitation;
Company or "Dolla" or "Dolla Financial"	means Dolla Financial Services Limited, a company incorporated in Jamaica on October 14, 2009 (79012) with its registered office at Unit No. 1, Barbican Business Centre, 88 Barbican Road, Kingston 6, St. Andrew
Company Applicant(s)	means the Employees, Directors, the Mentor of the Company and its affiliates such as, DeQuity Capital Management Limited and FirstRock Private Equity Limited and related/affiliated companies FirstRock Capital Resource Limited 'FRCRL' and FirstRock Capital Holdings Limited 'FRCHL'
Company Applicant(s) Reserved Shares	means the 125,000,000 Shares in the Invitation that are initially reserved for priority application from, and allotment to, the Company Applicants on the terms and conditions set out in Section 6.5 of this Prospectus
Closing Date	means the date on which the subscription list in respect of the Invitation closes, being 4:30 p.m. on June 10, 2022, subject to the right of the Company to shorten or extend the period in the circumstances set out in this Prospectus
Director(s)	means a member of the Board of Directors
Derrimon Trading Limited or "Derrimon"	means Derrimon Trading Company Limited, a company incorporated in Jamaica with office situate at 235 Marcus Garvey Drive, Kingston
Forward Looking Statements	means the forward-looking statements referred to in Section 5 of this Prospectus
FRPE	FirstRock Private Equity Limited with its offices located at Burham Court, Bishop's Court Hill, Upper Collymore Rock, St Michael, Barbados
FSC	means the Financial Services Commission of Jamaica
Historical Financial Information	means the financial information set out in Part 1 of Section 10 of this Prospectus comprising the Auditor's Report and the audited statement of financial position of the Company as at December 31, 2021, and the statement of comprehensive income, the statement of changes in equity, and the statement of cash flows of the Company, in each case for the period from the incorporation of the Company on October 2009 to December 2021
Invitation	means the invitation to subscribe for 500,000,000 Shares in the capital of the Company on the terms and conditions set out in this Prospectus

SECTION 4

Definitions Used in this Prospectus

Invitation Price	means J$1.00 per Share
JSE	means the Jamaica Stock Exchange
Junior Market	means the Junior Market of the JSE
Key Partner(s)	means key stakeholders of the Company as determined by its directors, inclusive of its customers and suppliers who are determined as integral to the long-term success of the Company, being persons presently assisting the Company with developing its businesses and achieving its commercial objectives, including VMWM (as "Lead Broker") and its managed portfolios as well as other selling agents, and those persons with whom the Company intends to collaborate with in the future for such purposes.
Key Partner(s) Reserved Shares	means the 162,500,000 Shares in the Invitation that are initially reserved for priority application from, and allotment to, the Key Partners on the terms and conditions set out in Section 6.5 of this Prospectus
Mentor	means Tania Waldron-Gooden, the Mentor of the Company required to be appointed under the rules of the Junior Market
Opening Date	means the date on which the subscription list in respect of the Invitation opens, being 9:00 a.m. on May 27, 2022
Prospectus	means this document dated May 18, 2022, which constitutes a prospectus for the purposes of the Companies Act, 2004 and the Securities Act
Registrar	means Jamaica Central Securities Depository Limited, 40 Harbour Street, Kingston, Saint Andrew
Reserved Share(s)	means the 287,500,000 Shares in the Invitation that are reserved for priority application from, and subscription by, the Company Applicants and Key Partners on the terms and conditions set out in Section 6.5 of this Prospectus
Sale Share(s)	means the 250,000,000 Shares in the Invitation made available for purchase by the Selling Shareholders.
Selling Shareholder	FirstRock Private Equity Limited and DeQuity Capital Management Limited
Share(s)	means the ordinary shares in the capital of the Company inclusive of the 500,000,000 Shares that are available for subscription in the Invitation on the terms and conditions set out in this Prospectus and the expression "Shares" shall include Reserved Shares where the context so requires
Shareholder(s)	means holders of the Shares
VMWM	means Victoria Mutual Wealth Management Limited, the receiving agent for the purposes of the Invitation, being a company incorporated under the laws of Jamaica with its registered office at 53 Knutsford Boulevard, Kingston 05, Jamaica W.I
Wealth IPO Edge	means VMWM online IPO subscription portal https://wealthipo.vmbs.com/ipo
J$	means the Jamaican dollar unless otherwise indicated
US$	means the United States dollar unless otherwise indicated
G$	means the Guyanese dollar unless otherwise indicated

SECTION 5

Disclaimer: Forward Looking Statements

Certain matters discussed in this Prospectus inclusive of the Financial Information contain forward-looking statements including but not limited to statements of expectations, future plans or prospects, and financial projections. Forward-looking statements are statements that are not about historical facts and speak only as of the date they are made. Although the Directors believe that in making any such statements its expectations are based on reasonable assumptions, such statements may be influenced by factors that could cause actual outcomes and results to be materially different from those projected. Prospective investors in the Company are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the dates on which they have been made. Future events or circumstances could cause actual results to differ materially from historical or anticipated results.

When used in this Prospectus, the words "anticipates", "believes", "expects", "intends" and similar expressions, as they relate to the Company, are intended to identify those forward-looking statements. These forward-looking statements are subject to numerous risks and uncertainties. Once this Prospectus has been signed by or on behalf of the Company, and prior to the admission of the Company to the Junior Market of the JSE, the Company undertakes no obligation to update publicly or revise any of the forward-looking statements in light of new information or future events, including changes in the Company's financial or regulatory position, or to reflect the occurrence of unanticipated events (subject to any legal or regulatory requirements for such disclosure to be made). There are important factors that could cause actual results to differ materially from those in forward-looking statements, certain of which are beyond the Company's control. These factors include, without limitation, the following:

- Economic, social and other conditions prevailing both within and outside of Jamaica, including actual rates of growth of the Jamaican and regional economies, instability, high domestic interest rates or exchange rate volatility
- adverse climatic events and natural disasters
- unfavourable market receptiveness to new products
- changes in any legislation or policy adversely affecting the revenues or expenses of the Company
- any other factor negatively impacting on the realisation of the assumptions on which the Company's financial information is based
- other factors identified in this Prospectus
- factors yet unknown to the Company
- Neither the FSC nor any Government agency or regulatory authority in Jamaica has made any determination on the accuracy or adequacy of the matters contained in this Prospectus.

SECTION 6
The Invitation

6.1 GENERAL INFORMATION

The Company invites applications on behalf of itself for up to 250,000,000 Shares in the Invitation made by it to the General Public subject to this Prospectus (the "Invitation").

The Company also invites applications on behalf of the Selling Shareholders for purchase of up to 250,000,000 Shares (the "Sale Shares") in the Invitation. The Company is the agent of the Selling Shareholders in the Invitation for the purposes of acceptance of applications to purchase the Sale Shares.

The Company is seeking to raise J$500,000,000 from subscriptions for up to 500,000,000 Shares in the Invitation. A total of up to 250,000,000 Shares have been initially reserved for subscription by the general public, while up to 287,500,000 Shares have been initially reserved for subscription by the Company Applicants and the Key Partners. If any of the Reserved Shares in any category are not subscribed by the Reserved Share Applicants that are entitled to them, they will then be made available for subscription by Reserved Share Applicants in the other categories following which any remaining Reserved Shares will be made available for subscription by the general public.

All Shares inclusive of Reserved Shares are priced at the Invitation Price of J$1.00 per Share. Assuming that all of the Shares in the Invitation are taken up by investors, the Company will raise J$500,000,000 and make an application to the JSE for the Shares to be admitted to the Junior Market. If the application is successful, it is anticipated that the Shares will be admitted to trading within 15 days of the Closing Date (or the shortened or extended Closing Date, as the case may be). In the event that the Company does not raise a minimum of J$250,000,000 and/or the Shares are not admitted to trade on the Junior Market of the JSE, all payments for Shares made by Applicants will be returned or refunded within ten (10) working days of the closing of the Offer.

<u>Prospective investors should read this entire Prospectus carefully.</u> Those prospective investors who wish to subscribe for Shares should review the full terms and conditions of the Invitation set out in Section 6.5 before completing the Application based on the instructions set forth in the Appendix.

6.2 MINIMUM FUNDRAISING

For the purposes of the requirement for disclosure set out in section 48 of the Companies Act, the minimum amount which, in the opinion of the Directors, must be received by the Company as a result of the subscription of its Shares in the Invitation in order to provide for the matters set out in paragraph 2 of the Third Schedule to the Act is J$250,000,000.00.

Where the initial public offering invites applicants to participate through the subscription of new shares and by way of sales of existing shares, a minimum of fifty million (J$50m) or 50% of the funds raised (whichever is greater) shall be directed for the purpose/benefit of the eligible Company.

6.3. USE OF PROCEEDS

The Company intends to use the anticipated proceeds of the Invitation of J$500,000,000 to expand its loan portfolio regionally through acquisitions and organic growth, as well as to strengthen its capital base.

The proceeds from the Sale Shares being sold by the Selling Shareholders will be used to settle existing debt obligations the Selling Shareholders assumed on behalf of the Company. The proceeds of the Sale Shares by the Selling Shareholders will accrue to the benefit of the Selling Shareholders and not to the Company.

Payment of the following expenses of the invitation, which, the company estimates, will not exceed J$25,000,000 (inclusive of legal, auditing, accounting, tax, registrar, listing (JSE and JCSD), fees payable to professional advisors, GCT and marketing expenses).

6.4 KEY DATES

An Application for use by all Applicants, including Company Applicants and the general public, is provided at the end of this Prospectus together with notes on how to complete it. The subscription list will open at 9:00 a.m. on the Opening Date, May 27, 2022 and will close at 4:30 p.m. on the Closing Date, June 10, 2022 subject to the right of the Company to:

(a) close the subscription list at any time after 9:00 a.m. on the Opening Date once the issue is fully subscribed, and

(b) to shorten or extend the Closing Date for any reason provided that it does not extend beyond the expiration of 40 days after the publication of this prospectus for the purposes of section 48 of the Companies Act.

In either case the Company will arrange for a notice to be posted on the website of the JSE (www.jamstockex.com). It is the intention of the Company to apply to the JSE for admission of the Shares (inclusive of the Sale Shares) to the Junior Market. The application is dependent on the Company's ability to:

(i) raise at least J$250,000,000.00 as a result of the Invitation, and

(ii) meet the criteria for admission set out in the Junior Market Rules made by the JSE.

If such an application is made and it is successful the Company expects the Shares to be admitted to trading on the Junior Market of the JSE within 15 days of the Closing Date (or the shortened or extended Closing Date, as the case may be) and for dealings to commence on that date. In the event that the Shares are not admitted to trading on the Junior Market of the JSE, all payments for Shares received by the Company will be returned or refunded to the Applicants making them.

6.5 TERMS AND CONDITIONS FOR APPLICANTS

1. Application

All Applicants (whether Reserved Share Applicants, or members of the general public) must apply electronically via https://wealthipo.vmbs.com/ipo. Investors who are unable to access the Wealth IPO Edge electronic platform should visit the nearest offices of VMWM for the processing of the respective Application. Reserved Share Applicants will apply by indicating the relevant reserve pool. Each duly completed Application, accompanied/supported by payment or evidence thereof, for the full amount payable, by method approved by the Broker – an "Approved Payment Method" – must be submitted on or before 4:30pm (Jamaica time) on the Closing Date.

2. Reserved Shares

Up to 287,500,000 Reserved Shares in the Invitation are for priority application from, and allotment to, the Company Applicants and Key Partners as follows:

- 125,000,000 Company Applicants Reserved Shares
- 162,500,000 Key Partners Reserved Shares

All Reserved Shares will be allotted on a first come first serve basis by the Directors of the Company, acting in their sole discretion. Any Reserved Shares not applied for in any category will become available for subscription by Reserved Share Applicants in the other categories and thereafter, any remaining Reserved Shares will become available for subscription by the general public.

3. Acceptance of Terms and Conditions by Applicants

All Applicants will be deemed to have accepted the terms and conditions of the Invitation and any other terms and conditions set out in this Prospectus, including any terms and conditions set out in this Section 6 and on https://wealthipo.vmbs.com/ipo.

4. Further Acknowledgments by Applicants

Each Applicant further acknowledges and agrees that:

(a) he/she has been afforded a meaningful opportunity to review this Prospectus (including the terms and conditions in this Section 6.5), and to gather and review all additional information considered by him/her to be necessary to verify the accuracy of the information contained in this Prospectus;

(b) he/she has not relied on any person other than the Company and the Directors, each of whom have individual and collective responsibility for the contents of this Prospectus, in connection with his/her investigation of the accuracy of such information or his/her investment decision;

(c) no person connected with the Company has made any representation concerning the Company or this Prospectus not contained herein, on which the Applicant has relied in submitting his/her Application; and

(d) he/she has made his/her own assessment of the Company, and the merits and risks of subscribing for Shares, inclusive of taking advice (or waiving the need for such advice) in relation to the financial and legal implications of subscribing for Shares and the tax implications. Thereof.

5. Minimum Application

Applications from the public must request a minimum of 1,000 Shares and be made in multiples of 100. Applications in other denominations will not be processed or accepted.

6. Share Price Information

All Shares inclusive of Reserved Shares are priced at the Invitation Price of J$1.00 per Share.

7. JCSD Processing Fee Applies
A processing fee of J$172.50 per Application payable to the Registrar of the Company JCSD applies and is also payable by each Applicant – Applicants should remember to

include the processing fee in their calculations of amounts payable to the Company.

8. How to Make Payments

i. By Real Time Gross Settlement System ("RTGS System") or Automated Clearing House ("ACH") for amounts below J$1,000,000.00 to the Broker using the following information, and evidence of such payment uploaded to VM Wealth IPO Edge or any other digital platform:

VICTORIA MUTUAL WEALTH MANAGEMENT LIMITED

1. Bank: National Commercial Bank
2. BIC: JNCBJMKX
3. Branch: 1-7 Knutsford Boulevard, Kingston 05
4. Account Name: Victoria Mutual Wealth Management Limited
5. Beneficiary Address: 53 Knutsford Boulevard, Kingston 05, Jamaica, W.I
6. Account number: 351171960
7. Include in comments: Dolla IPO [JCSD# and Wealth IPO Edge Reference Number]

[Dolla Financial Services Limited]: Please include the applicant's name, account number, bank reference number and JCSD account number and TRN in the transaction details of the RTGS or ACH)

ii. Applicants who have an investment account with the Broker (i.e., Victoria Mutual Wealth Management Limited) may indicate to the Broker when applying that the Broker applies funds standing to the credit of such Applicant against the Invitation payable for Shares proposed to be purchased.

- By submitting an Application each Applicant agrees to take up and pay for the number of Shares applied for or such lesser number of Shares as may be allocated to him by the Company pursuant to the terms and conditions set out in this Prospectus.

- Applications submitted in advance of the Opening Date (early applications) will be received but not processed until the Opening Date. All advance applications will be treated as having been received at 9:00 a.m. on the Opening Date, May 27, 2022, and shall be processed pro rata. Applications received from 9:00 a.m. onwards on the Opening Date and up to the Closing Date, June 10, 2022 will be processed pro rata.

- For the purposes of the paragraphs above the Directors of the Company, in their sole discretion, may:

  a. Accept or reject any Application in whole or part without giving reasons, and neither the Company nor the Directors shall be liable to any Applicant or any other person for doing so;
  b. Allocate Shares to Applicants on a basis to be determined by it in its sole discretion, including on a pro rata basis in the event that the Invitation is oversubscribed; and
  c. Treat multiple applications by any person (whether in individual or joint names) may be treated as a single application.

- Neither the submission of an Application by an Applicant nor its receipt by the Company will result in a binding contract between the Applicant and the Company. Only the confirmation of receipt of an application for Shares by the Registrar on behalf of the Company to an Applicant (whether such Shares represent all or part of those specified by the Applicant in his/her Application) will result in a binding contract and the Applicant will be deemed to have agreed to purchase the number of Shares applied for or such lesser number may be allocated to him at the Purchase Price, subject to the Articles of Incorporation and the terms and conditions set out in this Prospectus.

- If the Invitation is successful in raising at least J$250,000,000 as per Rule 501(2) of the Jamaica Stock Exchange Junior Market Rules, and the Shares are admitted to trade on the Junior Market, successful Applicants will be allocated Shares for credit to their account in the Jamaica Central Securities Depository. Applicants may refer to the informational notice that will be posted on the website of the JSE (www.jamstockex.com) after the Closing Date

- With respect to refunds that are for non-VMWM customers, the Company will endeavour to make refunds for the amounts refundable to Applicants whose applications were not accepted, or whose applications are only accepted in part, within ten (10) days after the Closing Date or as soon as practicable thereafter. In the case of VMWM customers, the Company will endeavour to make refunds to your VMWM brokerage account for the amounts refundable to Applicants whose applications were not accepted, or whose applications are only accepted in part, within ten (10) days after the Closing Date (or the extended Closing Date, as the case may be) or as soon as practicable thereafter.

- Applicants must be at least eighteen (18) years old. However, Applicants who have not yet attained the age of eighteen (18) years, may apply jointly with Applicants who are at least eighteen (18) years of age.

SECTION 7
Information about the Company

COMPANY HISTORY

Dolla Financial Services Limited ("Dolla" or the "Company") is a limited liability company incorporated under the Companies Act of Jamaica. Dolla was incorporated on October 14, 2009. Its head office is located at Unit No. 1 Barbican Business Centre, 88 Barbican Road, in Kingston 6. The Company is a subsidiary of FirstRock Private Equity Limited ("FRPE"), which currently owns 75.0% of the Company's share capital.

Dolla's initial objective was to provide a full suite of financial services to the public. The Company was organized into three (3) divisions; namely:

(a) Loans and Financing Division;
(b) Remittance and Bill Payments Division; and
(c) Cambio Division.

The Remittance and Bill Payments Division and Cambio Division were opened in 2014 after the Company was granted remittance and cambio licenses from the Bank of Jamaica.

In August 2016, Dolla acquired the loan book of a smaller loan company called M-TwentyFour Investments Limited ("M-24") located in Lucea, Hanover. The acquisition was made to grow Dolla's loan business outside of the Corporate Area and to add personnel with industry experience and expertise.

As part of the acquisition of the loan book, then Chief Executive Officer of M-24 Mr. Kadeen Mairs, was hired to lead Dolla's management team and spearhead Dolla's growth. Mr. Mairs is no longer an employee of M-24.

Since taking the helm of the Company, Mr. Mairs has steered the Company towards higher margin businesses and de-emphasized businesses with lower margins and high levels of competition. In 2018, the Company's Board made the decision to cull its Remittance and Bill Payments Division and its Cambio Division, and to redeploy that capital into the microcredit services. The Company's core business is microcredit services.

MEMBER OF JAMFIN

The Company is a founding member of the Jamaica Association for Micro Financing ("JAMFIN"). JAMFIN is a not-for-profit association established by a number of the larger independent Micro Financing institutions in Jamaica to represent micro finance institutions by interfacing with private and public stakeholders. The Company was at the forefront of efforts to lobby the Ministry of Finance and Planning to facilitate payroll deductions for public sector employees and government contractors. The Company has also played an integral part in lobbying for changes to the passing of the Microcredit Act. An application has been made for the Microcredit License in January 2022 ahead of the July 2022 deadline for all operators

Growth Potential

The Company foresees significant potential for growth of its loan portfolio in the Caribbean Region. The admission of the Company to the Junior Market of the JSE will be instrumental in supporting its growth objectives by providing capital for expansion. A Junior Market listing will benefit the Company by increasing its public profile and marketing reach. In addition, the Company will enjoy a 5-year tax concession, under which it will pay no corporate income tax for the period and 50% of its applicable income tax thereafter. This tax incentive requires the Company to remain listed on the Junior Market for a minimum of 15 years to benefit from the tax incentive, otherwise the company will be liable to pay the taxes relieved under the concession. In years 6 to 10 on the Junior Market, the Company will be required to remit corporate tax at half the usual rate.

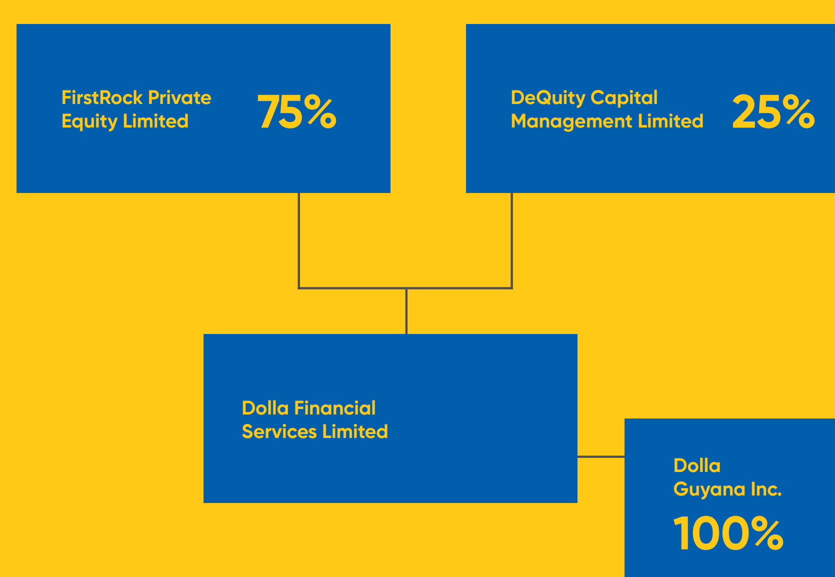
Loan Portfolio

Dolla's Loan Portfolio has grown by a compound annual growth rate (CAGR) of 66% from J$58Mn in 2017 to J$750Mn in 2021. Loans are typically granted with terms ranging from three to thirty six months, with the average tenure being twelve months. The Management Discussion and Analysis at Section 9 provides more details on the Company's loan portfolio.

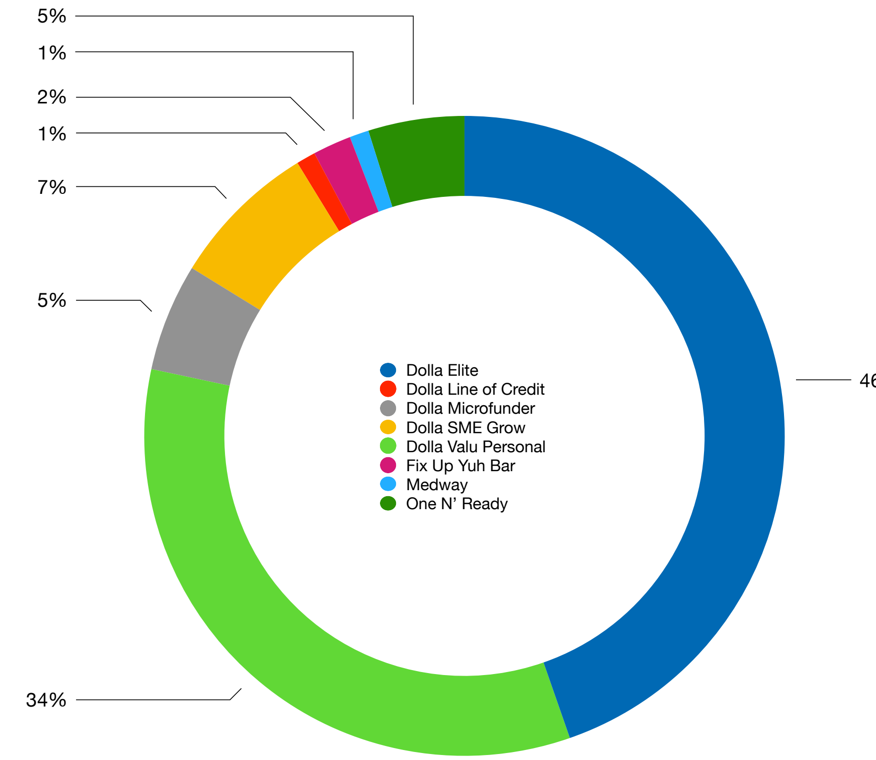
Loan Products

Dolla currently offers a suite of products that are catered to meet the needs and satisfaction of customers. These products are as follows:

CORPORATE STRUCTURE



INTEREST INCOME GENERATED BY PRODUCT TYPE



- **Dolla MicroFunder -** Tailored for micro-enterprises to support working capital and facilitate the purchase of fixed assets. This option is ideal for businesses that may be overlooked by the traditional banking sector.

- **Dolla SME Grow -** This facility gives small and medium sized enterprises (SMEs), who have been in operation for over 12 months, the boost needed to execute growth plans that will benefit the entity in the long-term. Loans may be used for working capital support, the purchase of fixed assets, and bridge financing.

- **Dolla Elite -** Targeted to entrepreneurs and high net worth clients, this type of loan assists with unexpected accounts payable. Typically, the client does not operate a traditional brick and mortar business but secures the loan with fixed assets such as land, motor vehicle(s), or equipment used in the business.

- **Dolla Line of Credit -** Geared towards high net-worth clients, this product offers instant access to funds up to a predetermined limit. This revolving facility offers great flexibility and gives customers control over when and how much they pay.

- **Dolla Valu Personal -** This product caters to employees of both private and public companies seeking funding for legitimate personal use. The loans can be secured or unsecured which options to pay through salary deduction, bank transfers or over the counter.

- **One N' Ready -** "One N' Ready" is a new loan product which is specifically designed for existing and potential taxi operators. This product will allow qualifying customers to acquire or upgrade their vehicles, as well as unlock equity using their existing vehicles. Existing Public Passenger Vehicles (PPV) operators now have the opportunity to renew their insurance, repair their vehicles, and offset any other expenses quickly and hassle-free.

- **MediPAY-** The purpose of this credit product is to finance the cost of medical and cosmetic procedures for qualifying customers of select partnering medical companies.

- **4Pay -** This product is designed to allow potential customers to style their homes now and pay overtime. With 4Pay, qualifying customers are able to finance the cost of furniture, appliances and equipment being purchased online, or at participating stores island wide.

- **Fix Up Yuh Bar -** Designed for existing bar owners, this product allows qualifying customers to acquire American Roulette and other gaming machines for their businesses. These machines are acquired from select suppliers.

- The Company also customizes loan products for larger Borrowers on a case-by-case basis.

Concessionary regime for taxation of Junior Market Companies

If the Company is admitted to listing on the Junior Market, it will take advantage of the special concessionary tax regime that is currently in place. So, 100% of profits will be exempted from taxation for the initial five-year period. For the remaining five-year period, 50% of profits are exempted from taxation (listed entities enjoy 10-year tax relief by virtue of the listing on the Junior Market). The remission of tax requires the Company to meet the ongoing Junior Market requirements for at least 15 years from the date of listing. Assuming that those conditions are met, in the Company's first 5 years on the Junior Market, the Company will not be liable to pay any corporate income tax. In years 6 to 10 on the Junior Market, the Company will be liable to pay corporate income tax at half of the usual rate. If the Company breaches the requirements of the Junior Market, it may be liable to pay the taxes relieved under the concession. The Company does not guarantee that the Shares will be listed. See Section 7 of this Prospectus for further details of the concessionary tax regime for Junior Market Companies.

Incorporation Details

Dolla Financial Services Limited was incorporated on the Fourteenth Day of

October 2009.

Details of the Authorised and Issued Share Capital and the Shares in the Invitation

Capital Structure of the Company

As at March 31, 2022, the latest practicable date prior to publication of this Prospectus, the authorised and issued share capital of the Company was as follows:

Authorised	Unlimited
Issued	2,250,000,000
Maximum Number of Shares to be issued in the Invitation:	250,000,000
Maximum Number of Sale Shares in the Invitation to be sold by the Selling Shareholder(s):	250,000,000

SHAREHOLDINGS IN THE COMPANY BEFORE AND AFTER THE INVITATION

As at March 31, 2022, the latest practicable date prior to publication of this Prospectus, the holdings of Shares in the capital of the Company (including legal and, where known to the Company, beneficial holdings) were as follows:

Name of Shareholder	Number of Shares before Opening Date of Invitation	% Of Issued Shares before Opening Date of Invitation
FirstRock Private Equity Limited	1,687,500,000	75.0%
DeQuity Capital Management Limited	562,500,000	25.0%
Total Issued Share Capital	**2,250,000,000**	**100%**

After the subscription lists for the Invitation are closed, and assuming that the Invitation is fully subscribed by the public and also, by the Reserved Share Applicants, the percentage shareholdings in the Company will be as follows:

Name of Shareholder	Number of Shares after Opening Date of Invitation	% Of Issued Shares after Opening Date of Invitation
FirstRock Private Equity Limited	1,500,000,000	60.0%
DeQuity Capital Management Limited	500,000,000	20.0%
General Public	212,500,000	8.50%
Reserved Shares for Company Applicants	125,000,000	5.00%
Reserved Shares for Company Key Partners	162,500,000	6.50%
Total Issued Share Capital Following Invitation	**2,500,000,000**	**100.0%**

INTELLECTUAL PROPERTY

As at March 31, 2022, the latest practicable date prior to the publication of this Prospectus, the Company has the following interests in intellectual property:

Intellectual Property	Description
Dolla Logo	TM No. 77672 - class 16, 25 and 36 (valid until 5 May 2029)

REAL PROPERTY

The Company owns no real property.

MATERIAL CONTRACTS

The following material contracts, not being contracts entered into in the ordinary course of business, have been entered into by the Company with the following persons ("counterparties") in the 2 years preceding March 31, 2022, being the latest practicable date prior to the publication of this Prospectus:

Date	Counterparty	Amount	Brief Details
26 May 2015	Mambu	US$10,750.00 due quarterly	Software License with Cloud Storage - Provision of loan management platform, cloud storage along with on-going support
12 December 2021	Anna-Kaye Chisholm Price	US$1,075.00 Rental plus	Lease for Unit No. 1, 88 Barbican Rd., Kingston 6
30 September 2021	Courtney Osmond Campbell and Pauline Marie Campbell	US$1,350.00 Rent plus J$52,338.59 Maintenance due monthly	Lease for Fairview, Montego Bay
1 August 2021	St. Elizabeth Holdings	J$80,000.00 plus GCT due monthly	Lease for Unit No. 6, 88 Barbican Road, Kingston 6
12 November 2021	Fend Property	US$472.50 Rental due monthly	Lease for Discovery Bay, St. Ann
1 July 2020	Manchester Court Limited	J$80,000.00 plus GCT due monthly	Lease for Mandeville, Manchester
1 June 2021	Ravindra Prashad	US$3,000.00 due monthly	Lease for Dolla Guyana Inc - Georgetown, Guyana

The material contracts referred to in this section that are documented arrangements (together with certain other documents) will be available for inspection as described in Section 14.

Litigation

As at March 31, 2022, the latest practicable date prior to the publication of this Prospectus, there were no litigation, arbitration, or similar proceedings pending or threatened against the Company as defendant, nor do the Directors believe that there are circumstances that may give rise to such proceedings.

Dividend Policy

If the Company's Ordinary Shares are admitted to the Junior Market, the Directors intend to pursue a dividend policy that projects an annual dividend of up to 50% of net profits available for distribution, subject to the need for reinvestment in the Company from time to time. The Board of Directors may change this dividend policy from time-to-time as a result of, among other things, changes in the return-on-equity of the Company, its liquidity needs or material changes in tax policy affecting the Company.

Insurance Arrangements

The Company has in place Group Creditor Life Insurance. This is to provide protection for larger personal borrowers who may become unable to repay their loans due to critical illness or death.

Charges Registered Against the Company

As at March 31, 2021, the following charges were registered against the Company:

Start Date	End Date	Type of Facility	Amount Secured	Beneficiary/Lender	Interest Rate	Charges over assets	Security
30 April 2021	28 April 2023	Senior Secured Notes	Security registered to secure J$300,000,000.00, but secured amount is J$250,000,000.00	GK Capital Management Limited (as Trustee)	9.25%	a debenture over fixed and floating charges over all of assets, property and undertaking of the Company	a security interest constituting fixed and floating charges over all of assets, property and undertaking of the Company;
1 May 2020	26 October 2023	Fixed Rate Loan	J$100,000,000.00	FirstRock Capital Holdings Limited	12.00%	Second Charge over the Company's Loan Receivables	Second Charge over the Company's Loan Receivables
11 November 2021	11 November 2022	Fixed Rate loan	US$1,000,000.00	Derrimon Trading Company Limited	11.00%	First Charge over Dolla Guyana's Loan Receivables	First Charge over Dolla Guyana's Loan Receivables

SECTION 8

Directors and Senior Managers and their Interests

Biographical details of the Board of Directors and the Mentor

Brief biographical details of the members of the Board of Directors and the Mentor of the Company appear below. The Directors' addresses are set out in Section 13.

BOARD OF **DIRECTORS**

Ryan Reid - Chairman

Ryan Reid is the Chairman and Group CEO of FirstRock Group. He has 13 years of experience in the real and financial sectors (8 years at the executive level in the financial sector); formerly had responsibilities of leading sales, services, accounting, investments, and corporate finance teams.

Ryan is a director of multiple private sector companies. Ryan read for his BSc in Banking and Finance and his MBA in General Management with the University of the West Indies and the University of Wales, respectively. He also studied at Wharton Business School with a focus on Distressed Asset Investing. He is a member of the First Angels Investor Group and the Young Presidents Organization (YPO). He is also a Justice of the Peace for the Parish of St. Andrew.

Christopher Yeung - Director

Christopher P. Yeung is the Managing Director of FirstRock Private Equity Limited (FRPE) and provides executive leadership over the portfolio companies' holdings and is responsible for the achievement of the company's strategic goals and objectives, as identified by the Board of Directors. He has over 12 years of experience in finance and banking, specializing in debt & equity financing, mergers & acquisitions, financial advisory, financial analysis, treasury and asset management.

Prior to joining FRPE, he served in various leadership roles managing Private Equity, Corporate Finance and Treasury teams for Proven Investments Limited. Mr. Yeung holds a BSc in Financial Economics from Centre College, USA, and an MBA (distinction) in Banking and Finance from the University of West Indies, Jamaica. He currently serves as Vice Chairman for Dolla Financial Services Limited.

Kadeen Mairs - CEO, Executive Director

Mr. Kadeen Mairs serves as Director and Chief Executive Officer of Dolla Financial Services Limited. He also serves as Director of Dolla Financial (Guyana) Inc., a subsidiary of Dolla Financial Jamaica Limited and Chairman of DeQuity Capital Management Limited, an associate stake shareholder of Dolla Financial Jamaica Limited.

Mr. Mairs has over 13 years of experience in the financial sector with 6 years at the executive level; working within the Credit Unions, Commercial Banks, Investment Banks, Venture Capital Company and was founding member of the former Microfinance Institution, M-Twentyfour Investments Limited. He is designated as a Certified Expert in Microfinance by the Frankfurt School of Finance & Management in Germany; he has received a Bachelor of Science degree in Business Administration from the Montego Bay Community College, with a major in Management and has pursued a Master of Business Administration with a major in Marketing from the University of the Technology Jamaica.

Dane Patterson - Independent Director

Dane Patterson is a Director of Dolla Financial Services Limited. He was called to the English Bar at Lincoln's Inn in 2013 and to the Jamaican Bar in 2014. As an Attorney-at-Law and Partner at the law firm, Patterson Mair Hamilton, his practice focus is corporate finance, restructuring and taxation, where he has represented clients as both junior and lead Attorney in a variety of mergers, acquisition, IPO's, APO's etc.

Michael Banbury- Director

Dr. Michael Banbury is a medical doctor by training and is currently the Chief Medical Officer of Medical Associates Hospital and Medical Centre. He has an interest in investment banking, specifically in private equity. He has successfully completed courses at Wharton and Harvard Business Schools in the areas of distress asset management & corporate restructuring, creating shared value and negotiating & competitive decision making.

He is the co-founder of the FirstRock group of companies which comprises FirstRock Capital Holdings, FirstRock Capital Resource, FirstRock Private Equity and FirstRock Realty. He sits on a few boards within the group and has significant board experience in both the public and private sector.

Dr. Banbury also serves as the honorary consul of the Republic of Indonesia in Jamaica.

Lisa Lewis - Independent Director

Lisa Lewis has over 30 years of experience working in the private sector, with the majority of her career focused on the telecoms industry, building companies such as Digicel Group Limited and Cable & Wireless.

Lisa left telecoms in September 2019 to focus on her passion for making a difference in education. Today Lisa is the Operations Director of LHO Education Limited, a company that creates and distributes digital education products across the Caribbean. Their main product, www.learninghub.online, is a regional E-Learning and exam preparation platform that has over 100,000 registered users and contracts with several Caribbean Governments.

Prior to this, Lisa's focus was on managing Digicel's Government Relations Portfolio for the Caribbean starting with Bermuda and stretching through to Suriname. During her 20-year tenure at Digicel, Lisa also served as the Chairman of the Digicel Jamaica Foundation at which time they worked closely with the Ministry of Education to successfully achieve the United Nations Development Goals (UNDG) of 80% literacy for Jamaica at the grade 4 level.

Lisa has sat on several Government Boards including E-Learning Jamaica and the Jamaica Deposit Insurance Company, a position she held for 13 years. Lisa holds a B.Sc. in Computer Science and Business Administration from the University of the West Indies (1990).

Mentor

Tania - Waldron Gooden

Effective January 1, 2022, Tania Waldron-Gooden was appointed Chief Executive Officer of Caribbean Assurance Brokers Limited. Mrs. Waldron-Gooden served in the capacity of Deputy CEO of Caribbean Assurance Brokers Limited from October 1, 2020, to December 31, 2021, and has been a member of the Company's Board of Directors since November 2017. She brings to the organization seventeen years of experience in areas of Investment Banking, Research, New Product Development, Pension Fund and Portfolio Management. Tania was previously the Director of Investment Banking and Executive Director at Mayberry Investments Limited.

She is the Mentor and Director of Main Event Entertainment Group, Express Catering Limited, and the Mentor for Derrimon Trading Company Limited (Derrimon), Spur Tree Spices Jamaica and Caribbean Flavors & Fragrances Limited. She is also a Director of Chicken Mistress Limited, AJAS Limited, FirstRock PE and Island Grill Holdings Limited. As the Mentor to various companies, she is responsible for providing the Board with support in establishing proper procedures, systems, and controls for its compliance with the Jamaica Stock Exchange Rule requirements for financial reporting, good corporate governance, and the making of timely announcements.

Mrs. Waldron-Gooden holds a Bachelor of Science degree (BSc. - Hons.) in Geology from the University of the West Indies, a Master of Business Administration degree (M.B.A) from the University of Sunderland in the U.K and has completed the Jamaica Securities Course as well as the Canadian Securities Course administered by the Canadian Securities Institute. Additionally, she holds a post graduate diploma in Paralegal Studies; and is registered/licensed to sell and give advice on Life Insurance business and Sickness & Health Insurance business.

Management Team

MANAGEMENT **TEAM**

Kadeen Mairs - CEO, Executive Director

Mr. Kadeen Mairs serves as a Director & the Chief Executive Officer of Dolla Financial Services Limited. He also serves as Director of Dolla Guyana Inc., a subsidiary of Dolla Financial Jamaica, and Chairman of DeQuity Capital Management Limited, an associate stake shareholder of Dolla Financial Jamaica.

Mr. Mairs has over 14 years of experience in the financial sector with 6 years at the executive level; working within the Credit Unions, Commercial Banks, Investment Banks, Venture Capital companies, and he is the founder of former Microfinance Institution M-Twentyfour Investments Limited. He is designated as a Certified Expert in Microfinance by the Frankfurt School of Finance & Management in Germany; he has received a Bachelor of Science in Business Administration from the Montego Bay Community College with a major in Management and pursued a Master of Business Administration with a major in Marketing from the University of the Technology Jamaica.

Trevene McKenzie - Chief Financial Officer

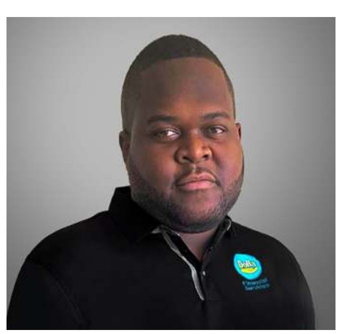
As the CFO, Ms Trevene McKenzie provides leadership and oversight for Dolla's financial management, strategic planning, reporting, forecasting and analysis. She has developed a passion for accounting through several years of experience where she has worked in various industries such as banking and finance, BPO, public sector and most recently telecommunications with Digicel Group where she was appointed Technical Financial Controller in 2019 and most recently in 2021, Head of Finance for Technical and Networks.

She has earned a Bachelor's Degree in Accounting and Economics with the University of Technology, Jamaica, has a Certificate in Forensic Accounting, successfully passed all CPA exams with the Alaska State Board of Accountancy, is a member of the American Institute of Certified Public Accountants (AICPA) and the Institute of Chartered Accountants of Jamaica (ICAJ).

Kenroy Kerr - Chief Operating Officer

Kenroy Kerr is the Chief Operating Officer at Dolla Financial Services Limited, where he oversees the company's day-to-day administration and operations in accordance with the company's business model. His professional career spans over 13 years of progressive experience in banking and finance, having joined the Bank of Nova Scotia (BNS) in 2008 where he worked for almost ten years in various capacities.

Following his years with the bank, Kenroy was appointed to the position of Head of Credit and Risk at Dolla Financial Services Limited. His leadership has been instrumental in the development of new loan products that contributed to increased loan growth, and strategies that lowered non-performing loans and optimized the quality of the loan portfolio. Kenroy holds a master's degree in Business Administration (distinction) with a specialization in Organisational Development from Aston University, Birmingham, and a Bachelor of Science in Business Studies with a major in accounting (honours).



Kurt McKenzie - Collection Manager

Kurt McKenzie is the Collection Manager at Dolla Financial Services Limited where he heads and streamlines all processes concerning arrears and delinquency management in a comprehensive manner from administrative to pragmatic, hands-on approach. He is subscribed to ACA International; an association of collectors and credit professionals where he does industry-related, ongoing online enhancement courses aimed at improving collection strategies that complement the techniques needed to adapt to a dynamic industry.

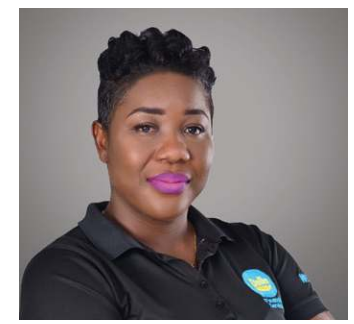
Prior to entering the microfinance industry, he led a diverse team in the capacity of supervisor for payroll accounting at a leading BPO firm; Xerox, now Conduent. This and other vast experiences have developed his charismatic personality thereon enabling him to lead the Dolla collection team to the desired visions. He holds a degree from The University of Technology, where he majored in Production and Operations, and is currently seeking to enlist for the fall semester to start his MBA in Strategic Management.

His stature in receivables management at Dolla continues to appreciate; especially with a synergetic team that is always in sync with achieving the company's objectives and essentially Dolla's Mission.

Mario Brown - Country Manager

Mario Brown is the Country Manager for Dolla Financial Services Jamaica Limited. Mr. Brown assumed responsibility for the Dolla portfolio after its acquisition of M-Twentyfour Investments Limited of which he is a founding member and the Operations Manager. Under his leadership, Dolla Financial has grown its loan portfolio exponentially with over J$2.5Bn in loans disbursed in Jamaica and Dolla receiving numerous plaudits for contribution to the small business community.

Mr. Brown started as a bank teller at the National Commercial Bank and was later promoted as a Business Development Representative. This experience gave him valuable insights into entrepreneurship, management, and sales culture. Mr. Brown is a Justice of the Peace and holds a Master of Business Administration in Banking and Finance with Distinction from the University of Technology, and a Bachelor of Science from The University of the West Indies with a major in Marketing.



Kahlilah Thompson - Human Resources Manager

Kahlilah Thompson is the Human Resources Manager at Dolla Financial Services Limited. Her duties include Recruiting and Staffing, Employee Relations, Policy Development, Managing Staff performance, and improving systems. She has over 15 years of experience in the fields of Business, Banking, and Hospitality. Ms. Thompson holds a bachelor's degree in the field of Business Administration from The University of Technology, Jamaica.

Tricia Nicholas - Governance and Compliance Manager

Tricia Nicholas is the Governance and Compliance Manager of Dolla Financial Services Limited. She manages and maintains the Corporate Governance, Compliance, and Paralegal activities of the company. She has over 16 years of legal professional experience in Governance & Corporate law and over 8 years in Commercial & Litigation law. She also acts as the Nominated Officer and is the Recording Secretary for the Company and its subsidiary.

In addition, Miss Nicholas has experience in Human Resources, Administration, and Office Management. She previously worked as the Legal Assistant & Team Leader for the law firm, Nicholson Phillips. She was the Company Secretary for the charitable organization, BACK2LIFE Foundation for over 6 years.

She is currently a member of the International Compliance Association which continuously improves her skills and knowledge as a Regulatory and Financial Crime Compliance professional.

Directors' and Senior Managers' interest in Ordinary Shares

The Directors' and Senior Managers' interests in the Ordinary Shares of the Company (including legal and beneficial holdings) as at March 31, 2022, the latest practicable date prior to the publication of this Prospectus, are set out below.

Name of Director	Number of Shares before Opening Date of Invitation	Personally Owned	Connected Party Holdings	% Of Issued Shares before Opening Date of Invitation	Connected Party holding Shares	% Of Issued Shares after Closing of Invitation
Ryan Reid	342,562,500	0	20.3%	20.3%	FirstRock Private Equity Limited	16.3%
Christopher Yeung	91,125,000	0	5.4%	5.4%	FirstRock Private Equity Limited	4.3%
Michael Banbury	342,562,500	0	20.3%	20.3%	FirstRock Private Equity Limited	16.3%
Lisa Lewis	nil	0	nil	nil	n/a	n/a
Dane Patterson	nil	0	nil	nil	n/a	n/a
Kadeen Mairs	562,500,000	0	25.0%	25.0%	DeQuity Capital Management Limited	20.0%

Save as set out above, no Director receives Ordinary Shares, or options in respect of Ordinary Shares, in consideration of the services rendered by him or her to the Company.

**Please note that the Directors and the Mentor are Company Applicants who are eligible to submit Applications for the Reserved Shares.*

CORPORATE GOVERNANCE AND ACCOUNTABILITY

The Board has established an Audit Committee and a Remuneration Committee, each of which is required under the Junior Market Rules. The members of each Committee include at least 2 independent non- executive Directors, and are as follows:

Remuneration Committee	Audit Committee	Credit Committee	Compliance & Risk Management Committee
Lisa Lewis (Committee Chair) - Independent, Non- executive Director Dane Patterson – Independent Non-executive Director Michael Banbury – Director	Dane Patterson (Committee Chairman) - Independent, Non-executive Director Christopher Yeung - Director Lisa Lewis - Independent, Non-executive Director	Christopher Yeung - (Committee Chairman) - Director Ryan Reid – Director Michael Banbury – Director	Dane Patterson (Committee Chairman) - Independent, Non-executive Director Christopher Yeung - Director Lisa Lewis - Independent, Non-executive Director

Introduction

Dolla Financial Services Limited was incorporated in Jamaica in 2009 and commenced operations in October 2014. Initially, the Company provided a suite of financial services which included remittance and bill payment, cambio, and loan financing services to the public. In 2018, the Company surrendered its cambio license and reallocated its capital to expand its loan financing services. Through various product offerings, Dolla primarily serves a population that has long been underserved in the traditional banking spheres, offering solutions to individuals, as well as small and medium-sized enterprises. The Company's innovativeness has provided efficient solutions in meeting the needs and satisfaction of customers over the years. The Company has disbursed over J$2.30Bn in funds to over 6,000 customers since inception.

Having commenced operations with three (3) staff members from a single location at Shop #1 Barbican Business Centre in Kingston, the Company now has a staff complement of thirty-five (35) full time employees and operates from eight (8) locations in Jamaica. Dolla also commenced operations in Guyana in August 2021 through its wholly owned subsidiary, Dolla Guyana Inc. The Company plans to continue expanding across the region to diversify its loan portfolio.

COVID-19 Pandemic

The COVID-19 Pandemic has been a significant development for the company. The COVID-19 Pandemic, and the measures taken by local and world governments and governing bodies in response to the pandemic, have significantly impacted economic activity. During the height of the pandemic in 2020, the Jamaican economy contracted by 10.2% owing to the measures instituted by the government to contain the spread of the virus[1]. Despite the challenges during the year, the financial sector still saw an expansion of loans during the period. According to the governor of the Central Bank, ***"Loan growth remained fairly resilient, with the stock of private sector loans and advances recording year-on-year growth of 11.5% at November 2020 compared to growth of 16.5% at February 2020. Although the pace of growth in loans has moderated, it remains above what we had expected in the context of the sharp fallout in economic activity, bolstered by continued demand for loans by businesses for working capital needs."***[2] This was also reflected in the performance of the company, as both income and net profit increased during the year.

Like most businesses in the industry, Dolla was negatively affected by increased loan defaults during the early days of the pandemic, however, the company swiftly developed and implemented several core strategies to stymie the fallout. The company invested in its existing customers by implementing a customer assistance program for clients who were negatively affected by the pandemic. This allowed Dolla to develop an even deeper relationship with its clients and created momentum for expanding the loan portfolio when their circumstances improved. Dolla also shifted its focus to industries that thrived during the pandemic. These sectors included business processing and outsourcing (BPO), haulage and construction, and manufacturing. The company also implemented strategies aimed at reducing expenses, which included successfully renegotiating some key contracts. The implementation of the strategies resulted in increased revenues and profits for 2020 and 2021. Because the company also maintained a diversified loan portfolio, the increase in loan arrears was tolerable as customers were not heavily concentrated in any single industry.

OUR OPERATING ENVIRONMENT

Jamaica's Macroeconomic Indicators (Source: Fitch Solutions-Global Market Insights)[3]

	2018	2019	2020	2021 (E)	2022(P)	2023(P)
Real GDP Growth (%)	1.9	0.9	-9.9	4.1	3.7	2.9
GDP per Capita Growth (USD)	5,360	5,369	4,664	4,839	5,436	6,003
Average Inflation (%)	3.7	3.9	5.3	6.8	11.4	7.3
Budget Balance (% of GDP)	0.4	1.2	1.0	-2.8	-0.3	-1.7
Current Account Balance (% of GDP)	-1.8	-2.1	-0.3	-0.7	-0.1	-0.8
Total External Debt Stock (% of GDP)	115.0	115.5	129.9	124.3	107.8	96.3
Import Cover (Months)	4.9	5.7	9.7	8.4	8.3	8.3

1 *Bank of Jamaica, Annual Report 2020: Available at www.boj.org.jm*
2 *Governor of Bank of Jamaica, Monetary Policy Press Statement: QMPR Press Conference, February 19, 2021.*
3 *Fitch Solutions-Global Market Insights*

Guyana's Macroeconomic Indicators (Source: Fitch Solutions-Global Market Insights)[3]

	2018(E)	2019(E)	2020(E)	2021(E)	2022(P)
Real GDP Growth (%)	4.1	4.7	43.5	19.9	46
GDP per Capita Growth (USD)	6,124	6,145	6,609	9,503	11,812
Average Inflation (%)	1.2	2.1	1.0	5.0	4.3
Budget balance (% of GDP)	-1.8	-2.8	-5.8	-5.2	-3.8
Current account balance (% of GDP)	-29.9	-55.2	-11.5	2.7	12.3
Total External Debt Stock (% of GDP)	33.7	29.6	20.0	30.1	25.9
Crude, NGPL & other liquids, '000 b/d	0	1.2	74.3	110.0	235.4

Dolla currently operates in Jamaica and Guyana, with Jamaica accounting for over 95% of the company's income and Guyana contributing the balance at the end of its 2021 financial year. However, the company started operations in Guyana in the summer of 2021, and expects to increase that contribution significantly in 2022. Both economies have been impacted by the COVID-19 pandemic, however Guyana's economy has been more resilient due to its recent oil discovery and is estimated to have achieved real economic growth of 43.5%[3] despite the global economy contracting by 3.1%[4] during the height of the pandemic in 2020. The Jamaican economy on the other hand contracted by 9.9%[5] during the same year, as the measures instituted by the government to contain the spread of the virus had a debilitating impact on the tourism and entertainment sectors, as well as resulted in a significant reduction in business opening hours across the island. The contraction of the Jamaican economy would have resulted in a spike in unemployment levels and a reduction in income for many Jamaican citizens, which impacted the operating performance of Dolla. The impact for Dolla would have largely been felt in terms of its asset quality, as its non-performing loans ratio increased to 12.11% in 2020 relative to 5.77% in 2019. Provision for expected credit loss also saw a sizeable increase, moving from J$13.37Mn in 2019 to J$22.05Mn in 2020. Nevertheless, the company was still able to achieve an increase in income and net profit in spite of the challenges of 2020. The lingering effects of the pandemic in 2021 notwithstanding the Jamaican economy, saw some recovery, recording two consecutive quarters of economic growth in Q2 (14.2%) and Q3 (5.8%)[6] . The Planning Institute of Jamaica (PIOJ) is also expecting the economy to expand by 6.0% in the fourth quarter of 2021. The improvement in the economy in 2021 can be credited to the loosening of international travel restrictions, the temporary reopening of the local entertainment sector, and the relaxation of local curfew regulations. This improvement translated in the performance and asset quality of Dolla Financial Services, as the company saw a significant improvement in both metrics year-over-year. The company's non-performing loans ratio improved to 5.26% when compared to the COVID-19 induced figure of 12.11%. It was also able to achieve its highest income and net profit since inception in 2021.

Impact of Russia/Ukraine War on Inflation and Interest Rates

The Russian invasion of Ukraine has disrupted the global economy and placed a strain on the road to recovery from the pandemic. According to the International Monetary Fund (IMF), Russia's invasion of Ukraine will affect the entire global economy by slowing growth and could fundamentally reshape the global economic order in the longer term[7]. Beyond the human suffering and refugee crisis, the war is impacting negatively prices for food and energy, fuelling inflation, and eroding purchasing power of household incomes, while disrupting trade, supply chains and remittances in countries neighbouring Ukraine[8]. According to the IMF, the war is also weighing on business confidence, and triggering uncertainty among investors that could depress asset prices, tighten financial condition, and trigger capital outflows from emerging markets. The most direct impact of this crisis on Dolla's performance could come from an increase in the company's cost of funds, which could trend higher given the Bank of Jamaica's (BOJ) recent monetary policy stance amidst the high local inflationary environment. The Russian/Ukraine crisis will continue to put upward pressure on commodity prices, which would translate into higher levels of inflation locally. On April 19th, 2022, the Statistical Institute of Jamaica (STATIN) released data on inflation, which indicated that point to point inflation in March 2022 was 11.3%. This is significantly above the BOJ target range of 4.0% to 6.0%, which could result in a further tightening of monetary policy in the coming months. Though the increase interest rates could result in a higher cost of funds for Dolla, the company's spread is higher than traditional financial institutions, therefore the effect of this increase is not expected to immediately impact performance. Dolla is however, observing keenly these developments and is prepared to deploy mitigating strategies to protect its spreads and revenues should this be required.

4 *Fitch Solutions-Global Market Insights*
5 *https://www.imf.org/en/Publications/WEO/Issues/2021/10/12/world-economic-outlook-october-2021*
6 *Fitch Solutions-Global Market Insights*
7 *STATIN*
8 *https://www.reuters.com/business/russias-war-ukraine-may-fundamentally-alter-global-economic-political-order-imf-2022-03-16/*

Outlook for Operating Environments in 2022

Jamaica is poised for economic growth, despite the global and local inflationary climate and the lingering COVID-19 virus. Real GDP growth is expected to remain positive in 2022 as travel restrictions and domestic containment measures loosen. Furthermore, effective March 18, 2022, the government has withdrawn all the restrictive measures under the Disaster Risk Management Act (DRMA). This should result in an extension of business hours and the resumption of activities in the entertainment sector. This should also lead to an increase in the consumption of goods and services, which bodes well for the performance of the economy in 2022. The IMF is predicting an annual growth rate of 2.7% in 2022 compared to the World Bank's 3.0% prediction. Meanwhile, Fitch Solutions-Global Market Insights is projecting that the economy will grow by 4.1%. The anticipated economic expansion is expected to foster improved labour market statistics and better stock market performance. The expansion of the Real Estate, Construction, and Tourism industries should continue to see more jobs being added to the domestic economy. The improvement in investor confidence, increased consumption and improvement in the labor market should also result in Dolla seeing a continued improvement in its financial performance in 2022.

Dolla currently earns just a little over 2.0% if its income from Guyana, as operations started in the summer of 2021. This environment presents significant upside to the company's future performance and will be a key driver of Dolla's growth in the coming years. According to Fitch Solutions-Global Market Insights, significant oil production in Guyana is expected to drive economic growth in 2022, with forecasted real GDP growth of 46.0%[9]. Guyana is expected to remain a strong performer in the medium-to-long term, averaging 15.3%[10] from 2023 to 2026, owing to the expected discovery of additional oil reserves and expanded production capacities, which may fuel overall headline growth. Since

Dolla Financial's Office in Georgetown, Guyana.

ExxonMobil began production in the fourth quarter of 2019, oil exports have primarily driven the Guyanese economy. Growth in the near-term is also expected to be fuelled by increased government expenditure. For the 2022 budget, President Irfaan Ali has voiced the reallocation of oil revenue towards public projects across Guyana through actions such as increased public assistance grants, pension payments and public-school funding[11]. Guyana's GDP per capita is expected to amount to US$9,503 and then further improve to US$11,812 in 2022 (Fitch Solutions-Global Market Insights). This compares favourably to Jamaica's expected outturn of US$4,839 in 2021 and forecast of US$5,436 in 2022 (Fitch Solutions-Global Market Insights). This higher GDP per capita in Guyana is reflective of the expected improvement of the economic condition of the average Guyanese citizen due to the newfound wealth via the oil discoveries. This bodes well for Dolla's venture into the Guyanese market, as its citizens are projected to have higher per capita incomes, which should increase local consumption.

Guyana's Financial Sector Prospects

According to the International Trade Administration in October 2021, Guyana's financial sector is well-positioned for growth[12]. The drivers include oil and gas development, real estate, agriculture, and services. It was highlighted that the best sub sector prospects include wealth management, investment banking and financial technology, facilitating mobile payments. Guyana has a cash-based economy. However, as the COVID-19 pandemic hit, many consumers adjusted to the new reality and adopted the Guyana Telephone and Telegraph Company's existing Mobile Money Payment System (GT&T). In the financial technology space, the company currently has a monopoly. Electronic banking, credit and debit cards are the only services provided by the banking sector. The demand for financial technology is expected to skyrocket. Credit cards are increasingly being accepted in place of cash by businesses[13].

Financial institutions in Guyana provide very limited wealth management services. However, as the population's wealth grows in tandem with the price of oil and gas, there may become a high demand for wealth management services. The Bank of Guyana regulates the financial sector, and the Guyana Securities Council oversees all wealth management services[14].

Guyana has considerable infrastructure gaps that must be filled while generating significant revenue from the oil and gas sector. As the government and private sector seek to embark on large-scale projects, there is expected to be a greater need for financial institutions to advise and assist in the structuring of agreements. Both the public and private sectors will seek to compete on a level playing field, and joint ventures have already been formed. As the oil and gas sector develops, it is expected that the local stock exchange will evolve, and more companies will be added to the public listing[15].

Prior to Dolla's entry into Guyana, the microfinance industry was small, owing to the relative underdevelopment of the Guyanese financial sector prior to the oil discovery. Guyana's history of cultural and political divisions have effectively resulted in an underdeveloped nation plagued by slow development and insufficient monetization of natural resources. Dolla, therefore, has the first-mover advantage, being the one of the first companies to introduce microfinance products and services to the market. The company's entry into the market will improve access to credit and efficient provision of financial services to clients who lack access to formal financial institutions. Dolla's services will enable its customers to build assets and reduce economic vulnerability. With the rapid transformation in several sectors such as extracting services, manufacturing, and construction during 2021, as well as the expected economic growth in 2022, Dolla believes a large-scale sustainable microfinance sector will emerge to cater to the needs of individuals and small businesses in Guyana. In addition, the increasing investment and booming economy may give rise to the needs of individuals and small businesses to expand or invest in themselves and their ventures to be able to monetize the country's growth. This will result in Dolla bridging the gap between demand for cash and supply.

Jamaica's Micro Finance Sector Analysis

The microfinance industry is well recognized for its contribution to economic growth, development, and inclusion in Jamaica. The industry is an important pillar in granting access to credit to a large segment of Jamaicans and is expected to remain relevant for the foreseeable future. According to the Jamaica Association for Microfinancing (JAMFIN), the sector was responsible for over J$20Bn of loans revolving in the financial system in 2020. There are an estimated 200 microfinance companies that are operating in Jamaica, however, more than 85% of them are estimated to be unregulated. Companies who remain unregulated as at July 2022 will incur penalties under the Microcredit Act, 2021.

Microfinance institutions in Jamaica primarily serve consumers in the public sector, business processing outsourcing, wholesale, tourism, retail, and construction industries. MSMEs in the transportation, distribution, and retail business segments also make up a significant portion of the loan portfolios in the industry. Competitive rivalry in the industry is believed to be relatively high, especially in relation to consumer loans, as loans to this sector are relatively easier to assess because they are based on consistent salaries. For example, the largest player in the industry has a consumer-to-business loan ratio of 9.3:0.7. Dolla has taken advantage of this opportunity by developing unique products and solutions such as our Dolla Elite and Dolla SME Growth, and strategically forging new partnerships to increase consumer loans. This is evident by the Company's consumer-to-business loan ratio of 1:2 as at FY ended 2021.

The new microcredit act (MCA), which was passed in January 2021, is expected to have a significant impact on firms in the industry. The act aims to bring order to the industry by requiring all firms to be licensed and fully compliant with the regulatory framework. It also aims to reduce the risk of the microcredit institution being used to facilitate money laundering and terrorist financing. The Act will also bring microcredit institutions under the regulatory supervision of the Bank of Jamaica. The implementation of the new act is expected to result in some amount of industry restructuring and consolidation. This is because many smaller and more vulnerable firms are likely to struggle with the cost of compliance. Dolla has been closely monitoring the MCA since its initial draft and believes that being compliant with the new legislation will be seamless, since the company has been embracing provisions of corporate governance and best practices prior to its passing. The Company also believes that the new act will create a more conducive environment to pursue its growth strategies, particularly through acquisition. This will result in increased market share, outreach, and economies of scale, which outweigh the cost of complying with the act.

The Dolla Financial Team at the official opening of the Guyana location in October 2021.

9 https://www.reuters.com/business/russias-war-ukraine-may-fundamentally-alter-global-economic-political-order-imf-2022-03-16/
10 https://www.reuters.com/business/russias-war-ukraine-may-fundamentally-alter-global-economic-political-order-imf-2022-03-16/
11 Fitch Solutions-Global Market Insights
12 Fitch Solutions-Global Market Insights
13 WIC News: https://wicnews.com/caribbean/guyana/president-irfaan-ali-indicated-a-fully-loaded-budget-for-guyana-271240132/
14 Fitch Solutions-Global Market Insights

15 International Trade Administration: https://www.trade.gov/country-commercial-guides/guyana-financial-sector

Dolla
Financial Services

Financial Highlights

The financial highlights are based on audited financial statements for the financial years ended June 2017 to December 2021. The data for 2021 represents the groups consolidated results. During 2020, after the acquisition of a 75% stake by FRPE, the company's financial year shifted from June to December to align with our parent company's fiscal year end. As a result, the data for 2020 represents 18 months from July 2019 to December 2020. Year on year view is presented further in this section.

The summary financial highlights of Dolla Financial Services Limited and have been extracted from the audited financial statements, and prepared in accordance with the Jamaican Companies Act. The financial statements as at and for the years ended June 2017, 2018, 2019 and December 2020 and 2021 were authorised for issue by the board of directors on July 23, 2018, November 28, 2018, April 30, 2020, June 24, 2021 and March 4, 2022 respectively.

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and contain unmodified audit opinions.

The summary financial statements do not include all the disclosures provided in the financial statements and cannot be expected to provide as complete an understanding as provided by the financial statements. The full financial statements for 2021 can be viewed in Section 10 of this document. The financial statements for the prior years are available at the offices of Dolla Financial Services Limited, 88 Barbican Road, Kingston 6. The full financial statements for 2021 have been reviewed by PricewaterhouseCoopers Jamaica, who in their report expressed an unqualified opinion.

DOLLA FINANCIAL SERVICES LIMITED
Key Financial Information for Period 2017 - 2021 (Audited)
J$ Millions

	2017	2018	2019	2020	2021
INCOME STATEMENT					
Total Income	23,196	114,930	118,359	253,420	395,242
Net Interest Income	10,433	45,625	92,368	201,690	325,647
Operating Expense	44141	72,097	105,970	183,707	153,440
Net Profit Before Tax	(22,414)	35,432	(4,460)	17,541	167,797
BALANCE SHEET					
Total Assets	96,294	161,645	240,493	334,018	861,094
Loan, Net of Loan Loss Provision	58,868	121,075	202,493	294,259	750,503
Total Loans	58,868	124,643	215,865	316,308	792,975
Loan Loss Provision (or ECL)	-	(3,568)	(13,372)	(22,049)	(42,472)
Total Liabilities	151,084	124,373	212,134	324,546	564,110
Cash and Cash Equivalents	29,261	29,550	26,427	5,577	65,587
Shareholder's Equity	(54,790)	37,272	28,359	9,472	314,984
Retained Earnings	(55,790)	(26,527)	(35,440)	(54,327)	65,222
CASH FLOW					
Net Cash from Operating Activities	(54,196)	(1,847)	(113,867)	46,896	71,160
Net Cash used in Investing Activities	(2,990)	(4,553)	(2,931)	(3,936)	(3,299)
Net Cash used in Financing Activities	61,157	6,698	113,675	(7,182)	(62,370)
Cash and Cash Equivalents	29,261	29,550	26,427	5,577	65,587
FINANCIAL RATIOS					
Efficiency Ratio	190%	63%	90%	72%	39%
Net Interest Margin	35%	51%	57%	81%	62%
Net Profit Before Tax Margin	-97%	31%	-4%	7%	42%
Return on Average Asset	-35%	27%	-2%	6%	28%
Return on Average Equity	0%	-405%	-14%	93%	103%
Debt to Capital	162%	74%	88%	97%	61%
Loan Loss Provision (or ECL) to Total Loans	0%	3%	6%	7%	5%
Non-Performing Loan Ratio	7%	6%	6%	12%	5%

INCOME STATEMENT

Total Income/Revenues

Despite the COVID – 19 pandemic, The Group increased its total income to J$395.24Mn in its 2021 fiscal year, a 56% increase over the prior period ended December 2020. The increase in income is attributable to the launch of innovative products which led to increased loan disbursements, access to capital from the capital markets to expand its loan portfolio, an extensive branch network, and sound strategic leadership. During the five-year period 2017 – 2021, the Company consistently increased its revenues each year growing from J$23.20Mn in 2017 to J$395.24Mn in 2021, resulting in a five-year compounded average growth rate (CAGR) in income of 76%. The growth in revenue over the years is explained by an increase in net interest income over the same period which is directly attributable to the increase in funding, coupled with sound leadership and revised/new product offerings.

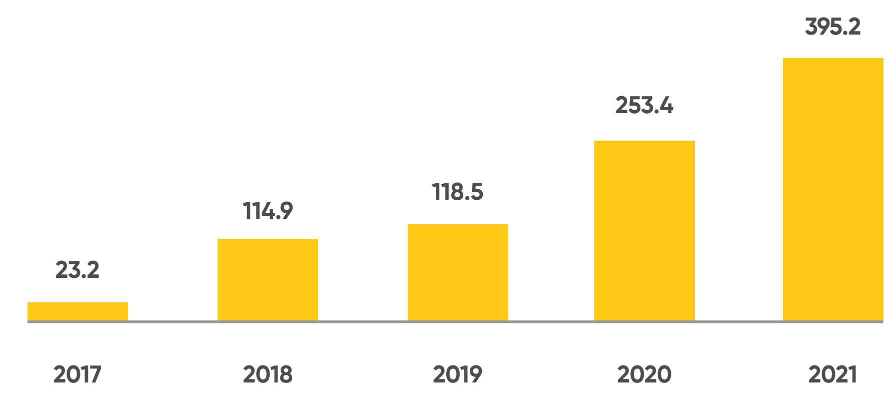
Net Interest Income

The Company recorded net interest income before expected credit loss of J$325.4Mn in 2021, an increase of J$123.77Mn or 61.4% over the prior period. During the five-year period 2017 – 2021, the net interest income grew from J$10.30Mn in 2017 to J$325.40Mn in 2021, resulting in a five-year compounded average growth rate (CAGR) in net interest income of 99.0%. The net interest margin (net interest income as a percentage of average earning assets) for the financial year 2021 was 62%, relative to 81% for the prior period and 57%, 51% and 35% in 2019, 2018 and 2017, respectively. The decline in 2021 is primarily due to the loan book expanding significantly when compared to 2020. At the end of 2021, Dolla's loan book was valued at J$750.50Mn compared to J$294.26Mn in 2020.

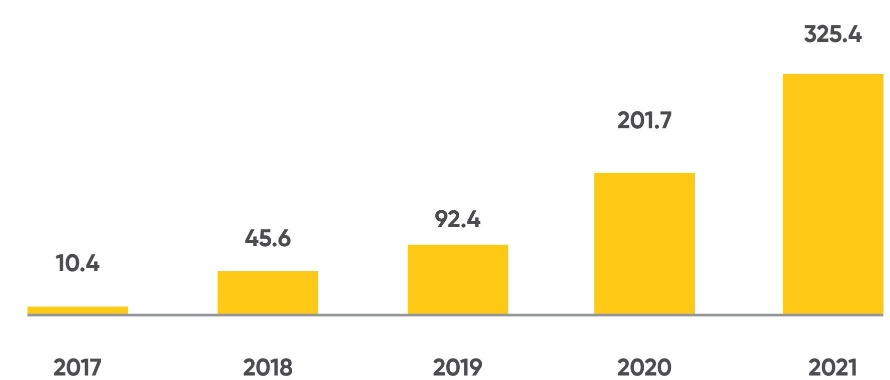
Operating Expenses

The company's operating efficiency improved to 39.0% for December 2021, relative to 72.0% for the prior period. This was a result of significant year-over-year increase in total revenues and reduction in non-interest expenses with a much lesser proportional increase in operating expenses. Additionally, throughout the 5-year period, the company and its executives have made a concerted effort to create relationships with suppliers to secure optimal pricing, ensuring strong negotiations with vendors prior to engagement and limiting expenses

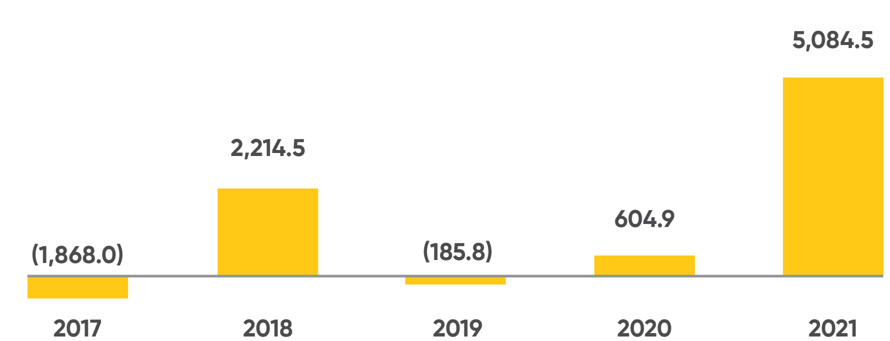
Dolla Financial Services Limited
Total Income (2017-2021)
J$ Millions



Dolla Financial Services Limited
Net Interest Income (2017-2021)
J$ Millions



Dolla Financial Services Limited
Profit (Loss) Before Taxation per Employee (2017-2021)
J$ Millions



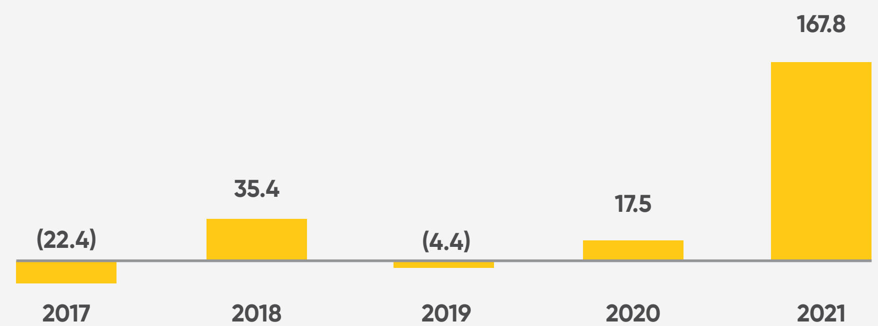
to an 'as needed' basis. Operating expenses for the year totalled J$153.44Mn, down J$30.26Mn or 16.5% over the prior period. The seeming reduction in expenses may be attributed to the differences in the reporting periods for 2020 (i.e. 18 months) relative 12-months for 2021. The year over year comparison for December 2021 relative to December 2020 12-month periods is discussed further in this section. Operating expense grew by 248% or J$109Mn over the 5-year period.

Profit Before Taxation

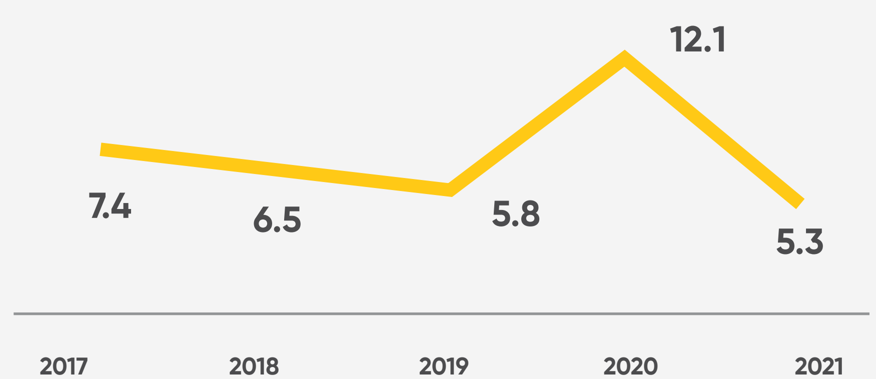
For the financial year ended December 2021, the Company recorded a profit before tax of J$167.80Mn, an increase of J$150.2Mn or 859% relative to the period ended December 2020 (J$17.54Mn). The significant increase in profit before tax was driven by strong growth in income, as well as a reduction in the incremental operating expenses each year required to facilitate the growth. Operating expense grew by 248% or J$109Mn over the 5-year period. The growth in profit before taxation from a loss of J$22.40Mn in 2017 to J$167.80Mn in 2021 represents a five-year compounded annual growth rate of 250%. The Company's net profit before tax margin also increased to 42% in 2021, relative to 7% in 2020. Losses for 2017 and 2019 were driven primarily by increases in expenses, particularly staff cost, as the Company expanded its workforce to better meet the greater demand of its growing operations. As at June 2019, Dolla's staff complement increased to 24 employees. This represents a 50% increase when compared to 2018 (16 members of staff) and 100% when compared to 2017 (12 members of staff).

The growth in profit before tax has resulted in a significant improvement in the company's return on average equity, moving from 0 and -405% in 2017 and 2018, respectively to 103% at the end of 2020. The negative return on equity in 2018 can be attributed to the shareholders deficit of J$54.79Mn in 2017 which was included in the calculation of average equity when combined with the equity position of $37.27Mn in 2018. The shareholders deficit in 2017 can be attributed to the net loss incurred by the company in 2016, which led to negative retained earnings (J$55.79Mn). Nevertheless, over the years Dolla's access to capital and investments results in a significant improvement in profit before tax leading to a return on average equity of 103% at the

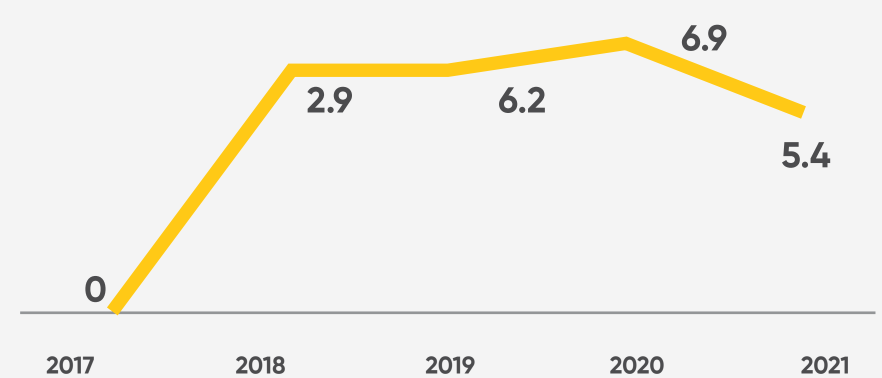
Dolla Financial Services Limited
Profit Before Taxation (2017-2021)
J$ Millions



Dolla Financial Services Limited
Non Performing Loans to Gross Loan (2017-2021)
Percentage (%)



Dolla Financial Services Limited
Expected Credit Loss to Gross Loan (2017-2021)
Percentage (%)

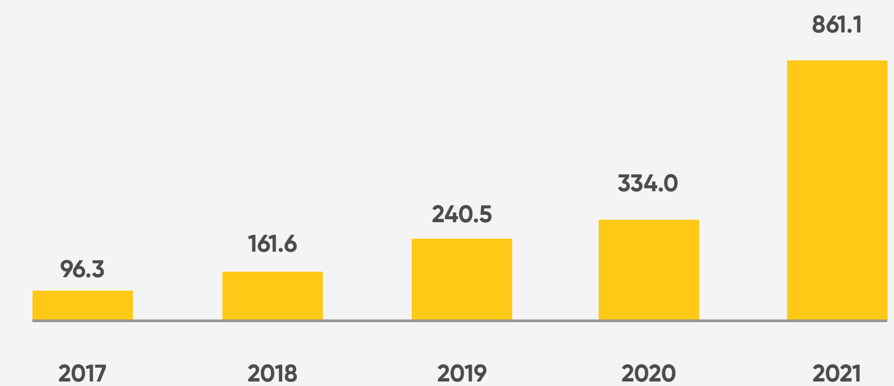


end of 2020. This was complemented by the efficient management of the company's expenses, which also led to an improvement in its efficiency ratio to 39.0% when compared to 72.0% in 2020 and an average of 114% for the period 2017 to 2019.

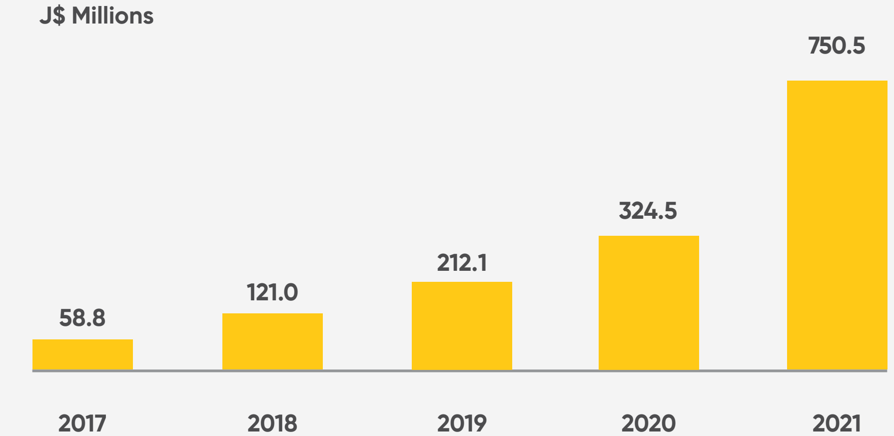
Credit Quality

Expected credit losses (ECL) on loans amounted to J$42.50Mn as of December 2021 and were up J$20.40Mn over the prior year. Over the 5-year period, ECL to gross loans moved from 0% in 2017 to 5.36% in 2021. The ECL movement is directly attributable to the growth in the loan portfolio, as well as additional provisions based on the revised assumptions incorporated in the impairment methodology due to the global COVID-19 pandemic. Non-performing loans (NPLs) to gross loans moved from 7.4% to 5.26% over the 5-year period with a spike in 2020 driven by the COVID-19 pandemic which caused reduced operations in several key economic sectors and affected some of our clients and their ability to honour their repayment obligations in a timely manner. The significant reduction in NPLs in 2021 was led by the growth in the loan portfolio from J$58.86Mn in 2017 to J$750.50Mn (or 1175%) in 2021. This was followed by the implementation of a customer assistance program (CAP), which allowed clients who were negatively affected by the pandemic an opportunity to refinance their existing Dolla loan(s). Management's reinforcement of a culture of strong and innovative risk management, governance and collection strategies has positioned the company well to support its clients and effectively manage NPLs over the period. Dolla has also been able to contain NPLs by diversifying its borrowers across industries and credit types, limiting its exposure to any single borrower placing emphasis on secured loans, and carrying out detailed due diligence and credit assessments before extending loans. Our collections team has been working assiduously to increase the rate of collections with difficult accounts and have reported a recovery rate of 95% on defaults. Through analysis on customer behaviour, patterns and expansion of the credit team, Dolla's aim is to increase the recovery rate by an additional 1% within the coming year.

Dolla Financial Services Limited
Total Assets
J$ Millions



Dolla Financial Services Limited
Loam Portfolio Growth
J$ Millions



BALANCE SHEET

Total Asset

The total assets of the Company as at the end of December 2021 were J$861.10Mn, an increase of J$527.10Mn, or 158% from the previous year when total assets were J$334.0Mn. Improvement in profitability partially impacted the balance sheet expansion over the five-year period ending December 2021. However, the significant growth in assets was a result of the expansion of the loan portfolio with a CAGR of 66% over the 5-year period. The overall asset portfolio increased by 794% or J$764.8Mn across the period 2017 to 2021. This change is directly attributable to the overall growth in the loan portfolio, facilitated through the undertaking of additional funding.

Loan Portfolio

For the financial year ending December 2021, the Company reported net loan outstanding of J$750.50Mn, an increase of J$426.0Mn or 131% relative to the prior year. The significant increase in new loan acquisition is primarily due to increased disbursements, with management placing a strong emphasis on disbursing adequately secured loans to businesses operating in real industries that thrived during the pandemic. These industries included business processing and outsourcing (BPO), haulage and construction, and manufacturing. The company also raised J$200.0M through a private placement funding, and a further US$1.0M loan from Derrimon Trading Company Limited, from which net proceeds were used to support loan growth. With the introduction of a new and innovative suite of products that were tailored to meet our clients' needs, the demand for loans also increased during the period. Since 2017, the Company's net loan portfolio outstanding has grown at a compound average growth rate of 66.0% per annum. For the financial year ended December 2021, Dolla disbursed J$1.03Bn in funds to its customers, an increase of J$563Mn or 121.0% over the corresponding period a year earlier. The significant increase in loan sales also suggests that the Company's suite of products remains an effective solution to the needs of individuals and businesses both locally and regionally.

Liabilities and Shareholder Equity

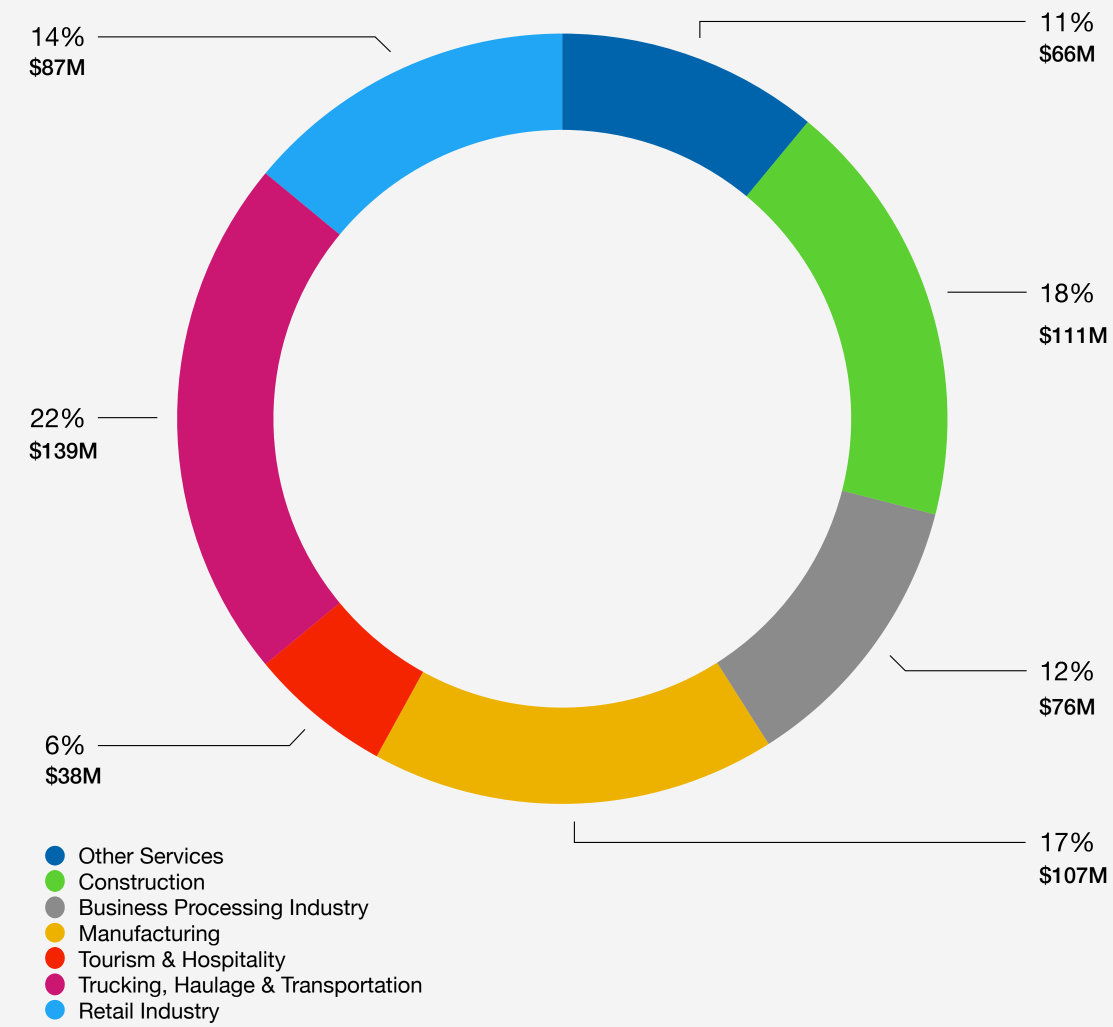
Preference shares declined from J$186.50Mn in 2020 to J$5.1Mn in 2021. This is attributable to conversion of 1,300,000 preference shares by FirstRock Private Equity Limited to equity at 31, December 2021. This transaction contributed to an increase in Share Capital from J$63M in 2020 to J$240M in 2021. Lease liabilities increased from by J$20.9Mn in 2020 to J$31.5Mn in 2021 and was due to the capitalisation of Dolla Guyana Inc. lease which took effect in June 2021. Long term loans also increased from J$102Mn in 2020 to J$452Mn. This increase is associated with the J$200Mn raised through private placement as well as US$1.0Mn secured in loans from Derrimon. Unallocated cash which represents funds lodged to our accounts in error, or from customers for whom we have no evidence of the account it should be applied to, increased from J$2.5Mn in 2020 to J$6.4Mn in 2021. The increase is primarily the result of a J$3.35Mn deposit which represents proceeds from a liquidation of collateral. The unidentified cash balance is as a result of transfers made to our accounts for which there are no details available. Branch representatives are implored to reach out to their clients to confirm deposits made and reconcile existing unidentified deposits

Dolla maintains a well-diversified loan portfolio in relation to its sector concentration, ratio of business to personal loans as well as secured to unsecured loans. This has allowed the Company to reduce, on average, the credit risk of the loan portfolio. In relation to sector diversification, the company has placed emphasis on creating value for customers in real sectors such as construction (18%), manufacturing (14%), and trucking, haulage, and transportation (22%), with an average loan size of J$400k which has been strong performers despite the pandemic.

Dr. Mindi Fitz-Henley accepts a donation of PPE to the University Hospital of the West Indies from Dolla Financial CEO, Kadeen Mairs.

DOLLA FINANCIAL SERVICES LIMITED

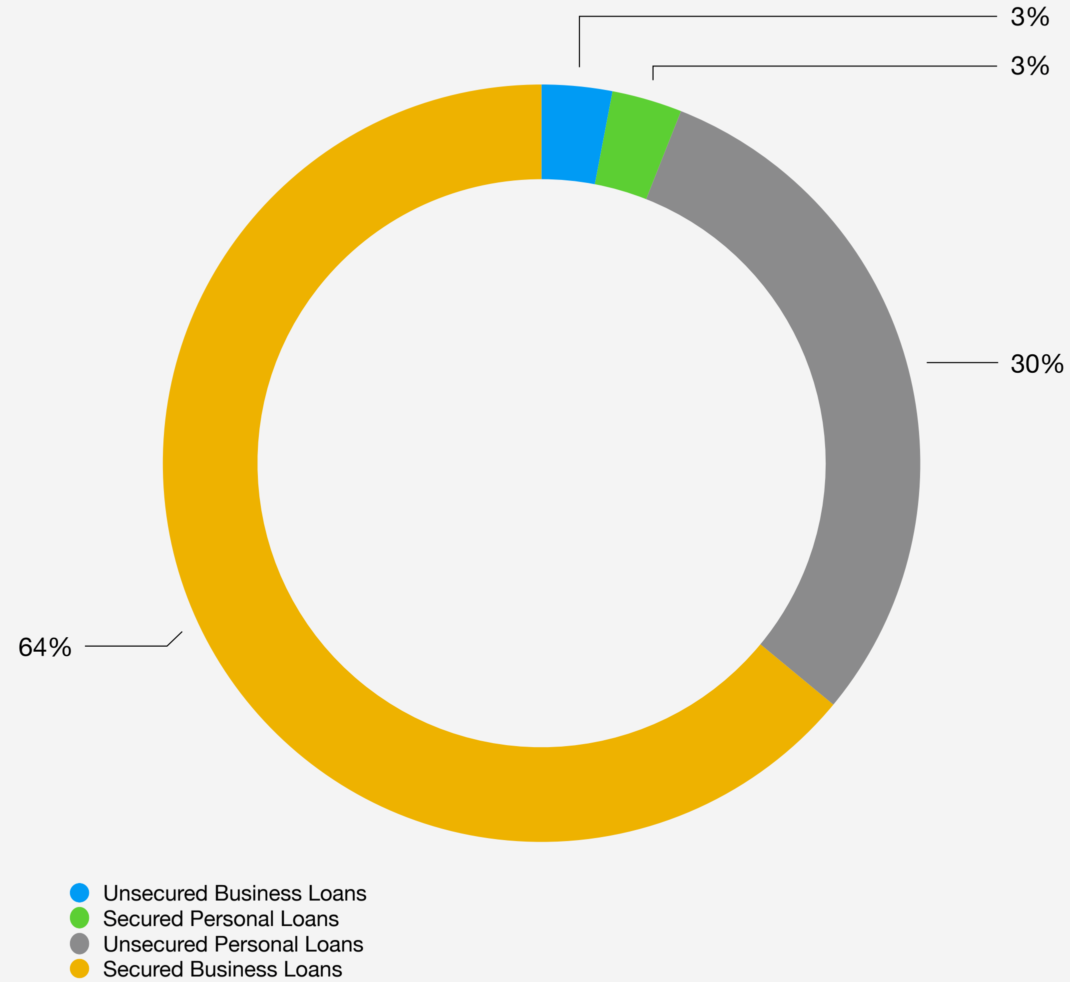
Loan Portfolio by Sector as at December 31, 2021



As at 31 December 2021, 67% of the loan portfolio represented business loans while the remaining 33% were personal loans. Loans secured by real estate and motor vehicles accounted for two-thirds (67%) of the loan portfolio, with unsecured loans accounting for the remaining one-third. The high percentage of secured loans is a contributing factor to the Company's ability to maintain its relatively low percentage of non-performing loans.

DOLLA FINANCIAL SERVICES LIMITED

Business vs Personal Loans



Cash Resources and Liquidity

The company's Cash and Cash equivalents grew by 124% over the 5-year period. For the years 2017 to 2019, cash and cash equivalents remained relatively flat however, in 2020, there was a significant decline due to a dividend payment of J$34Mn in December 2020 as well as loan interest payments of J$27Mn in the same period. The Company's cash and cash equivalents as at December 31, 2021, was J$65.5Mn. This is relative to J$5.50Mn in cash and cash equivalents for the prior year. The significant improvement is directly attributable to increased funding, which lead to the significant jump in our loan portfolio and overall growth of the business. Net cash provided by operating activities was J$71.2Mn for 2021, compared to J$46.9 for the prior year. Meanwhile net cash used in financing activities improved to J$61.5Mn in 2021 from an outflow of -J$19.4Mn in 2020.

DOLLA FINANCIAL SERVICES LIMITED

Key Financial Information for the 12-month Periods Dec 2020 and Dec 2021

J$ Millions

	20-Dec (Un-Audited)	21-Dec (Audited)
INCOME STATEMENT		
Total Income	169,824	395,242
Net Interest Income	103,379	325,647
Operating Expense	143,116	153,440
Profit Before Tax	(16,468)	167,797
BALANCE SHEET		
Total Assets	334,018	861,094
Total Loans	316,308	792,975
Loans Loss Provision (or ECL)	(22,049)	(42,472)
Loans, Net of Loan Loss Provision	294,259	750,503
Total Liabilities	324,546	564,110
Shareholder's Equity	9,472	314,984
Retained Earnings	(54,327)	65,222
CASH FLOW		
Net Cash from Operating Activities	84,161	71,160
Net Cash used in Investing Activities	(30,951)	(3,299)
Net Cash used in Financing Activities	(84,161)	(62,370)
Cash and Cash Equivalents	(30,951)	65,587
FINANCIAL RATIOS		
Efficiency Ratio	84%	39%
Net Interest Margin	35%	43%
Net Profit Before Tax Margin	-10%	52%
Return on Invested Capital	-30%	54%
Return on Average Asset	-5%	19%
Return on Average Equity	-174%	53%
Debt to Capital	55%	61%
Loan Loss Provision (or ECL) to Total Loans	7%	5%
Non-performing Loan Ratio	12%	5%

A comparison of the Financial Results for 12-months ending December 2020 (Unaudited) and December 2021 (Audited)

The following discussion is intended to assist prospective investors with understanding the financial position of Dolla Financial Services Limited for the period January to December 2020. This provides a 12-month perspective of the company's financials as opposed to the 18-month audited period discussed in the previous segment relative the 12 months ending December 2021. The reporting period representing December 2020 below is unaudited and the reporting period for the 12-month to December 2021 is audited.

COMMERCIAL ACTIVITY

The Company began operating in October 2009. After a 75% acquisition by FRPE, the Directors of Dolla made an executive decision to amend the 12-month accounting period from ending June to the calendar year January to December. As such, the financial results for the year ending December 2020 are reflective of 18 months (July 2019 to December 2020) and thereafter, 12 months ending December. The below Management Discussion and Analysis outlines the events of the 12-month period of January to December 2020 to allow investors the opportunity of like for like comparisons.

Total Income

The company recorded a total income of J$169.8Mn in its 2020 fiscal year, and J$395.2Mn in 2021, a 132% increase over the 12-month period. The increase in income is attributable to the launch of innovative products which led to increased loan disbursements, access to capital from the capital markets to expand its loan portfolio, an extensive branch network, and sound strategic leadership.

Net Interest Income

The Company recorded net interest income before credit loss of J$103.4Mn in 2020. In 2021, this expanded by J$325.6Mn, representing a 215.0% year on year increase.

Operating Expenses

The company's operating efficiency improved to 39.0% for December 2021, relative to 84.0% for the prior year 2020. This was a result of the year-over-year increase in total revenues and reduction in non-interest expenses. Operating expenses for the year totalled J$143.1Mn.

Profit Before Taxation

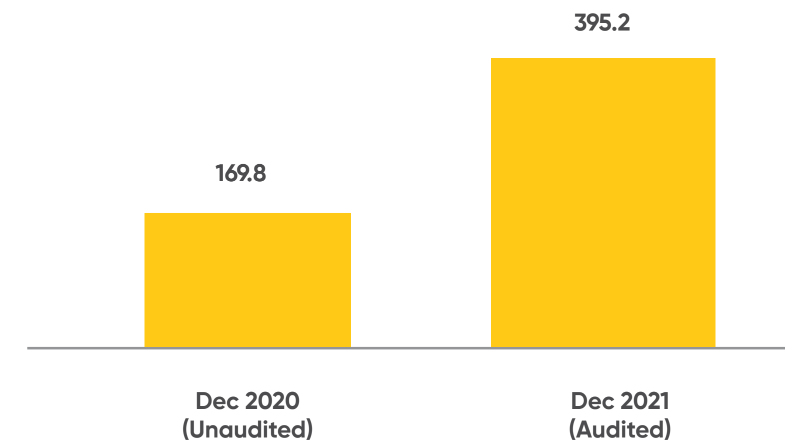
For the financial year ended December 2020, the Company recorded a loss before tax of J$-16.5Mn. The losses are driven by corporate taxes, FX losses and other expenses involved in the foundational growth of the company, particularly staff cost, as the Company expanded its workforce to better meet the greater demand of its growing operations

Profits before taxes increased to J$167.8Mn (1,117%) in 2021 due to increased Income derived from funding, strategy, and new loan products.

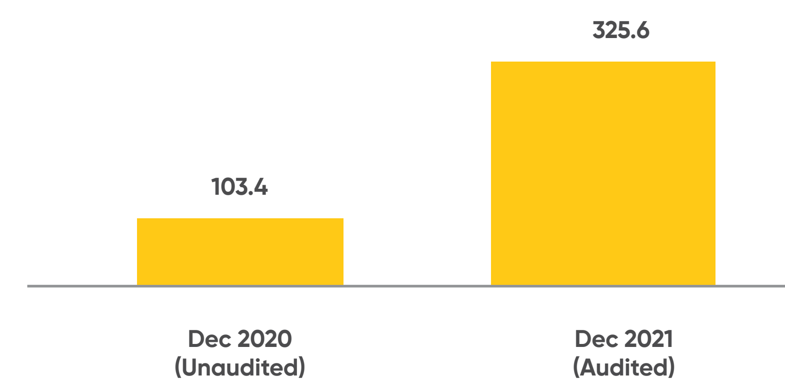
Credit Quality

Expected credit losses (ECL) on loans amounted to J$42.50Mn as of December 2021 and were up J$34.3Mn over the prior year. The ECL was impacted by the growth in the loan portfolio, as well as additional provisions based on the revised assumptions incorporated in the impairment methodology due to the global COVID-19 pandemic.

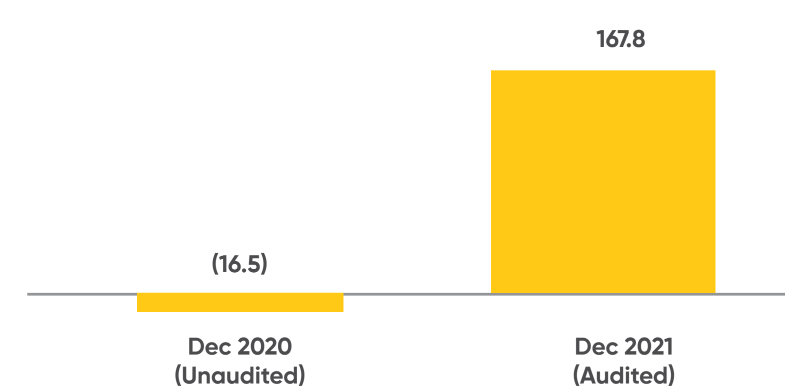
Dolla Financial Services Limited
Total Income (2020 - 2021)
J$ Millions



Dolla Financial Services Limited
Net Interest Income (2020 - 2021)
J$ Millions



Dolla Financial Services Limited
Total Profit Before Taxation (2020 - 2021)
J$ Millions



Financial Results for the Quarter Ending March 2021 and 2022 (Unaudited)

DOLLA FINANCIAL SERVICES LIMITED

Key Financial Information for the Quarter Ending March 31, 2022 and 2021
J$ Millions

	Mar-22	Mar-21
INCOME STATEMENT		
Total Income	141,436	64,257
Net Interest Income	128,630	43,717
Operating Expense	59,218	34,549
Profit Before Tax	65,894	17,035
BALANCE SHEET		
Total Assets	939,059	361,485
Total Loans	917,612	350,164
Loan Loss Provision (or ECL)	(47,348)	(24,535)
Loan, Net of Loan Loss Provision	870,263	325,628
Total liabilities	565,912	341,037
Cash and Cash Equivalents	2,107	(3,164)
Shareholder's Equity	373,147	20,448
Retained Earnings	134,769	(43,351)
CASH FLOW		
Net Cash from Operating Activities	(51,840)	(6,618)
Net Cash used in Investing Activities	(12,529)	(6,442)
Net Cash used in Financing Activities	6,418	4,318
Cash and Cash Equivalents	2,108	(3,164)
FINANCIAL RATIOS		
Efficiency Ratio	45%	58%
Net Interest Margin	69%	75%
Net Profit Before Tax Margin	47%	27%
Return on Average Asset	33%	6%
Return of Average Equity	110%	48%
Debt to Capital	56%	94%
Loan Loss Provision (or ECL) to Total Loans	5%	7%
Non-Performing Loan %	5%	8%

Income/Revenues
The Company continued to demonstrate its positive performance for the quarter ending March 31, 2022, with total revenues of J$141.4Mn compared to the prior corresponding period's total revenues of J$64.2Mn. This represents an increase of J$77.2Mn or 120%. The increase in total revenues is attributed to the continued expansion of the Company's loan portfolio which grew from J$325.6Mn as of March 2021 to J$870Mn as at March 31, 2022. During the quarter, the company continued to build momentum in loan disbursements by deepening its customer connections in existing markets. The Company's product suite continues to be an effective solution to the needs of individuals and businesses both locally and regionally. The increase in total revenues also resulted in the Company's Net Profit Before Tax Margin growing from 27% to 47% for the period under consideration. For the quarter ending March 31, 2022, the Company's Net Profit Before Tax was J$65.9Mn, a J$48.8Mn increase over the prior period. Operating expenses for the 3 months to March period increased by J$27Mn to J$64Mn primarily as a result of increased staff costs (mainly attributable to the acquisition of new talent), utilities, and the acquisition of new laptops computers. These cost increases are consistent with the Company's expansion and improvement of its operating infrastructure which aided the improvement in total revenues and net profit before tax. Our efficiency ratio for the period was 45% compared to 58% recorded for the prior year's comparative period. While Jamaica reported J$127.5m in total revenues for the period, Guyana reported a total of J$13.9m. As it relates to operating expenses, Jamaica stood at J$58.9Mn while Guyana reported J$5.2Mn. As a result, the net profit before taxes for each country stood at J$60.4Mn and J$5.5m for Jamaica and Guyana respectively.

Credit Quality
For the 3 months to March 2022, expected credit losses (ECL) on loans amounted to J$47.30Mn as of March 2022 and were up J$22.8Mn over the corresponding period in 2021. Overall, the ECL reduced from 7.01% of total loans as of March 2021, to 5.16% as of March 2022. This is an indication that the quality of our loan portfolio remains strong. Non-performing loans (NPLs) as at the three months ended March 2022 remained at a manageable level. These loans represented 5.14% of the overall portfolio, a reduction from 7.59% for the corresponding period last year. The reduction in NPLs for the quarter was driven by general improvements in the macroeconomic environment, growth in the loan portfolio as well as Management's reinforcement of a culture of strong and innovative risk management, collection strategies, and governance which has positioned the company well to support its clients and effectively manage NPLs over the period. Assets – The company's asset base increased over the period by J$575.9Mn to J$934.4Mn as at March 31, 2022. This was predominantly as a result of the growth in our loan portfolio which grew from J$325.6Mn as of March 2021 to J$870Mn as at March 31, 2022.

Loan Portfolio
The Company recorded net loans outstanding of J$870Mn for the quarter ended March 31, 2022. This represents an increase of J$344.4Mn or 167% when compared to the prior period ended March 31, 2021. The significant increase in new loan acquisitions is primarily due to increased disbursements, with continued strong demand for both business and personal loans.

Liabilities
Total liabilities were J$561.2Mn as of March 31, 2022 and showed an increase over the comparative period of J$220.2Mn or 64.5%. The increase noted was driven mainly by increased loans payable, the corporate bond payable, as well as a higher corporate tax payable.

Cash and Cash Equivalents
Total cash and cash equivalents were J$2.1Mn as of March 31, 2022 and showed an increase over the comparative period of J$5.3Mn or 171%. The increase is directly attributable to repayments in the period. There is however an overall decrease when compared to December 2021 of J$63Mn or 97%, directly attributable to the increase in loans over the period.

OUTLOOK & STRATEGY

Dolla believes there is significant growth potential in Jamaica and the Caribbean for short-term personal and microloans to retail consumers and businesses, respectively reaching a total of J$900Mn in the next 5 years. The Company will continue to strategically expand its branch network both locally and regionally, to increase footprint, customer base and market share, making our products and services more accessible to our valued customers. Management also intends to pursue new strategic partnerships with financiers, suppliers and customers that will grow its business line and customer base. In the short term, the Company will also prioritize the enhancement of its delivery channels and the improvement of its customer experience through investment in technology such as, the further development of the functionalities of our website, the use of mobile applications and social media to reduce the gap between us, our current and future customers. Dolla will also continue to focus on improving the Company's internal processes to increase efficiencies at all levels of its operation, while delivering solutions that are in line with its clients' needs. While there is still some uncertainty as the Company navigates the global impact of the COVID-19 pandemic, Dolla is confident that it is strategically positioned to weather the storms.

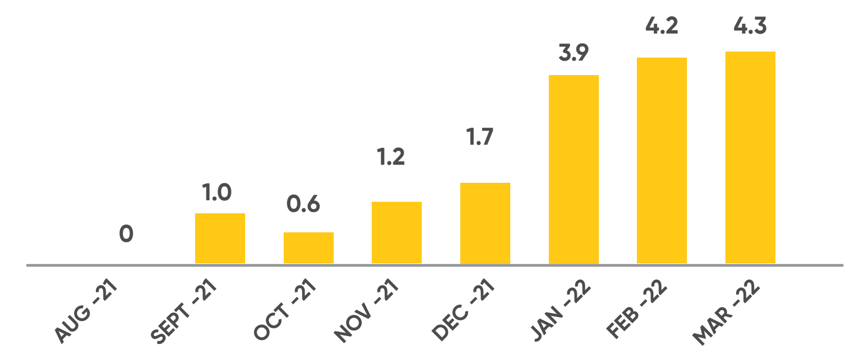
The Company's admission to the JSE Junior Market will be essential to achieve its growth objectives. If this Invitation is successful, the funds raised will allow the Company to improve its balance sheet and capacity to raise debt in the future, providing the capital needed to finance the expansion of its loan portfolio.

DOLLA GUYANA INC.

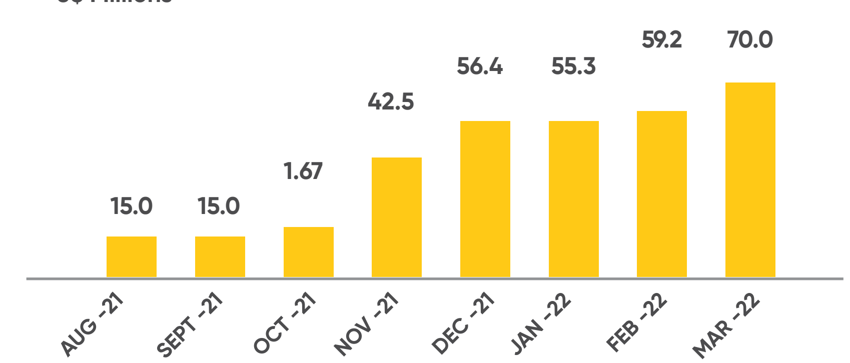
In August 2021, the Company established its fully owned subsidiary, Dolla Guyana Inc, which is incorporated in Guyana. The principal activity of the subsidiary during the year was the provision of short-term loans. The branch is strategically located in the heart of Georgetown, Guyana's capital, which is the hub of commercial activities in the country. The services being offered are also the first of its kind in the country. Total loans and advances for Dolla Guyana Inc as of March 31, 2021, was G$78.0Mn or J$57.5Mn. The loan portfolio is well diversified with a blend of business and personal loans from various sectors and showed consistent growth month over month.

In early 2021, Guyana's Finance Minister noted that the country would be one of the fastest-growing economies in terms of real GDP and would see rapid transformation in a number of sectors especially since the Government would make efforts to boost the non-oil economy as well. For the first half of 2021, Guyana's real GDP grew by 14.5%[16] despite the challenges with the pandemic and the devastating floods. Sectors such as extracting services (65%), manufacturing (13%), and construction (25%) expanded at a rapid pace. Furthermore, since our entrance in Guyana, we have experienced stable growth in our loan portfolio and income, which is consistent with our expectations. Our observations also suggest that that there is great opportunity for business loans, particularly equipment financing for mining and construction companies. This is based on the number of inquiries and request received. Consistent with these favourable macroeconomic conditions and our observations, the Company believes that its newest subsidiary, Dolla Guyana Inc, has significant potential to expand its loan portfolio, income, and profitability over the next five years. The expansion will be done through the development of new and innovative products and solutions that are in line with the needs of the individual and business customers, and the expansion of the company's sales and support team. Furthermore, the company has the first-mover advantage, being the first company to introduce microfinance products and services to the market.

Dolla Guyana Inc.
Interest Income (Aug 2021 – Mar 2022)
J$ Millions



Dolla Guyana Inc.
Loan Portfolio Growth (Aug 2021 – Mar 2022)
J$ Millions



16 *Ministry of Finance -Cooperative Republic of Guyana: https://finance.gov.gy/guyanas-economy-grew-by-14-5-percent-in-firsthalf-of-2021-non-oil-economy-by-4-8-percent-despite-COVID-19-and-may-june-floods/*

SECTION 10

Auditor's Consent and Auditor's Report

Dolla Financial Services Limited

Financial Statements
31 December 2021

Independent auditor's report

To the Members of Dolla Financial Services Limited

Report on the audit of the consolidated and stand-alone financial statements

Our opinion

In our opinion, the consolidated financial statements and the stand-alone financial statements give a true and fair view of the consolidated financial position of Dolla Financial Services Limited (the Company) and its subsidiaries (together 'the Group') and the stand-alone financial position of the Company as at 31 December 2021, and of their consolidated and stand-alone financial performance and their consolidated and stand-alone cash flows for the year then ended in accordance with International Financial Reporting Standards and with the requirements of the Jamaican Companies Act.

What we have audited

The Group's consolidated and stand-alone financial statements comprise:

- the consolidated statement of financial position as at 31 December 2021;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended;
- the company statement of financial position as at 31 December 2021;
- the company statement of comprehensive income for the year then ended;
- the company statement of changes in equity for the year then ended;
- the company statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

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 consolidated and stand-alone financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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T: (876) 922 6230, F: 876) 922 7581, www.pwc.com/jm
L.A. McKnight B.L. Scott B.J. Denning G.A. Reece P.A. Williams R.S. Nathan C.I. Bell-Wisdom G.K. Moore T.N. Smith DaSilva K.D. Powell

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

Responsibilities of management and those charged with governance for the consolidated and stand-alone financial statements

Management is responsible for the preparation of the consolidated and stand-alone financial statements that give a true and fair view in accordance with International Financial Reporting Standards and with the requirements of the Jamaican Companies Act, and for such internal control as management determines is necessary to enable the preparation of consolidated and stand-alone financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and stand-alone financial statements, management is responsible for assessing the Group'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 management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and stand-alone financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated and stand-alone 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 consolidated and stand-alone financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and stand-alone 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.

pwc

- 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's 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 Group'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 consolidated and stand-alone 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and stand-alone financial statements, including the disclosures, and whether the consolidated and stand-alone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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

As required by the Jamaican Companies Act, we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

In our opinion, proper accounting records have been kept, so far as appears from our examination of those records, and the accompanying consolidated and stand-alone financial statements are in agreement therewith and give the information required by the Jamaican Companies Act, in the manner so required.

PricewaterhouseCoopers

Chartered Accountants
Kingston, Jamaica
4 March 2022

	Note	2021 $'000	2020 $'000
Assets			
Cash and cash equivalents	6	65,587	5,577
Loans, net of provisions for credit losses	7	750,503	294,259
Other receivables	8	8,304	5,143
Deferred tax asset	15	-	1,827
Intangible assets	10	32	124
Property, plant and equipment	11	36,668	27,088
Total assets		861,094	334,018
Liabilities			
Other payables and accruals	14	17,804	10,677
Taxation payable		29,865	4,254
Loans payable	12	455,901	102,183
Lease liabilities	16	31,550	20,882
Preference shares	13	5,151	186,550
Deferred tax liabilities	15	5,839	-
Total liabilities		546,110	324,546
Equity			
Share capital	17	240,349	63,799
Translation reserves		(587)	-
Capital redemption reserve	29	10,000	-
Retained earnings/(Accumulated deficit)		65,222	(54,327)
Total shareholders' equity		314,984	9,472
Total liabilities and shareholders' equity		861,094	334,018

Approved for issue by the Board of Directors on 04 March 2022 and signed on its behalf by:

Christopher Yeung — Director

Ryan Reid — Director

Consolidated Statement of Comprehensive Income

Year ended 31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	Year Ended 31 December 2021 $'000	For the 18 Months Ended 31 December 2020 $'000
Interest income	21	379,049	245,185
Interest expense	22	(53,582)	(43,495)
Net interest income		325,467	201,690
Provision for expected credit losses	7	(20,423)	(8,677)
Net interest income after loan impairment		305,044	193,013
Non-interest income:			
Fees and other income	23	16,226	19,982
Foreign exchange losses		(33)	(11,747)
Total net interest income and other revenue		321,237	201,248
Operating expenses			
Administrative expenses	24	(153,440)	(183,707)
Profit before taxation		167,797	17,541
Income tax	25	(38,248)	(2,428)
Net profit		129,549	15,113
Other comprehensive income, net of tax -			
Exchange differences on translation of foreign operations		(587)	-
Total other comprehensive income		(587)	-
TOTAL COMPREHENSIVE INCOME		128,962	15,113
Basic and diluted earnings per stock unit	18	$9.05	$1.01

Net profit and comprehensive income for the year are entirely attributable to stockholders of the parent company.

Consolidated Statement of Changes in Equity

Year ended 31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	Share Capital $'000	Translation Reserves $'000	Capital Redemption Reserve $'000	Accumulated Deficit)/ Retained Earnings $'000	Total $'000
Balance at 1 January 2020		63,799	-	-	(35,440)	28,359
Net profit, being total comprehensive income		-	-	-	15,113	15,113
Transactions with owners						
Dividends	19	-	-	-	(34,000)	(34,000)
Balance at 31 December 2020		63,799	-	-	(54,327)	9,472
Net profit		-	-	-	129,549	129,549
Other comprehensive income		-	(587)	-	-	(587)
Total comprehensive income		-	(587)	-	129,549	128,962
Transactions with owners						
Issue of shares	17	176,550	-	-	-	176,550
Other						
Transfer to capital redemption reserve	29	-	-	10,000	(10,000)	-
Balance at 31 December 2021		240,349	(587)	10,000	65,222	314,984

Consolidated Statement of Cash Flows

Year ended 31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	Year Ended 31 December 2021 $'000	For the 18 Months Ended 31 December 2020 $'000
Cash flows from operating activities:			
Net profit		129,549	15,113
Adjustments for:			
Depreciation and amortisation	24	12,731	12,728
Interest income	21	(379,049)	(245,185)
Interest expense		53,582	43,495
Foreign exchange losses		33	11,747
Taxation expense		38,248	2,428
Expected credit losses		20,423	8,677
		(124,483)	(150,997)
Change in operating assets and liabilities:			
Loans receivable		(451,001)	(95,361)
Due to related party		-	(19,950)
Other receivables		(3,161)	(562)
Other payables and accruals		7,127	225
Cash used in operations		(571,518)	(266,645)
Interest received		353,383	240,103
Interest paid		(2,808)	(2,763)
Loan repaid		-	(34,800)
Loan interest repaid		(27,172)	(14,893)
Loan received		351,112	100,000
Preference shares interest paid		(16,865)	(29,588)
Redemption of preference shares	29	(10,000)	(131,068)
Issuance of preference shares		-	186,550
Taxation paid		(4,972)	-
Net cash provided by operating activities		71,160	46,896
Cash flows from investing activities:			
Purchase of intangible assets	10	-	(1,033)
Additions to property, plant and equipment	11	(2,399)	(2,903)
Net cash used in investing activities		(2,399)	(3,936)
Cash flows from financing activities:			
Due to parent company		-	(15,866)
Dividends		-	(34,000)
Lease principal payment		(7,182)	(12,504)
Net cash used in financing activities		(7,182)	(62,370)
Net increase/(decrease) cash and cash equivalents		61,579	(19,410)
Effects of exchange rate changes on cash and cash equivalents		(1,569)	(1,440)
Cash and cash equivalents at beginning of period/year		5,577	26,427
Cash and cash equivalents at end of year	6	65,587	5,577

Dolla Financial Services Limited

Company Statement of Financial Position

31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	2021 $'000	2020 $'000
Assets			
Cash and cash equivalents	6	50,256	5,577
Loans, net of provisions for credit losses	7	693,235	294,259
Other receivables	8	6,385	5,143
Investment in subsidiary	9	4	-
Deferred tax asset	15	-	1,827
Intangible assets	10	32	124
Property, plant and equipment	11	25,327	27,088
Total assets		775,239	334,018
Liabilities			
Other payables and accruals	14	17,279	10,677
Taxation payable		29,865	4,254
Due to related party	28(a)	76,626	-
Loans payable	12	299,454	102,183
Lease liabilities	16	19,890	20,882
Preference shares	13	5,151	186,550
Deferred tax liabilities		5,839	-
Total liabilities		454,104	324,546
Equity			
Share capital	17	240,349	63,799
Capital redemption reserve	29	10,000	-
Retained earnings/(Accumulated deficit)		70,786	(54,327)
Total shareholders' equity		321,135	9,472
Total liabilities and shareholders' equity		775,239	334,018

Approved for issue by the Board of Directors on 04 March 2022 and signed on its behalf by:

Christopher Yeung — Director

Ryan Reid — Director

Company Statement of Comprehensive Income

Year ended 31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	Year Ended 31 December 2021 $'000	For the 18 Months Ended 31 December 2020 $'000
Interest income	21	370,643	245,185
Interest expense	22	(51,305)	(43,495)
Net interest income		319,338	201,690
Provision for expected credit losses	7	(19,456)	(8,677)
Net interest income after loan impairment		299,882	193,013
Non-interest income:			
Fees and other income	23	16,226	19,982
Foreign exchange gains/(losses)		1,144	(11,747)
Total net interest income and other revenue		317,252	201,248
Operating expenses			
Administrative expenses	24	(143,891)	(183,707)
Profit before taxation		173,361	17,541
Income tax	25	(38,248)	(2,428)
Net profit being total comprehensive income		135,113	15,113

The accompanying notes on pages 9 to 56 form an integral part of these financial statements

Company Statement of Changes in Equity

Year ended 31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	Share Capital $'000	Capital Redemption Reserve $'000	(Accumulated Deficit)/ Retained Earnings $'000	Total $'000
Balance at 1 January 2020		63,799	-	(35,440)	28,359
Profit for the year being total comprehensive income		-	-	15,113	15,113
Transactions with owners					
Dividends	19	-	-	(34,000)	(34,000)
Balance at 31 December 2020		63,799	-	(54,327)	9,472
Profit for the year being total comprehensive income		-	-	135,113	135,113
Transactions with owners					
Issue of shares	17	176,550	-	-	176,550
Other					
Transfer to capital redemption reserve	29	-	10,000	(10,000)	-
Balance at 31 December 2021		240,349	10,000	70,786	321,135

Dolla Financial Services Limited

Summary Statement of Changes in Equity

For each of the period ended June 2017, 2018 and 2019, & Dec 2020 and 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Share Capital	Translation Reserves	Capital Redemption Reserve	(Accumulated Deficit)/ Retained Earnings	Total
Balances at June 30, 2016	**1,000**	**-**	**-**	**(33,346)**	**(32,346)**
Total comprehensive loss					
Loss for the year, being total comprehensive loss	-	-	-	(22,444)	(22,444)
Balances at June 30, 2017	**1,000**	**-**	**-**	**(55,790)**	**(54,790)**
Shares Issued	62,779	-	-	-	62,799
Profit for the year being total comprehensive income	-	-	-	29,263	29,263
Adjustment from adoption of IFRS 9	-	-	-	(4,423)	(4,423)
Balances at June 30, 2018	**63,779**	**-**	**-**	**(30,950)**	**32,849**
Loss for the year being total comprehensive loss	-	-	-	(4,490)	(4,490)
Balances at June 30, 2019	**63,779**	**-**	**-**	**(35,440)**	**28,359**
Profit for the year being total comprehensive income	-	-	-	15,113	15,113
Transactions with owners					
Dividends	-	-	-	(34,000)	(34,000)
Balance at 31 December 2020	**63,779**	**-**	**-**	**(54,327)**	**9,472**
Net Profit	-	-	-	129,549	129,549
Other comprehensive income	-	(587)	-		(587)
Total comprehensive income	-	(587)	-	129,549	128,962
Transactions with owner					
Shares issued	176,550	-	-	-	176,550
Other					
Transfer of capital redemption reserve	-	-	10,000	(10,000)	-
Balance at 31 December 2021	**240,349**	**(587)**	**10,000**	**65,222**	**314,984**

Dolla Financial Services Limited

Company Statements of Cash Flows

31 December 2021

(expressed in Jamaican dollars unless otherwise indicated)

	Note	2021 $'000	For the 18 months Ended 31 December 2020 $'000
Cash flows from operating activities:			
Net profit		135,113	15,113
Adjustments for:			
Depreciation and amortisation	24	10,076	12,728
Interest income	21	(370,643)	(245,185)
Interest expense		51,305	43,495
Foreign exchange losses		1,683	11,747
Taxation expense		38,248	2,428
Expected credit losses		19,456	8,677
		(114,762)	(150,997)
Change in operating assets and liabilities:			
Loans receivable		(394,012)	(95,361)
Due to related party		76,626	(19,950)
Other receivables		(1,242)	(562)
Other payables and accruals		6,602	225
Cash used in operations		(426,788)	(266,645)
Interest received		343,395	240,103
Interest paid		(1,920)	(2,763)
Loan repaid		-	(34,800)
Loan interest repaid		(25,832)	(14,893)
Loan received		197,136	100,000
Preference shares interest paid		(18,265)	(29,588)
Redemption of preference shares	29	(10,000)	(131,068)
Issue of preference shares		-	186,550
Taxation paid		(4,972)	-
Net cash provided by operating activities		52,754	46,896
Cash flows from investing activities:			
Investment in subsidiary		(4)	-
Purchase of intangible assets	10	-	(1,033)
Additions to property, plant and equipment	11	(1,958)	(2,903)
Net cash used in investing activities		(1,962)	(3,936)
Cash flows from financing activities:			
Due to parent company		-	(15,866)
Dividends		-	(34,000)
Lease principal payment		(7,256)	(12,504)
Net cash used in financing activities		(7,256)	(62,370)
Net increase/(decrease) cash and cash equivalents		43,536	(19,410)
Effects of exchange rate changes on cash and cash equivalents		1,143	(1,440)
Cash and cash equivalents at beginning of year/period		5,577	26,427
Cash and cash equivalents at end of year/period	6	50,256	5,577

1. Identification and Principal Activities

(i) Dolla Financial Services Limited ("the Company"), is a limited liability company incorporated and domiciled in Jamaica. The Company's parent company is FirstRock Global Holdings Limited, T/A FirstRock Private Equity, which is incorporated in Barbados. In the prior year, the Company was a 75% subsidiary of First Rock Capital Holdings Limited (FRCH). In March of 2020, FRCH obtained its shareholding through a share purchase agreement with Stocks and Securities Limited.

On 31 March 2021, FirstRock Global Holdings Limited, entered into an agreement with FRCH to acquire the 75% majority ownership interest in the Company held by FRCH. The principal place of business and registered office is located at Unit #1, Barbican Business Centre, 88 Barbican Road, Kingston 6.

The Company's principal activities during the year were the provision of short-term loans.

(ii) Dolla Financial Services (Guyana) Inc.
During 2021, the Group established its fully owned subsidiary, Dolla Financial Services (Guyana) Inc, which is incorporated in Guyana. The principal activity of the subsidiary during the year was the provision of short-term loans.

The Company's subsidiary which together with the Company are referred to as "the Group"

(iii) In the prior year, the Company changed its accounting period from 30 June to 31 December so as to synchronise its accounting period with the year end of its former parent company. Consequently, the Statement of Comprehensive Income for the year ended 31 December 2020 and its related notes, present the results of the Company for 18 months whereas for the current period, presents results for 12 months. The amounts reported in the Statements of Comprehensive Income and Cash Flows are not comparable.

2. Statement of Compliance
These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS. The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB).

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation
The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group and Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

Standards, interpretations and amendments to published standards effective in the current year

Certain new standards, interpretations and amendments to existing standards have been published that became effective during the current financial year. The Group has assessed the relevance of all such new standards, interpretations and amendments and has determined there was no impact.

Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Group

At the date of authorisation of these financial statements, certain new standards, amendments and interpretations to existing standards have been issued which are mandatory for the Group's accounting periods beginning on or after 1 January 2022 or later periods, but were not effective at the statement of financial position date. The Group has assessed the relevance of all such new standards, interpretations and amendments, has determined that the following may be relevant to its operations, and has concluded as follows:

Amendments to IAS 1, *Presentation of financial statements* on classification of liabilities, (effective for annual periods beginning on or after 1 January 2023). These narrow-scope amendments to IAS 1 clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (for example, the receipt of a waiver or a breach of covenant). The amendment also clarifies what IAS 1 means when it refers to the 'settlement' of a liability.

The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity. They must be applied retrospectively in accordance with the normal requirements in IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

3. Summary of Significant Accounting Policies (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards that are not yet effective and not early adopted (continued)

Amendment to IAS 12, *Income Taxes* on deferred tax related to assets and liabilities arising from a single transaction, (effective for annual periods beginning on or after 1 January 2023) . These amendments require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences.

A number of narrow-scope amendments to IFRS 3 and IAS 37 and some annual improvements on IFRS 9 and IFRS 16, (effective for the Group's financial year beginning on 1 January 2022).

- **Amendments to IFRS 3, *Business combinations*** update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations
- **Amendments to IAS 37, *Provisions, contingent liabilities and contingent assets*** specify which costs a company includes when assessing whether a contract will be loss-making. The amendment to IAS 37 clarifies that the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling contracts. Before recognising a separate provision for an onerous contract, the entity recognises any impairment loss that has occurred on assets used in fulfilling the contract.
- **Annual improvements** make minor amendments to IFRS 9, *Financial instruments* and the Illustrative Examples accompanying IFRS 16, *Leases*.

Dolla Financial Services Limited
Notes to the Financial Statements
31 December 2021
(expressed in Jamaican dollars unless otherwise indicated)

3. Summary of Significant Accounting Policies (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards that are not yet effective and not early adopted (continued)

Annual improvements on IFRS 9, and IFRS 16, (effective for the Group's financial year beginning on 1 January 2022) (continued)

IFRS 9 *Financial Instruments* – The amendment to IFRS 9 addresses which fees should be included in the 10% test for derecognition of financial liabilities. Costs or fees could be paid to either third parties or the lender. Under the amendment, costs or fees paid to third parties will not be included in the 10% test.

IFRS 16 *Leases* – The Board has amended Illustrative Example 13 that accompanies IFRS 16 to remove the illustration of payments from the lessor relating to leasehold improvements. The reason for the amendment is to remove any potential confusion about the treatment of lease incentives.

Narrow scope amendments to IAS 1, Practice statement 2 and IAS 8, (effective for the Group's financial year beginning on 1 January 2023). On 12 February 2021, the IASB ('the Board') issued amendments to the following standards:

- Disclosure of Accounting Policies, which amends IAS 1 and IFRS Practice Statement 2; and
- Definition of Accounting Estimates, which amends IAS 8.

The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies.

The IASB amended IAS 1, *Presentation of Financial Statements*, to require entities to disclose their material accounting policy information rather than their significant accounting policies. The amendment provides the definition of material accounting policy information. The amendment also clarifies that accounting policy information is expected to be material if, without it, the users of the financial statements would be unable to understand other material information in the financial statements. Further, the amendment to IAS 1 clarifies that immaterial accounting policy information need not be disclosed. However, if it is disclosed, it should not obscure material accounting policy information.

To support this amendment, the Board also amended IFRS Practice Statement 2, *Making Materiality Judgements*, to provide guidance on how to apply the concept of materiality to accounting policy disclosures. The amendment to IAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*, clarifies how companies should distinguish changes in accounting policies from changes in accounting estimates.

The distinction is important, because changes in accounting estimates are applied prospectively to future transactions and other future events, but changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period.

The Group is currently assessing the impact of the amendments on its financial statements. There are no other standards, interpretations and amendments to existing standards that are not yet effective that would be expected to have a material impact on the operations of the Group.

3. Summary of Significant Accounting Policies (Continued)

(b) Basis of consolidation

(i) Subsidiaries
Subsidiaries are entities over which the Group has control. The Group has control over an entity when the Group is exposed to the variable returns from its ownership interest in the entity and when the Group can affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group, and subsidiaries are de-consolidated from the date on which control ceases.

All material intra-group balances, transactions and gains are eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the accounting policies adopted by the Group.

The company carries its investments in subsidiaries at cost less impairment.

(c) Foreign currency translation

(i) Functional and presentation currency
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Jamaican dollars, which is the Group's presentation currency.

(ii) Transactions and balances
Foreign currency transactions that require settlement in a foreign currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Monetary items denominated in foreign currency are translated with the closing rate as at the reporting date. Non-monetary items measured at historical cost denominated in a foreign currency are translated with the exchange rate as at the date of initial recognition; non-monetary items in a foreign currency that are measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

All foreign exchange gains and losses recognised in profit or loss are presented within the corresponding item. Foreign exchange gains and losses on other comprehensive income items are presented in other comprehensive income within the corresponding item.

(iii) Group companies
The results and financial position of the Group's subsidiary, which has a functional currency different from the presentation currency, is translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented is translated at the closing rate at the date of that statement of financial position;
- Income and expenses for items included in the profit or loss and cash flows are translated at average exchange rates; and
- All resulting exchange differences are recognised as a separate component of stockholders' equity in the translation reserve.

Dolla Financial Services Limited
Notes to the Financial Statements
31 December 2021
(expressed in Jamaican dollars unless otherwise indicated)

3. Summary of Significant Accounting Policies (Continued)

(c) Foreign currency translation (continued)

(iii) Group companies (continued)
On consolidation, exchange differences arising from the translation of the net investment in foreign entities are taken to stockholders' equity. When a foreign operation is sold, such exchange differences are recognised in the income statement as part of the gain or loss on sale.

(d) Segment reporting
An operating segment is a component of the Group that engages in business activities from which it earns revenues and incurs expenses and whose operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment. Operating segments are reported in a manner consistent with the internal reporting to the chief operating decision maker. The chief operating decision maker is the Chief Executive Officer.

(e) Cash and cash equivalents
Cash and cash equivalents consist of current and savings account balances held with licensed financial institutions and cash in hand, net of bank overdrafts.

(f) Financial assets and liabilities
A financial instrument is any contract that gives rise to both a financial asset in one entity and a financial liability or equity in another entity.

Financial assets

(i) Classification
The Group classifies its financial assets in the following measurement category:
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Business model assessment
Business models are determined at the level which best reflects how the Group manages portfolios of assets to achieve business objectives. Judgement is used in determining business models, which is supported by relevant, objective evidence including:

- The nature of liabilities, if any, funding a portfolio of assets;
- The nature of the market of the assets in the country of origination of a portfolio of assets;
- How the Group intends to generate profits from holding a portfolio of assets; and
- The historical and future expectations of asset sales within a portfolio.

Solely payments of principal and interest ("SPPI")
Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flows and sell, the Group assesses whether the financial instruments' cash flows represent SPPI. In making this assessment, the Group considers whether the contractual cash flows are consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial assets would be classified and measured at fair value through profit and loss (FVPL).

3. Summary of Significant Accounting Policies (Continued)

(f) Financial assets and liabilities (continued)

Financial assets (continued)

(i) Classification (continued)
Recognition and derecognition
Financial assets are measured on initial recognition at fair value and are classified as and subsequently measured either at amortised cost. Financial assets and liabilities are recognised when the Group becomes a party to the contractual provision of the instrument. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(ii) Measurement
At initial recognition, the Group measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset.

Financial assets measured at amortized cost
The Group classifies its bank and deposit accounts, loan receivables and other receivables at amortised cost. These are assets that are held for collection of contractual cash flows where those cash flows represent SPPI and are measured at amortised cost. Interest income from these financial assets is recognised in profit or loss as part of interest income, using the effective interest rate method. The effective interest rate is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial asset to its carrying amount. Any gain or loss arising on derecognition is recognised directly in profit or loss. Impairment losses are presented as a separate line item in the consolidated and company statement of comprehensive income. The carrying value of these financial assets at initial recognition includes any directly attributable transaction costs.

(iii) Modification of loans
The Group sometimes renegotiates or otherwise modifies the contractual cash flows of loans to customers and debt instruments. When this happens, the Group assesses whether or not the new terms are substantially different to the original terms. The Group does this by considering, among others, the following factors:

- If the borrower is in financial difficulty, whether the modification merely reduces the contractual cash flow to amounts the borrower is expected to be able to pay;
- Whether any substantial new terms are introduced, such as a profit share/equity-based return that substantially affects the risk profile of the loan;
- Significant extensions of the loan term when the borrower is not in financial difficulty;
- Significant change in the interest rate;
- Change in the currency in which the loan is denominated; and
- Insertion of collateral, other security or credit enhancements that significantly affect the credit risk associated with the loan.

If the terms are substantially different, the Group derecognises the original financial asset and recognises a new asset at fair value and recalculates the new effective interest rate for the asset.

The date of negotiation is consequently considered to be the date of initial recognition for impairment calculation purposes and the purpose of determining if there has been a significant increase in credit risk.

3. Summary of Significant Accounting Policies (Continued)

(f) Financial assets and liabilities (continued)

Financial assets (continued)

(iv) Impairment
The Group assesses on a forward-looking basis the expected credit losses (ECL) associated with its loans receivable carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk (SICR). For other receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The ECL in relation to sundry receivables is immaterial.

For loans, at initial recognition, an allowance (or provision in the case of some loan commitments and financial guarantees) is required for ECLs resulting from default events that are possible within the next 12 months (or less, where the remaining life is less than 12 months) ('12-month ECL').

SICR
On initial recognition, the Group assesses the credit risk associated with each exposure as discussed in Note 26(a). The Group assumes that there is no significant increase in credit risk for instruments that have a low credit risk. Such assumption is applied to the Group's cash and cash equivalents.

To determine whether the life-time credit risk has increased significantly since initial recognition, the Group considers reasonable and supportable information that is available including information from the past and forward-looking information.

Factors such as whether payments of principal and interest are in default, an adverse change in credit rating of the borrower and adverse changes in the borrower's industry and economic environment, or a change in the borrower's employment arrangements, payment method, industry or personal conditions are considered in determining whether there has been a SICR of the borrower.

SICR is determined by observing the extent to which adverse changes in one or more of the credit risk drivers could increase the likelihood of default since the origination of the loan. A significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment. A change in the borrower's employment arrangements, payment method, industry or personal conditions could be deemed significant enough to trigger a forward migration of loans to Stage 2.

The Group determines that loans are credit-impaired and in stage 3 by considering relevant objective evidence, primarily whether: contractual payments of either principal or interest are past due for 90 days or more; there are other indications that the borrower is impaired, and the maturity date has passed. If such unlikeliness to pay is not identified at an earlier stage, it is deemed to occur when an exposure is 90 days past due.

(expressed in Jamaican dollars unless otherwise indicated)

3. Summary of Significant Accounting Policies (Continued)

(f) Financial assets and liabilities (continued)

Financial assets (continued)

(iv) The general approach to recognising and measuring ECL

Measurement
ECLs are calculated by multiplying three main components, being the probability of default ("PD"), loss given default ("LGD") and the exposure at default ("EAD"), discounted at the original effective interest rate. Management has calculated these inputs based on the historical experience of the portfolios adjusted for the current point in time. A simplified approach to calculating the ECL is applied to contract and other receivables which do not contain a significant financing component. Generally, these receivables are due within 12 months unless there are extenuating circumstances. Under this approach, an estimate is made of the lifetime ECL on initial recognition (i.e. Stage 3). For ECL provisions modelled on a collective basis, a grouping of exposures is performed on the basis of shared risk characteristics, such that risk exposures within a group are homogeneous.

The PD, LGD and EAD models which support these determinations are reviewed regularly in light of differences between loss estimates and actual loss experience, but given that IFRS 9 requirements have been applied for only a few years, there has been little time available to make these comparisons. Therefore, the underlying models and their calibration, including how they react to forward-looking economic conditions remain subject to review and refinement.

This is particularly relevant for lifetime PDs, and for the incorporation of 'downside scenarios' which have not generally been subject to experience gained through stress testing. The exercise of judgement in making estimations requires the use of assumptions which are highly subjective and sensitive to the risk factors, in particular to changes in economic and credit conditions with the current two geographical areas. Many of the factors have a high degree of interdependency and there is no single factor to which loan impairment allowances as a whole are sensitive. Therefore, sensitivity analyses are considered in relation to factors to which the ECLs are particularly sensitive and the results should not be further extrapolated.

The main difference between Stage 1 and Stage 2 ECLs is the respective PD horizon. Stage 1 estimates will use a maximum of a 12-month PD while Stage 2 estimates will use a lifetime PD. Stage 3 estimates will continue to leverage existing processes for estimating losses on impaired loans, however, these processes are updated to reflect the requirements of IFRS 9, including the requirement to consider multiple forward-looking scenarios. An ECL estimate is produced for each individual exposure, including amounts which are subject to a more simplified model for estimating ECLs.

The measurement of ECLs for each stage and the assessment of SICR must consider information about past events and current conditions as well as reasonable and supportable forecasts of future events and economic conditions. The estimation and application of forward-looking information requires significant judgment.

3. Summary of Significant Accounting Policies (Continued)

(f) Financial assets and liabilities (continued)

Financial assets (continued)

(v) The general approach to recognising and measuring ECL (continued)
For defaulted financial assets, based on management's assessment of the borrower, a specific provision for ECLs which incorporates collateral recoveries, is calculated and recorded as the ECL. The resulting ECL is the difference between the carrying amount and the present value of expected cash flows discounted at the original effective interest rate.

Forward looking information
The estimation and application of forward-looking information require significant judgment. PD, LGD and EAD inputs used to estimate Stage 1 and Stage 2 credit loss allowances are modelled based on the macroeconomic variables (or changes in macroeconomic variables) that are most closely correlated with credit losses in the relevant portfolio.

Each macroeconomic scenario used in the ECL calculation has forecasts of the relevant macroeconomic variables – including, but not limited to, unemployment rates and gross domestic product, interest rate and inflation, subsequently reverting to long-run averages. The estimation of ECLs in Stage 1 and Stage 2 is a discounted probability-weighted estimate that considers a minimum of three future macroeconomic scenarios. The base case scenario is based on macroeconomic forecasts where available. Upside and downside scenarios are set relative to the base case scenario based on reasonably possible alternative macroeconomic conditions.

Scenario design, including the identification of additional downside scenarios that occur on at least an annual basis and more frequently if conditions warrant. Scenarios are probability-weighted according to management's best estimate of the relative likelihood based on historical frequency and current trends and conditions. The weightings assigned to each economic scenario as at 31 December 2020 and 31 December 2021 were as follows:

	Base	Upside	Downside
31 December 2021:			
Lending portfolios	50%	20%	30%
31 December 2020:	50%	20%	30%
Lending portfolios			

Financial assets measured at amortized cost recognize impairment gains and losses in profit or loss in the statement of comprehensive income. Interest income is included on the face of the consolidated statement of comprehensive income.

(vi) Write-off
Financial assets (and the related impairment allowances) are normally written off, either partially or in full, when there is no realistic prospect of recovery. Where loans are secured, this would generally be after the receipt of any proceeds from the realisation of security. In circumstances where the net realisable value of any collateral has been determined and there is no reasonable expectation of further recovery, write-off may be earlier.

3. Summary of Significant Accounting Policies (Continued)

(f) Financial assets and liabilities (continued)

Financial liabilities
The Group recognises a financial liability when it first becomes a party to the contractual rights and obligations in the contract. All financial liabilities are initially recognised at fair value, minus (in the case of a financial liability that is not at FVPL) transaction costs that are directly attributable to issuing the financial liability. Financial liabilities are measured at amortised cost, unless the Group opted to measure a liability at FVPL.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

(g) Accounts payable
Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Payables are recognised initially at fair value and subsequently are measured at amortised cost using the effective interest method.

(h) Interest-bearing borrowings
Borrowings are recognised initially at fair value net of transaction costs incurred. Borrowings are subsequently measured at amortised cost and any difference between net proceeds and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

(i) Property, plant and equipment

a. Costs:

Items of property, plant and equipment are measured at cost, less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item, if it is probable that the future economic benefits embodied in the part will flow to the Group and its cost can be reliably measured. The cost of day-to-day servicing of property, plant and equipment is recognised in profit or loss as incurred.

3. Summary of Significant Accounting Policies (Continued)

(i) Property, plant and equipment (continued)

b. Depreciation:
Property, plant and equipment are depreciated on the straight-line basis at annual rates to write down the assets to their estimated residual values over their expected useful lives and is generally recognised in profit or loss. The depreciation rates are as follows:

Furniture, fixtures and equipment	10%
Computer equipment	20 %
Leasehold improvements	33⅓%

The depreciation method, useful lives and residual values are reassessed at each reporting date.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

(j) Intangible assets
Costs that are directly associated with acquiring software licences, which are expected to generate economic benefits exceeding costs beyond one year, are recognised as intangible assets. These assets are stated at cost less accumulated amortisation and impairment losses, if any. The assets are amortised commencing on the date that they are available for use, using the straight-line method over their expected useful lives, not exceeding a period of four years. Costs associated with maintaining computer software programs are recognised as an expense, as incurred.

(k) Impairment of non-financial assets
The carrying amounts of the Group's non-financial assets are reviewed at each financial year end to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash- generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset Group that generates cash flows that largely are independent of other assets. Impairment losses are recognised in profit or loss.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

3. Summary of Significant Accounting Policies (Continued)

(l) Revenue recognition

Revenue is income that arises in the course of the ordinary activities of the Group. It is comprised principally of fees and commissions and net interest income earned from loans.

a. Fee and commission income:

Fee and commission income are income recognised in profit or loss on the accrual basis when the service has been provided. Loan application fees are an integral part of the effective interest rate of the loan and are amortised using the effective interest rate method through interest income in the statement of comprehensive income over the period of the related loan agreement.

Fees and commissions arising from negotiating or participating in the negotiation of a transaction for a third party are recognised on completion of the underlying transaction.

b. Other income:

Other revenue items are recognised on the accrual basis.

(m) Interest expense

Interest expense is recognised in profit or loss using the effective interest method. The effective interest rate is the rate that exactly discounts the estimated future cash payments through the expected life of the financial asset or liability (or, where appropriate, a shorter period) to the carrying amount of the financial liability. The effective interest rate is established on initial recognition of the financial liability and is not revised subsequently.

(n) Taxation

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the profit or loss, except to the extent that it relates to items recognised in other comprehensive income or equity, in which case it is recognised in other comprehensive income or equity.

Current tax charges are based on taxable profits for the year, which differ from the profit before tax reported because it excludes items that are taxable or deductible in other years, and items that are never taxable or deductible. The Group's liability for current tax is calculated at tax rates that have been enacted at the reporting date, and any adjustment to tax payable in respect of previous years

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries, to the extent that it is probable that they will not reverse in the foreseeable future.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

3. Summary of Significant Accounting Policies (Continued)

(n) Taxation (continued)

Deferred tax is measured at the tax rates that will be applied to the temporary differences when they are expected to reverse, based on the laws that have been enacted as at the reporting date. Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax liabilities against current tax assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different taxable entities, but they intend to settle current tax liabilities and assets on a net basis, or their tax assets and liabilities will be realised simultaneously.

(o) Provisions

A provision is recognised in the statement of financial position when the Group has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount can be made. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

(p) Employee benefits

Employee benefits are all forms of consideration given by the Group in exchange for service rendered by employees. These include current or short-term benefits such as salaries, statutory contributions, annual vacation and sick leave, and non-monetary benefits, such as medical care. Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee and the obligation can be estimated reliably.

(q) Leases

The Group leases various office spaces. The Group acting as lessee, recognises a right-of-use asset and lease liabilities for all leases with a term of more than 12 months. Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the Group under residual value guarantees;
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

3. Summary of Significant Accounting Policies (Continued)

(r) Leases (continued)

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:
- the amount of the initial measurement of lease liabilities;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of use asset is depreciated over the underlying asset's useful life. Right of use assets are not revalued.

(s) Operating expenses

Expenses include legal, marketing, professional and other fees. They are recognised in profit or loss in the period in which they are incurred on an accrual basis.

(t) Share capital

Common shares which are non-redeemable, and for which the declaration of dividends is discretionary are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax from the proceeds. Shares are classified as equity when there is no obligation to transfer cash or other assets.

(u) Dividends

Dividends on stock units are recognised in stockholders' equity in the period in which they are approved by the Company's Board of Directors.

4. Critical Accounting Estimates and Judgments in Applying Accounting Policies

The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. The resulting accounting estimates will, by definition, seldom equal the related actual results. The Estimates and 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. The estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

(a) Income taxes

The Group is subject to income taxes. Significant judgement is required in determining the provision for income taxes. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(b) Measurement of the ECL

The measurement of the ECL for financial assets measured at amortised cost requires the use of models and significant assumptions about future economic conditions and credit behaviour such as the likelihood of customers defaulting and the resulting losses.

A number of significant judgements are also required in applying the accounting requirements for measuring ECL, such as:
- Determining criteria for SICR;
- Choosing appropriate models and assumptions for the measurement of ECL; and
- Establishing appropriateness of forward-looking information.

Forward looking information

A forward-looking score card model is used to estimate the potential impact of future economic conditions on the expected credit loss. The model accounts for the fact that a number of key macro-economic variables simultaneously play a role in impacting the overall state of the economy – albeit at varying degrees. The model is based on the premise that the probability of default is higher in a weak economic environment. The converse is true when the fundamentals of the economy are moving in the right direction. Four of the economic variables that are likely to have material the greatest degree of impact on the institution's expected credit loss include the following: inflation, interest rate, unemployment and gross domestic product. Weights are assigned to the respective economic variables based on the degree of influence that each variable is presumed to have on the borrowers' overall likelihood of default.

Macroeconomic variables that affect the performance of the portfolio the most are chosen and their significance (weighting) assigned. Each macroeconomic variable is then given a state, depending on management expectation. Each state is assigned a corresponding multiplier which indicates the impact of the state on the portfolio. The multipliers determine the range of ECL fluctuation. If the range is narrow, it means that the portfolio is less prone to macro-economic conditions. If the range is wide, the portfolio is easier affected by the indicators identified. This exercise is performed for all scenarios which represent different macroeconomic outlook. The set of variables remain the same, however the states may vary depending on each specific scenario. The three scenarios are weighted based on the range of macroeconomic scenarios they cover. The score and probability of impact of each scenario are multiplied, and the results are summed for all three scenarios.

5. Segment Information

Operating segments are reported in accordance with the information analysed by the Chief Executive Officer (the chief operating decision-maker) of the Group, which is responsible for allocating resources to the reportable segments and assesses its performance.

The Group has identified two reportable segments of its business:

(a) Loan operations in Jamaica
(b) Loan operations in Guyana.

The amounts provided to the Board in respect of total assets and total liabilities are measured in a manner consistent with that of the consolidated financial statements. These assets and liabilities are allocated based on the operations of the segment. As all assets and liabilities have been allocated to the operating (reportable) segments, reconciliations of reportable segments' assets to total assets, and of reportable segments' liabilities to total liabilities, are not presented.

The tables below show results and net assets by segment and geographical location.

	2021			
	Jamaica $'000	Guyana $'000	Eliminations $'000	Group $'000
Interest income	370,643	8,406	-	379,049
Interest expense and credit losses	(51,305)	(2,277)	-	(53,582)
Provision for expected credit losses	(19,456)	(967)		(20,423)
Fee and other income/expense	16,226	-	-	16,226
Foreign exchange losses	1,144	(1,177)	-	(33)
Depreciation and amortisation	(10,076)	(2,655)		(12,731)
Administrative expenses	(133,815)	(6,894)	-	(140,709)
Operating profit/(loss)	173,361	(5,564)	-	167,797
Taxation	(38,248)	-	-	(38,248)
Net profit	135,113	(5,564)	-	129,549
Total assets	775,239	163,078	(77,223)	861,094
Total liabilities	454,104	168,640	(76,634)	546,110
Other segment items: Additions to property, plant & equipment (Note 11)				22,219

5. Segment Reporting (Continued)

	2020			
	Jamaica $'000	Guyana $'000	Eliminations $'000	Group $'000
Interest income	245,185	-	-	245,185
Interest expense	(43,495)	-	-	(43,495)
Provision for expected credit losses	(8,677)	-	-	(8,677)
Fee and other income	19,982	-	-	19,982
Foreign exchange losses	(11,747)	-	-	(11,747)
Depreciation and amortisation	(12,727)	-	-	(12,727)
Other administrative expenses	(170,980)	-	-	(170,980)
Operating profit	17,541	-	-	17,541
Taxation	(2,428)	-	-	(2,428)
Net profit	15,113	-	-	15,113
Total assets	334,018	-	-	334,018
Total liabilities	324,546	-	-	324,546
Other segment items: Additions to property, plant & equipment (Note 11)				8,223

6. Cash and Cash Equivalents

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Cash in hand	122	110	107	110
Cash at bank	66,164	5,467	50,848	5,467
	66,286	5,577	50,955	5,577
Bank overdraft	(699)	-	(699)	-
	65,587	5,577	50,256	5,577

7. Loans, Net of Provision for Credit Losses

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Gross loans and advances	750,343	304,624	693,380	304,624
Loan interest and other receivables	42,632	11,684	41,360	11,684
	792,975	316,308	734,740	316,308
Less: ECL	(42,472)	(22,049)	(41,505)	(22,049)
	750,503	294,259	693,235	294,259
Current portion of loans:				
Gross loans and advances	559,100	273,068	509,214	273,068
Loan interest and other receivables	35,256	11,219	34,116	11,219
	594,356	284,287	543,330	284,287
Less: ECL	(40,336)	(21,487)	(39,269)	(21,487)
	554,020	262,800	504,061	262,800

All amounts are short-term and the carrying value is considered a reasonable approximation of fair value.

The movement in the provision for credit losses determined under the requirements of IFRS is:

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Provision for expected losses at beginning of year	22,049	13,372	22,049	13,372
Provided for during the year	20,423	8,677	19,456	8,677
	42,472	22,049	41,505	22,049

Provision for expected credit losses

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Increase on loan loss provision during the year	20,423	8,677	19,456	8,677
Charged to profit or loss during the year	20,423	8,677	19,456	8,677

Certain loan balances have been pledged as collateral for the $10,000,000 secured loan (Note 12).

8. Other Receivables

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Staff advance	529	529	529	529
Sundry receivables	675	318	648	318
Prepayments	5,636	3,628	4,544	3,628
Security deposits	1,464	668	664	668
	8,304	5,143	6,385	5,143

All other receivable balances including those in the prior year are current.

9. Investment in Subsidiaries

	The Company	
	2021 $'000	2020 $'000
Shares in:		
Dolla Financial Services (Guyana) Inc	4	-

10. Intangible Assets

	The Group and Company	
	Software $'000	Total $'000
Cost -		
At 1 July 2019	268	268
Additions	1,033	1,033
At 31 December 2020 and 31 December 2021	1,301	1,301
Amortisation -		
Balance at 1 July 2019	1,022	1,022
Charge for the period	155	155
Balance at 31 December 2020	1,177	1,177
Charge for the year	92	92
Balance at 31 December 2021	1,269	1,269
Net Book Value -		
	32	32
	124	124

11. Property, Plant and Equipment

	The Group					
	Furniture Fixtures and Equipment $'000	Computer Equipment $'000	Leasehold Improvement $'000	Work-in Progress $'000	Right-of-use Asset $'000	Total $'000
Gross carrying amount						
Balance at 1 July 2019	3,398	3,432	12,347	474	-	19,651
Adoption of IFRS 16	-	-	-	-	30,032	30,032
Additions	425	1,149	1,329	-	-	2,903
Balance at 31 December 2020	3,823	4,581	13,676	474	30,032	52,586
Additions	898	1,501	-	-	19,820	22,219
Balance at 31 December 2021	4,721	6,082	13,676	474	49,852	74,805
Depreciation						
Balance at 1 July 2019	643	2,273	10,010	-	-	12,926
Charge for the year	543	831	2,150	-	9,048	12,572
Balance at 31 December 2020	1,186	3,104	12,160	-	9,048	25,498
Charge for the year	431	669	946	-	10,593	12,639
Balance at 31 December 2021	1,617	3,773	13,106	-	19,641	38,137
Net Book Value-						
At 31 December 2021	3,104	2,309	570	474	30,211	36,668
At 31 December 2020	2,637	1,477	1,516	474	20,984	27,088

11. Property, Plant and Equipment (Continued)

	The Company					
	Furniture Fixtures and Equipment $'000	Computer Equipment $'000	Leasehold Improvement $'000	Work-in Progress $'000	Right-of-use Asset $'000	Total $'000
Gross carrying amount						
Balance at 1 July 2019	3,398	3,432	12,347	474	-	19,651
Adoption of IFRS 16	-	-	-	-	30,032	30,032
Additions	425	1,149	1,329	-	-	2,903
Balance at 31 December 2020	3,823	4,581	13,676	474	30,032	52,586
Additions	762	1,196	-	-	6,265	8,223
Balance at 31 December 2021	4,585	5,777	13,676	474	36,297	60,809
Depreciation						
Balance at 1 July 2019	643	2,273	10,010	-	-	12,926
Charge for the year	543	831	2,150	-	9,048	12,572
Balance at 31 December 2020	1,186	3,104	12,160	-	9,048	25,498
Charge for the year	428	653	946	-	7,957	9,984
Balance at 31 December 2021	1,614	3,757	13,106	-	17,005	35,482
Net book Values						
At 31 December 2021	2,971	2,020	570	474	19,292	25,327
At 31 December 2020	2,637	1,477	1,516	474	20,984	27,088

12. Long Term Loan

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Current portion of long-term loan	255,044	-	100,000	-
Long term loan	197,136	100,000	197,136	100,000
	452,180	100,000	297,136	100,000

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Unsecured loans (a)	100,000	100,000	100,000	100,000
Corporate notes payable (b)	197,136	-	197,136	-
USD Promissory note (c)	155,044	-	-	-
	452,180	100,000	297,136	100,000
Interest payable	3,721	2,183	2,318	2,183
	455,901	102,183	299,454	102,183

(a) This represents loan facilities from First Rock Capital Holdings Limited for general business purposes in the sum of $100,000,000 at an interest rate of 12% per annum. The maturity dates of these loans range from May 2023 – October 2023. All loans are unsecured with the exception of one with a nominal value of $10,000,000 which is secured by the loan receivables (Note 7) of Dolla Financial Services Limited. The loan balance includes interest payable of approximately $2,317,000.

(b) This represents the carrying value of corporate notes issued through a private placement by Dolla Financial Services Limited in 2021 to institutional and individual investors. The proceeds were used for growing the Company's loan portfolio and to facilitate expansion of the business to Guyana. $200,358,000 was raised from this private placement through the issuance of ten 9.25% Fixed Rate Senior Secured Notes with a maturity date of 28 April 2023. The notes are secured by a debenture creating a fixed and floating charge over all assets of the Company.

(c) This represents a US$1,000,000 promissory note. This was issued by Dolla Financial Services (Guyana) Inc. during the year to fund the growth of its loan portfolio. The loan attracts interest at a rate of 11% per annum. The loan is secured by a floating charge debenture of Dolla Financial Services (Guyana) Inc.'s loan portfolio and matures on 11 November 2022.

(d) Fair value

	Group			
	Carrying Amounts		Fair Values	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Unsecured loans	100,000	100,000	100,748	105,139
Corporate notes payable	197,136	-	195,047	-
USD Promissory note	155,044	-	152,075	-
	452,180	100,000	447,870	105,139

12. Long Term Loan (Continued)

(d) Fair value (continued)

	Company			
	Carrying Amounts		Fair Values	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Unsecured loans	100,000	100,000	100,748	105,139
	100,000	100,000	100,748	105,139

The fair values disclosed above are Level 3 measurements.

Reconciliation of liabilities arising from financing activities

The tables below details changes in the Group's and Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Company's statement of cash flows as cash flows from financing activities.

The Group

	31 December 2020	Financing cash flows	Non-cash changes – new leases	Non-cash changes – foreign exchange movements	Non-cash changes – interest	31 December 2021
	$'000	$'000	$'000	$'000	$'000	$'000
Lease liabilities	20,882	(9,990)	19,819	(2,215)	3,054	31,550
	20,882	(9,990)	19,819	(2,215)	3,054	31,550

The Company

	31 December 2020	Financing cash flows	Non-cash changes – new leases	Non-cash changes – interest	31 December 2021
	$'000	$'000	$'000	$'000	$'000
Lease liabilities	20,882	(9,176)	6,265	1,919	19,890
	20,882	(9,176)	6,265	1,919	19,890

The Company

	31 December 2019	Financing cash flows	Non-cash changes – adoption of IFRS 16	Non-cash changes – interest	31 December 2020
	$'000	$'000	$'000	$'000	$'000
Lease liabilities	-	(15,267)	33,386	2,763	20,882
	-	(15,267)	33,386	2,763	20,882

13. Preference Shares

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Preference shares	-	186,550	-	186,550
Interest payable	5,151	-	5,151	-
	5,151	186,550	5,151	186,550

In 2020, the Company entered into a preference share agreement in April 2020 with First Rock Capital Holdings Limited where the Company issued 1,300,000 preference shares at a consideration of $186,550,000. Shares valued at $10,000,000 were redeemed during the period (Note 29). The remaining preference shares were converted to equity at 31 December 2021. See Note 17. The interest payable as at 31 December 2021 was repaid in January 2022.

14. Other Payables and Accruals

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Current liabilities				
Audit fees payable	3,403	2,935	3,403	2,935
Statutory payables	2,346	1,430	1,830	1,430
Unallocated cash	6,440	2,526	6,278	2,526
Undisbursed funds	-	305	-	305
Accrued expenses	5,615	3,481	5,768	3,481
Total	17,804	10,677	17,279	10,677

All amounts are short-term and the carrying value is considered to be a reasonable approximation of fair value.

15. Deferred Income Taxes

Deferred income taxes are calculated in full on temporary differences under the liability method using a principal tax rate of 25%.

	The Group		The Company	
	2021	For the 18 Months Ended 31 December 2020	2021	For the 18 Months Ended 31 December 2020
Deferred income taxes	5,839	(1,827)	5,839	(1,827)

The movement on the deferred income tax account is as follows:

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Asset at beginning of year	(1,827)	-	(1,827)	-
Charged/(credited) to statement of comprehensive income (Note 25)	7,666	(1,827)	7,666	(1,827)
Liability/(asset) at end of year	5,839	(1,827)	5,839	(1,827)

Deferred income tax assets and liabilities are attributable to the following items:

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Deferred tax assets -				
Interest payable	1,867		1,867	-
Other	-	545	-	545
Tax losses unused	-	2,860	-	2,860
Unrealised foreign currency losses	-	2,857		2,857
Property, plant & equipment depreciation	1,140	1,298	1,140	1,298
Deferred tax liabilities -				
Unrealised foreign currency gains	(285)		(285)	-
Interest receivable	(8,561)	(5,733)	(8,561)	(5,733)
Net deferred tax (liabilities) / asset	(5,839)	1,827	(5,839)	1,827

The amounts shown in the statement of financial position included the following:

	The Group		The Company	
	2021 $'000	2020 $'000	2021 $'000	2020 $'000
Deferred tax assets to be recovered after more than 12 months	-	7,560	-	7,560
Deferred tax liabilities to be recovered after more than 12 months	1,140	(5,733)	1,140	(5,733)

16. Leases

This note provides information for leases where the Group is a lessee.

a) Amounts recognised in the statement of financial position

	The Group		The Company	
Right-of-use assets	**2021 $'000**	**2020 $'000**	**2021 $'000**	**2020 $'000**
Buildings	30,211	20,984	19,292	20,984
	30,211	20,984	19,292	20,984
Lease liabilities				
Current	10,755	9,261	7,685	9,261
Non-current	20,795	11,621	12,205	11,621
	31,550	20,882	19,890	20,882

b) Amounts recognised in the statement of comprehensive income

	The Group		The Company	
	2021 $'000	**2020 $'000**	**2021 $'000**	**2020 $'000**
Depreciation charge of right-of-use assets				
Buildings	10,593	9,048	7,957	9,048
Interest expense (Note 22)	2,856	2,763	1,920	2,763
Total expenses related to leases	13,449	11,811	9,877	11,811

The total cash outflow for the Group for leases in 2021 was $9,990,000 (2020: $15,267,000) and for the Company, it was $9,176,000 (2020: $15,267,000).

17. Share Capital

	Number	2021 $'000	2020 $'000
Authorised:			
100,000,000 stock units			
Stated capital			
Issued and fully paid:			
At the beginning of year	14,899,109	63,799	63,799
Shares issued during the year	11,698,251	176,550	-
	26,597,360	240,349	63,799

At 31 December 2021, the Company converted 1,230,314 preference shares equivalent to $176,550,000 to 11,698,251 stock units. Under *The Companies Act, 2004* (Jamaica), all shares in issue are deemed to be without par value.

18. Earnings per Stock Unit

Basic earnings per stock unit are calculated by dividing the net profit attributable to shareholders by the weighted average number of stock units outstanding during the year.

	2021	2020
Net profit attributable to shareholders ($'000)	118,001	15,113
Weighted average number of stock units in issue	14,931,159	14,899,109
Basic earnings per stock unit	$7.90	$1.01

The Group has no dilutive potential stock units. The diluted earnings per stock unit are the same as the basic earnings per stock unit.

19. Dividends

There was no dividend declaration made during the year. In the prior year dividend declared was $2.28 per share totalling $34,000,000.

20. Net Profit and Retained Earnings

	2021 $'000	2020 $'000
(i) Net profit dealt with in the financial statements of:		
The Company	135,113	15,113
The subsidiary	(5,564)	-
	129,549	15,113
(ii) Retained earnings reflected in the financial statements of:		
The Company	70,786	(54,327)
The subsidiary	(5,564)	-
	65,222	(54,327)

21. Interest Income

	The Group		The Company	
	Year Ended 31 December 2021 $'000	**For the 18 Months Ended 31 December 2020 $'000**	**Year Ended 31 December 2021 $'000**	**For the 18 Months Ended 31 December 2020 $'000**
Interest income - loans	378,889	244,968	370,483	244,968
Interest income - other	160	217	160	217
	379,049	245,185	370,643	245,185

22. Interest Expense

	The Group		The Company	
	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000
Interest on loans	27,309	11,144	25,968	11,144
Interest on preference shares	23,417	29,588	23,417	29,588
Interest on leases	2,856	2,763	1,920	2,763
	53,582	43,495	51,305	43,495

23. Fees and Other Income

	The Group		The Company	
	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000
Creditors' insurance premium fees	1,181	318	1,181	318
Other	15,045	19,664	15,045	19,664
	16,226	19,982	16,226	19,982

24. Expenses by Nature

Total direct, administration and other operating expenses recognized were:

a. Staff costs:

	The Group		The Company	
	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000	Year ended 31 December 2021 $'000	For the 18 Months ended 31 December 2020 $'000
Salaries and benefits	84,726	103,579	82,978	103,579
Statutory payroll contributions	8,105	10,026	7,979	10,026
Other	1,971	1,753	1,958	1,753
	94,802	115,358	92,915	115,358

24. Expenses by Nature (Continued)

b. Administrative expenses comprise:

	The Group		The Company	
	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000
Director's fee	3,442	5,979	3,442	5,979
Advertising	4,268	3,448	3,610	3,448
Audit fees	4,513	2,700	4,513	2,700
Bank charges	1,149	1,280	1,076	1,280
Information technology	2,112	2,135	2,112	2,135
Depreciation and amortization	12,731	12,728	10,076	12,728
Irrecoverable GCT	2,786	3,119	2,786	3,119
Donations and subscriptions	7,944	7,738	7,759	7,738
Insurance	90	134	90	134
Legal and other professional fees	5,917	6,165	5,127	6,165
Office and other expenses	3,128	5,128	3,085	5,128
Postage and utilities	4,609	11,280	4,429	11,280
Repairs and maintenance	1,338	254	1,338	254
Staff costs (Note 24(a))	94,802	115,358	92,915	115,358
Travel and entertainment	3,686	4,063	608	4,063
Security	925	2,198	925	2,198
Total administration expenses	153,440	183,707	143,891	183,707

25. Taxation

a. Recognised in profit or loss:

The income tax charge is computed at 25% of the results for the year as adjusted for taxation purposes, and comprises:

	The Group		The Company	
	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000	Year ended 31 December 2021 $'000	For the 18 months ended 31 December 2020 $'000
Current tax	30,582	4,255	30,582	4,255
Deferred tax (Note 15)	7,666	(1,827)	7,666	(1,827)
Tax expense	38,248	2,428	38,248	2,428

25. Taxation (Continued)

The theoretical charge for the year can be reconciled to the effective tax charge as follows:

	The Group		The Company	
	Year ended 31 December 2021 $'000	For the 18 Months ended 31 December 2020 $'000	Year ended 31December 2021 $'000	For the 18 months ended 31 December 2020 $'000
Profit before tax	167,797	17,541	173,361	17,541
Tax at 25%	41,949	4,385	43,340	4,385
Tax effect of expenses not deductible for tax purposes	3,958	1,269	3,958	1,269
Prior year deferred tax adjustment	2,860	-	2,860	-
Employment tax credits	(13,106)	(4,182)	(13,106)	(4,182)
Other credit/(charge)	2,587	956	1,196	956
Income tax	38,248	2,428	38,248	2,428

26. Financial Risk Management

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the group's financial performance.

The Group's risk management policies are designed to identify and analyse these risks, to set appropriate risk limits and controls, and to monitor the risks and adherence to limits by means of reliable and up-to-date information systems. The Group regularly reviews its risk management policies and systems to reflect changes in markets, products and emerging best practice.

The Board of Directors is ultimately responsible for the establishment and oversight of the Company's risk management framework. The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, and investment of excess liquidity.

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26. Financial Risk Management (Continued)

(a) Credit risk

The Group takes on exposure to credit risk, which is the risk that its customers, clients or counterparties will cause a financial loss for the Group by failing to discharge their contractual obligations. Credit risk is the most important risk for the Group's business; management therefore carefully manages its exposure to credit risk. Credit exposures arise principally from loans receivable and cash at bank.

The Group structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to a single counterparty. The Group manages its credit risk by screening its customers, establishing credit limits, collateral for loans where applicable, and the rigorous follow-up of receivables.

Credit review process

Senior management personnel meet on a monthly basis to discuss an analysis of the ability of customers and other counterparties to meet repayment obligations.

(i) Loans receivable
Loans receivable are balances which have been recognised when cash is advanced to borrowers. Receivables are monitored and followed up on a regular basis and provisions made as deemed necessary based on an estimate of amounts that would be irrecoverable, determined by taking into consideration past default experience, current economic conditions and expected receipts and recoveries once impaired.

(ii) The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Management has established a credit policy under which each customer is analysed individually for credit worthiness prior to the Group offering loan facilities.

Customers are required to provide proof of collateral to be held as security.

The Group uses three categories for loans which reflect their credit risk and how the loan loss provision is determined for each of those categories.

A summary of the assumptions underpinning the Group's expected credit loss model is as follows:

Category	Definition of Category	Basis for recognition of ECL
Performing	• Loans for which there is no evidence of a SICR since the origination date. • Loans that are due to mature within 12 months of the reporting date providing that such loans are not in a state of default.	12 month expected losses. Where the expected lifetime of an asset is less than 12 months, expected losses are measured at its expected lifetime (stage 1).
Underperforming	• Loans past due between 30 to 89 days • Loans that experienced a SICR even if the 30 days past due days threshold is not met	Lifetime expected losses (stage 2).
Non-Performing (credit impaired)	• Loans that are past due 90 days and over • Loans for which the maturity date has elapsed • Loans that show evidence of impairment even if the 90 days past due threshold is not met	Lifetime expected losses (stage 3).
Write-off	See note 3(f)(vi)	Asset is written off.

26. Financial Risk Management (Continued)

(a) Credit risk (continued)

Over the term of the loans, the Group accounts for its credit risk by appropriately providing for ECLs on a timely basis.

(i) Cash and cash equivalents

The Group limits its exposure to credit risk by placing cash and cash equivalents with counterparties that have high credit quality and on terms that allow for high levels of liquidity. Accordingly, management does not expect any counterparty to fail to meet its obligations.

Maximum exposure to credit risk

The maximum credit exposure, the total amount of loss the Group would suffer if every counterparty to the Group's financial assets were to default at once, is represented by the carrying amount of financial assets shown on the statement of financial position. There was no change in the nature or exposure to credit risk to which the Group is subjected or its approach to measuring and managing the risk during the year.

Credit quality of financial assets

The following table sets out the staging of the Group's and Company's financial assets, exposed to credit risk, and shows their maximum exposure to credit risk. The amounts shown in the tables reconcile to the carrying values as shown in the financial statements. The tables below exclude other assets, which are in stage 1 and for which there is no ECL. All of the items listed below were in stages 1-3 and loss allowances were recorded only for loans receivable classified at amortised cost. There were no financial assets that were purchased credit impaired.

	The Group				The Company			
	ECL Staging 2021				ECL Staging 2021			
	12-month ECL	Stage 2 – Lifetime ECL	Stage 3 – Lifetime ECL	Total	12-month ECL	Stage 2 – Lifetime ECL	Stage 3 – Lifetime ECL	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
As at 31 December								
Loans receivable Not rated**	679,350	55,193	58,432	792,975	621,115	55,193	58,432	734,740
Cash at bank - A	65,465	-	-	65,465	50,149	-	-	50,149
Gross carrying amount	744,815	55,193	58,432	858,440	671,264	55,193	58,432	784,889
ECL	(6,238)	(1,547)	(34,687)	(42,472)	(5,270)	(1,548)	(34,687)	(41,505)
Gross carrying amount, net of ECL	738,577	53,646	23,745	815,968	665,994	53,645	23,745	743,384

SICR was experienced for loans receivable based on increases in days past due for certain loans.

26. Financial Risk Management (Continued)

(a) Credit risk (continued)

	The Group and Company			
	ECL Staging 2020			
	12-month ECL	Stage 2 – Lifetime ECL	Stage 3 – Lifetime ECL	Total
	$'000	$'000	$'000	$'000
As at 31 December				
Loans receivable				
- Not rated**	262,507	17,243	36,558	316,308
Cash at bank				
- A	5,467	-	-	5,467
Gross carrying amount	267,974	17,243	36,558	321,775
ECL	(3,686)	(270)	(18,093)	(22,049)
Gross carrying amount, net of ECL	264,288	16,973	18,465	299,726

Loss allowances

The allowance for ECL is recognised in each reporting period and is impacted by a variety of factors, as described below:

- Transfers between stages due to loans experiencing significant increases (or decreases) of credit risk or becoming credit-impaired during the period;
- Additional allowances for new loans recognised during the period, as well as releases for financial instruments de-recognised in the period;
- Impact on the measurement of ECL due to inputs used in the calculation including the effect of 'step-up' (or 'step down') between 12-month and lifetime ECL; and
- Impacts on the measurement of ECL due to changes made to models and assumptions.

26. Financial Risk Management (Continued)

(a) Credit risk (continued)

Loss allowances (continued)

	The Group				
	Stage 1	Stage 2	Stage 3	2021	2020
	12-month ECL	Lifetime ECL	Lifetime ECL	Total	Total
Loans – Amortised Cost	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Gross carrying amount as at 1 January	262,507	17,243	36,558	316,308	215,865
New financial assets originated	1,051,107	-	-	1,051,107	348,934
Transfer from Stage 1 to Stage 2	(55,035)	55,035	-	-	-
Transfer from Stage 1 to Stage 3	(27,671)	-	27,671	-	-
Financial assets fully derecognised during the period	(612,788)	(14,256)	(27,030)	(654,074)	(232,844)
Changes in principal and interest	61,230	(2,829)	21,233	79,634	(15,647)
Gross carrying amount as at 31 December	**679,350**	**55,193**	**58,432**	**792,975**	**316,308**

	The Company				
	Stage 1	Stage 2	Stage 3	2021	2020
	12-month ECL	Lifetime ECL	Lifetime ECL	Total	Total
Loans – Amortised Cost	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Gross carrying amount as at 1 January	262,507	17,243	36,558	316,308	215,865
New financial assets originated	962,968	-	-	962,968	348,934
Transfer from Stage 1 to Stage 2	(55,035)	55,035	-	-	-
Transfer from Stage 1 to Stage 3	(27,671)	-	27,671	-	-
Financial assets fully derecognised during the period	(600,796)	(14,256)	(27,030)	(642,082)	(232,844)
Changes in principal and interest	79,142	(2,829)	21,233	97,546	(15,647)
Gross carrying amount as at 31 December	**621,115**	**55,193**	**58,432**	**734,740**	**316,308**

26. Financial Risk Management (Continued)

(a) Credit risk (continued)

Loss allowances (continued)

	The Group				
	Stage 1	Stage 2	Stage 3	2021	2020
	12-month ECL	Lifetime ECL	Lifetime ECL	Total	Total
Loans – Amortised Cost	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Loss Allowance as at 1 January	3,686	270	18,093	22,049	13,372
New financial assets originated					
Transfer from Stage 1 to Stage 2	(55)	55	-	-	-
Transfer from Stage 1 to Stage 3	(279)	-	279	-	-
Financial assets fully derecognised during the period	(3,266)	(244)	(8,246)	(11,756)	(4,213)
Changes to inputs used in ECL calculation	6,152	1,466	24,561	32,179	12,890
Loss Allowance as at 31 December	**6,238**	**1,547**	**34,687**	**42,472**	**22,049**

	The Company				
	Stage 1	Stage 2	Stage 3	2021	2020
	12-month ECL	Lifetime ECL	Lifetime ECL	Total	Total
Loans – Amortised Cost	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Loss Allowance as at 1 January	3,686	270	18,093	22,049	13,372
New financial assets originated					
Transfer from Stage 1 to Stage 2	(55)	55	-	-	-
Transfer from Stage 1 to Stage 3	(279)	-	279	-	-
Financial assets fully derecognised during the period	(3,266)	(244)	(8,246)	(11,756)	(4,213)
Changes to inputs used in ECL calculation	5,185	1,466	24,561	31,212	12,890
Loss Allowance as at 31 December	**5,271**	**1,547**	**34,687**	**41,505**	**22,049**

26. Financial Risk Management (Continued)

(a) Credit risk (continued)

Loss allowances (continued)

The gross carrying amount of loan receivables, and thus the maximum exposure to loss, is as follows:

	The Group	
	2021	**2020**
	$'000	**$'000**
Performing	679,350	262,507
Underperforming	55,193	17,243
Non-Performing (credit impaired)	58,432	36,558
Total gross loan receivables	792,975	316,308
Less: Loan loss allowance	(42,472)	(22,049)
Loan receivables net of expected credit losses	750,503	294,259

	The Company	
	2021	**2020**
	$'000	**$'000**
Performing	621,115	262,507
Underperforming	55,193	17,243
Non-Performing (credit impaired)	58,432	36,558
Total gross loan receivables	734,740	316,308
Less: Loan loss allowance	(41,505)	(22,049)
Loan receivables net of expected credit losses	693,235	249,259

Collateral

The amount and type of collateral required depends on an assessment of the credit risk of the counterparty. Guidelines are implemented regarding the acceptability of different types of collateral.

The main types of collateral obtained are as follows:

Loans – Cash and other near cash securities, mortgages over commercial and residential properties, charges over equipment and motor vehicles. Fair value of properties held as collateral is mainly based on obtained valuations from third parties and management's assessment of comparative sales, where valuations are not available.

Management monitors the market value of collateral, requests additional collateral in accordance with the underlying agreement, and monitors the market value of collateral held. As at 31 December 2021, management estimates the fair value of collateral held to be $1,276,724,000 (2020 – 538,693,000).

Repossessed collateral

The Group can obtain assets by taking possession of collateral held as security. Repossessed properties are sold as soon as practicable with the proceeds used to reduce the outstanding indebtedness

27. Financial Risk Management (Continued)

(a) Credit risk (continued)

Economic variable assumptions for exposure

In 2021, the global financial markets continued to experience significant volatility resulting from the spread of a novel coronavirus known as COVID-19. The outbreak of COVID-19 has resulted in travel and border restrictions, quarantines, supply chain disruptions, lower consumer demand and general market uncertainty. The extent and duration of the impact of COVID-19 on global and local economies, financial markets, and sectors and specific industries remains uncertain and has created significant challenges to reporting entities in estimating forward looking adjusted ECL.

The Group has adopted the scorecard approach for forward looking adjustments which is based on qualitative assessment. Macroeconomic variables that affect the performance of the portfolio the most are chosen and its significance (weighting) assigned. Each macroeconomic variable is then given a state, depending on management expectation.

Each state is assigned a corresponding multiplier which indicates the impact of the state on the portfolio. The multipliers determine the range of ECL fluctuation. If the range is narrow, it means that the portfolio is less prone to macro-economic conditions. If the range is wide, the portfolio is more easily affected by the indicators identified. This exercise is performed for all scenarios which represent different macroeconomic outlooks.

The set of variables remain the same however the states may vary depending on each specific scenario. The three scenarios are weighted based on the range of macroeconomic scenarios they cover. The score and probability of impact of each scenario are multiplied, and the results are summed for all 3 scenarios.

The assumptions and the related macroeconomic variables used by the Group for its loans net of provisions for credit losses are as follows:

- Inflation – Given a weight of 20% (2020 – 20%)
- Interest rates – Given a weight of 25% (2020 – 25%)
- Gross Domestic Product (GDP) – Given a weight of 20% (2020 – 20%)
- Unemployment – Given a weight of 35% (2020 – 35%)

The scenarios used and the weight assigned are as follows:

- Base case – 50% (2020 – 50%)
- Upside – 20% (2020 – 20%)
- Downside – 30% (2020 - 30%)

The multipliers used for the various outlook forecasts are as follows:

- Positive – Multiplier of 0.6 (2020 – 0.6)
- Stable – Multiplier of 1.1 (2020 – 1.1)
- Negative – Multiplier of 1.6 (2020 – 1.6)

26. Financial Risk Management (Continued)

(a) Credit risk (continued)

Economic variable assumptions for exposure (continued)

		Group and Company								
		2021								
		Base Case Scenario			***Upside Scenario***			***Downside Scenario***		
		Outlook	***Multiplier***	***Score***	***Outlook***	***Multiplier***	***Score***	***Outlook***	***Multiplier***	***Score***
Inflation	20%	*Stable*	1.1	0.2	*Positive*	0.6	0.1	*Negative*	1.6	0.3
Interest Rate	25%	*Negative*	1.6	0.4	*Stable*	1.1	0.3	*Negative*	1.6	0.4
GDP	20%	*Stable*	1.1	0.2	*Positive*	0.6	0.1	*Negative*	1.6	0.3
Unemployment	35%	*Stable*	1.1	0.4	*Positive*	0.6	0.2	*Negative*	1.6	0.6
SCORE				**1.2**			**0.7**			**1.6**
Probability of Impact				**50%**			**20%**			**30%**
Weighted Average PD Adjustment Factor		**1.24**		**0.61**			**0.15**			**0.48**

		Company								
		2020								
		Base Case Scenario			***Upside Scenario***			***Downside Scenario***		
		Outlook	***Multiplier***	***Score***	***Outlook***	***Multiplier***	***Score***	***Outlook***	***Multiplier***	***Score***
Inflation	20%	*Stable*	1.6	0.3	*Positive*	0.6	0.1	*Negative*	1.6	0.3
Interest Rate	25%	*Negative*	1.1	0.3	*Stable*	0.6	0.2	*Negative*	1.6	0.4
GDP	20%	*Stable*	1.6	0.3	*Positive*	1.1	0.2	*Negative*	1.6	0.3
Unemployment	35%	*Stable*	1.6	0.6	*Positive*	1.1	0.4	*Negative*	1.6	0.6
SCORE				**1.5**			**0.9**			**1.6**
Probability of Impact				**50%**			**20%**			**30%**
Weighted Average PD Adjustment Factor		**1.39**		**0.74**			**0.18**			**0.48**

Sensitivity analysis

The below sensitivity analyses are based on a change in the forward-looking assumption (FLI) while holding all other assumptions constant. In practice, this is unlikely to occur. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Group		
% Change in FLI Factor	**FLI factor applied**	**ECL**
		2021
2021	**2021**	**$'000**
+57%	1.95	47,847
-57%	0.53	37,097

Company					
% Change in FLI Factor		**FLI factor applied**		**ECL**	**ECL**
				2021	**2020**
2021	**2020**	**2021**	**2020**	**$'000**	**$'000**
+57%	+15%	1.95	1.60	46,879	24,635
-57%	-15%	0.53	1.60	36,131	19,463

26. Financial Risk Management (Continued)

(b) Liquidity risk

Liquidity risk is the risk that the Group is unable to meet its payment obligations associated with its financial liabilities when they fall due and to replace funds when they are withdrawn. The consequence may be the failure to meet obligations to fulfil loan payments and other liabilities incurred.

Liquidity risk management process

The Group's liquidity management process, as carried out within the Group and monitored by the Board of Directors, includes:

(i) Monitoring future cash flows and liquidity on a regular basis. This incorporates an assessment of expected cash flows and accessing credit from related parties or financial institutions if required;

(ii) Managing the concentration and profile of debt maturities; and

(iii) Monitoring financial position liquidity ratios against internal requirements.

The maturities of assets and liabilities and the ability to replace, at an acceptable cost, interest-bearing liabilities as they mature, are important factors in assessing the liquidity of the Company and its exposure to changes in interest rates and exchange rates.
The following table presents the undiscounted contractual maturities of financial liabilities on the basis of their earliest possible contractual maturity:

	The Group				
	2021				
	Within 3 month $'000	**3 to12 months $'000**	**Over 12 Months $'000**	**No specific maturity $'000**	**Total $'000**
Financial assets					
Loans, net of provision for credit losses	366,616	415,515	148,343	-	930,474
Other receivables	-,	-	-	2,668	2,668
Cash and cash equivalents	65,587	-	-	-	65,587
	432,203	415,515	148,343	2,668	998,729
Financial liabilities					
Other payables and accruals	17,279	-	-	535	17,814
Lease liabilities	4,329	12,579	22,930	-	39,838
Loans payable	14,115	195,379	308,450	-	517,944
Preference shares	-	-	-	5,151	5,151
Total financial liabilities	35,723	207,958	331,380	5,686	580,747
Net financial position	396,480	207,557	(183,037)	(3,018)	417,982
Maturity gap	396,480	604,037	421,000	417,982	-

26. Financial Risk Management (Continued)

(b) Liquidity risk (continued)

	The Company				
	2021				
	Within 3 month $'000	3 to12 months $'000	Over 12 Months $'000	No specific maturity $'000	Total $'000
Financial assets					
Loans, net of provision for credit losses	341,207	369,382	142,974	-	853,563
Other receivables	-	-	-	1,841	1,841
Cash and cash equivalents	50,256	-	-	-	50,256
	391,463	369,382	142,974	1,841	905,660
Financial liabilities					
Other payables and accruals	17,279	-	-	-	17,279
Due to related party	-	-	-	76,626	76,626
Lease liabilities	2,239	6,718	13,366	-	22,323
Loans payable	2,452	28,963	308,451	-	339,866
Preference shares	-	-	-	5,151	5,151
Total financial liabilities	21,970	35,681	321,817	81,777	461,245
Net financial position	369,493	333,701	(178,843)	(79,936)	444,415
Maturity gap	369,493	703,194	524,351	444,415	-

	The Group and Company				
	2020				
	Within 1 month $'000	3 to12 months $'000	Over 12 Months $'000	No specific maturity $'000	Total $'000
Financial assets					
Loans, net of provision for credit losses	50,929	72,763	221,938	32,912	378,542
Other receivables	-	-	-	846	846
Cash and cash equivalents	5,577	-	-	-	5,577
	56,506	72,763	221,938	33,758	384,965
Financial liabilities					
Other payables and accruals	7,844	-	-	-	7,844
Lease liabilities	788	8,473	23,201	-	32,462
Loans payable	3,500	10,500	128,000	-	142,000
Preference shares	5,597	16,790	2,105,284	186,550	2,314,221
Total financial liabilities	17,729	35,763	2,256,485	186,550	2,496,527
Net financial position	38,777	37,000	(2,034,547)	(152,792)	(2,111,562)
Maturity gap	38,777	75,777	(1,958,770)	(2,111,562)	-

There has been no change to the Group and Company's exposure to liquidity risk or the manner in which it measures and manages the risk.

26. Financial Risk Management (Continued)

(b) Market risk

Market risk is the risk that changes in market prices, such as interest rate, foreign exchange rates and equity prices will affect the value of the Group's assets, the amount of its liabilities and/or the Group's income. Market risk arises in the Group due to fluctuations in the value of liabilities and the value of investments held. The Group is exposed to market risk on all of its financial assets.

The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The nature of the Group's exposure to market risk and its objectives, policies and processes for measuring and managing market risk have not changed significantly from the prior period.

There has been no change to the Group's exposure to market risks or the manner in which it measures and manages the risks.

(i) Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Floating rate instruments expose the Group to cash flow interest risk, whereas fixed interest rate instruments expose the Group to fair value interest risk. The Group's interest rate risk policy requires it to manage interest rate risk by negotiating market rates for loans. The policy also requires it to manage the maturities of interest-bearing financial assets and interest-bearing financial liabilities. The Group does not hold any fixed rate financial assets that are subject to material changes in fair value through profit or loss as these are carried at amortised cost.

In 2020 and 2021, the Group did not have any significant interest rate risk exposure. The following table summarises the Group and Company's exposure to interest rate risk.

	The Group						
	2021						
	Within 1 Month $	1 to 3 Months $	3 to 12 Months $	1 to 5 Years $	Over 5 Years $	Non-interest bearing $	Total $
At 31 December 2021:							
Financial assets							
Loans net of provision for credit losses	81,806	63,273	411,195	194,229	-	-	750,503
Other receivables	-	-	-	-	-	2,668	2,668
Cash and cash equivalents	65,587	-	-	-	-	-	65,587
Total financial assets	147,393	63,273	411,195	194,229	-	2,668	818,758
Financial liabilities							
Other payables and accruals	-	-	-	-	-	17,804	17,804
Lease liabilities	903	1,828	8,570	20,249	-	-	31,550
Loans payable	-	-	155,044	297,187	-	3,670	455,901
Preference shares	-	-	-	-	-	5,151	5,151
Total financial liabilities	903	1,828	163,614	317,436	-	26,625	510,406
Total interest repricing gap	146,490	61,445	247,581	(123,207)	-	(23,957)	308,352
Cumulative interest repricing gap	146,490	207,935	455,516	332,309	332,309	308,352	-

26. Financial Risk Management (Continued)

(b) Market risk (continued)

(i) Interest rate risk (continued)

	The Company 2021						
	Within 1 Month $'000	1 to 3 Months $'000	3 to 12 Months $'000	1 to 5 Years $'000	Over 5 Years $'000	Non-interest bearing $'000	Total $'000
At 31 December 2021:							
Financial assets							
Loans net of provision for credit losses	81,520	60,012	366,458	185,245	-	-	693,235
Other receivables	-	-	-	-	-	1,841	1,841
Cash and cash equivalents	50,256	-	-	-	-	-	50,256
Total financial assets	131,776	60,012	366,458	185,245	-	1,841	745,332
Financial liabilities							
Other payables and accruals	-	-	-	-	-	17,279	17,279
Due to related party	-	-	-	-	-	76,626	76,626
Lease liabilities	618	1,249	5,818	12,205	-	-	19,890
Loans payable	-	-	-	297,135	-	2,319	299,454
Preference shares	-	-	-	-	-	5,151	5,151
Total financial liabilities	618	1,249	5,818	309,340	-	101,375	418,400
Total interest repricing gap	131,158	58,763	360,640	(124,095)	-	(99,534)	326,932
Cumulative interest repricing gap	131,158	189,921	550,561	426,466	426,466	326,932	

	The Group and Company 2020						
	Within 1 Month $'000	1 to 3 Months $'000	3 to 12 Months $'000	1 to 5 Years $'000	Over 5 Years $'000	Non-interest bearing $'000	Total $'000
At 31 December 2020:							
Financial assets							
Loans net of provision for credit losses	30,165	49,914	172,094	30,402	-	11,684	294,259
Other receivables	-	-	-	-	-	846	846
Cash and cash equivalents	5,468	-	-	-	-	109	5,577
Total financial assets	35,633	49,914	172,094	30,402	-	12,639	300,682
Financial liabilities							
Other payables and accruals	-	-	-	-	-	7,844	7,844
Lease liabilities	-	-	-	17,064	3,818	-	20,882
Loans payable	-	-	-	100,000	-	2,183	102,183
Preference shares	-	-	-	-	186,550	-	186,550
Total financial liabilities	-	-	-	117,064	190,368	10,027	317,459
Total interest repricing gap	35,633	49,914	172,094	(86,662)	(190,368)	2,612	(16,777)
Cumulative interest repricing gap	35,633	85,547	257,641	170,979	(19,389)	(16,777)	

26. Financial Risk Management (Continued)

(c) Market risk (continued)

(i) Interest rate risk (continued)

Interest rate sensitivity

Floating rate instruments expose the group to cash flow interest risk, whereas fixed interest rate instruments expose the group to fair value interest risk. The Group earns interest on its loans receivables and pays interest on its borrowings (Notes 7, 12 and 13), these interest rates are fixed rate, accordingly, the group does not have significant exposure to interest rate risk as these financial instruments are carried at amortised cost.

(ii) Foreign currency risk

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Group is exposed to foreign currency risk on transactions that are denominated in currencies other than the Jamaica Dollar and the Guyanese dollar. The main foreign currency giving rise to this risk is the United States Dollar. The Group ensures that the risk is kept to an acceptable level by matching foreign currency assets with foreign currency liabilities as far as practicable.

The Group's exposure to foreign currency risk at the end of the reporting period, expressed in thousands of Jamaica dollars was as follows:

	The Group	
	US$ J$'000 2021	US$ J$'000 2020
Financial Assets		
Cash and cash equivalents	30,627	-
	30,627	-
Financial Liabilities		
Loans payable	155,044	-
Lease liabilities	33,475	-
	188,519	-
Net financial position	157,892	-

	The Company	
	US$ J$'000 2021	US$ J$'000 2020
Financial Assets		
Cash and cash equivalents	22,682	4,707
	22,682	4,707
Financial Liabilities		
Other payables and accruals	-	5,554
Lease liabilities	14,737	9,585
	14,737	15,139
Net financial position	7,945	(10,432)

28. Financial Risk Management (Continued)

(c) Market risk (continued)

(ii) Foreign currency risk (continued)

	The Group			
	Changes in currency rate 2021	Effect on profit before tax 2021	Changes in currency rate 2020	Effect on profit before tax 2020
	%	$'000	%	$'000
Currency:				
USD				
Devaluation	6	(9,473)	-	-
Revaluation	2	3,158	-	-

	The Company			
	Changes in currency rate 2021	Effect on profit before tax 2021	Changes in currency rate 2020	Effect on profit before tax 2020
	%	$'000	%	$'000
Currency:				
USD				
Devaluation	6	476	6	(626)
Revaluation	2	(158)	2	209

(iii) Fair value of financial instruments

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The best evidence of the fair value of a financial instrument at initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received. The fair value of a liability reflects its non-performance risk

At 31 December 2021 and 31 December 2020, there were no financial assets and financial liabilities measured at fair value.

(i) The fair value of short-term assets and liabilities maturing within one year is assumed to approximate their carrying amount. This assumption is applied to liquid assets and the short-term elements of all other financial assets and financial liabilities;

(ii) Loans are carried at amortised cost which is assumed to approximate fair value as loans are issued at terms and conditions available in the market for similar transactions; and

(iii)The fair value of the borrowings is disclosed in Note 12(d).

27. Capital Management

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern and to sustain future development of the business in order to provide returns for stockholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Group's Board of Directors review the financial position of the Company at regular meetings.

The Company is not subject to any external imposed capital requirements.

28. Related Party Transactions and Balances

Related parties are considered to be related if one party has the ability to control or exercise significant influence over the other party in making financial or operational decisions.

Related companies include the ultimate parent company and subsidiary. Related parties include directors, key management and companies for which the company and its parent company are provided with management services.

(a) Year-end balances arising from operations

Year-end balances arising from transactions in the normal course of business are as follows:

	The Group		The Company	
	2021	2020	2021	2020
	$'000	$'000	$'000	$'000
Loans payable (i)	102,317	100,000	102,317	100,000
Preference share (ii)	5,151	186,550	5,151	186,550
Due to related parties (iii)	-	-	76,626	-
	107,468	286,550	184,094	286,550

This balance represents the following:

i. This represents loan facilities in the sum of $100,000,000 at an interest rate of 14% per annum. The loan balance includes interest payable of approximately $2,317,000. See Note 12(a).

ii. Non-redeemable preference shares of $186,550,000 issued to First Rock Capital Holdings Limited on 1 April 2020, with a dividend rate of 12% per annum, payable quarterly. The preference shares were converted to equity at 31 December 2021.

iii. This represents amounts due to subsidiary which do not attract interest and have no fixed repayment dates.

28. Related Party Transactions and Balances (Continued)

(b) Related party transactions

The following transactions were carried out with related parties:

i) Administration, other operating and interest expenses:

	The Group		The Company	
	2021 $'000	For the 18 months ended 31 December 2020 $'000	2021 $'000	For the 18 months ended 31 December 2020 $'000
Dividend Paid				
Parent company	-	25,500	-	25,500
Other	-	8,500	-	8,500
	-	34,000	-	34,000
Directors' fees	3,442	5,979	3,442	5,979
Interest expenses:				
Parent company	36,201	43,495	36,201	43,495

ii) Key management compensation

Key management compensation disclosed below excludes Directors' fees disclosed above.

	The Group		The Company	
	2021 $'000	For the 18 months ended 31 December 2020 $'000	2021 $'000	For the 18 months ended 31 December 2020 $'000
Salaries and travelling benefits	33,946	47,888	33,946	47,888
Statutory contributions	3,727	2,235	3,727	2,235
Other	354	-	354	-
	38,027	50,123	38,027	50,123

29. 0000Capital Redemption Reserve

The capital redemption reserve was created on the redemption of preference shares in conformity with the provisions of the Jamaican Companies Act. A total of 69,686 preference shares at a value of $10,000,000 were redeemed on 25 August 2021.

pwc

The Board of Directors
Dolla Financial Services Limited
Unit #1, Barbican Business Centre
88 Barbican Road
Kingston 6

18 May 2022

Attention: Mr. Kadeen Mairs

Dear Sirs

Re: Consent letter for inclusion of 'Auditors' Reports' in Prospectus for the issue of Ordinary Shares of Dolla Financial Services Limited

In accordance with Section 42 of the Companies Act 2004 (Expert's consent to issue of prospectus containing statement by him), PricewaterhouseCoopers hereby consents to:-

(1) The inclusion of our 'Auditors' Reports' as set out in Section 10 of this document and as required by Part II of the Third Schedule of the Companies Act 2004; and

(2) The subsequent issue of this prospectus containing our 'Auditors' Reports' as referred to in part (1).

We further confirm that this statement of consent has not been withdrawn prior to the issue of this prospectus by Dolla Financial Services Limited on or about 18 May 2022 for registration with the Registrar of Companies.

Yours very truly

PricewaterhouseCoopers

GAR:TAT:ich

PricewaterhouseCoopers, Scotiabank Centre, Duke Street, Box 372, Kingston, Jamaica
T: (876) 922 6230, F: 876) 922 7581, www.pwc.com/jm

Dolla Financial Services Limited
Unaudited Interim Financial Statements
31 March 2022

Dolla Financial Services Limited

Unaudited Interim Financial Statements
31 March 2022

Financial Statements

Dolla Financial Services Limited
Unaudited Consolidated Statement of Financial Position
31 March 2022
(expressed in Jamaican dollars unless otherwise indicated)

	Note	31 March 2022 $'000	31 March 2021 $'000	31 December 2021 $'000
Assets				
Cash and cash equivalents		2,108	(3,164)	65,587
Loans, net of provisions for ECL	2	870,263	325,628	750,503
Other receivables	3	32,561	7,691	8,304
Deferred tax asset		-	-	-
Intangible assets		11	1,448	32
Property, plant and equipment		34,105	29,883	36,668
Total assets		939,048	361,486	861,094
Liabilities				
Other payables and accruals	4	43,718	21,112	17,804
Taxation payable		36,333	8,175	29,865
Loans payable	5	452,832	100,000	455,901
Lease liabilities		28,347	25,201	31,550
Preference shares		-	186,550	5,151
Deferred tax liabilities		4,682	-	5,839
Total liabilities		565,912	341,038	546,110
Equity				
Share capital		240,348	63,799	240,349
Translation reserves		(1,971)	-	(587)
Capital redemption reserve		10,000	-	10,000
Retained earnings/(Accumulated deficit)		124,759	(43,351)	65,222
Total shareholders' equity		373,136	20,448	314,984
Total liabilities and shareholders' equity		939,048	361,486	861,094

Approved for Issue by the Board of Directors on 16 May 2022 and signed on its behalf by:

Ryan Reid — Chairman

Christopher Yeung — Director

Kadeen Mairs — Chief Executive Officer

Dolla Financial Services Limited
Unaudited Consolidated Statement of Comprehensive Income
Quarter ended 31 March 2022
(expressed in Jamaican dollars unless otherwise indicated)

	Note	Quarter Ended 31 March 2022 $'000	Quarter Ended 31 March 2021 $'000	Year Ended 31 December 2021 $'000
Interest income		141,436	53,859	379,049
Interest expense		(12,806)	(10,165)	(53,582)
Net interest income		128,630	43,694	325,467
Provision for expected credit losses		(4,842)	(2,487)	(20,423)
Net interest income after loan impairment		123,788	41,207	305,044
Non-interest income:				
Fees and other income		(3)	10,377	16,226
Foreign exchange Gains/losses		1,327	-	(33)
Total net interest income and other revenue		125,112	51,584	321,237
Operating expenses				
Administrative expenses	1	(59,218)	(34,549)	(153,440)
Profit before taxation		65,894	17,035	167,797
Income tax		(6,046)	(5,347)	(38,248)
Net profit		59,848	11,688	129,549
Other comprehensive income, net of tax -				
Exchange differences on translation of foreign operations		(1,384)	-	(587)
Total other comprehensive income		(1,384)	-	(587)
TOTAL COMPREHENSIVE INCOME		58,464	11,688	128,962

Dolla Financial Services Limited
Unaudited Consolidated Statement of Changes in Equity
Quarter ended 31 March 2022
(expressed in Jamaican dollars unless otherwise indicated)

	Share Capital $'000	Translation Reserves	Capital Redemption Reserve $'000	(Accumulated Deficit)/ Retained Earnings $'000	Total $'000
Balance at March 31, 2021	**63,799**		**-**	**(43,351)**	**20,448**
Total comprehensive income for the period	-	(587)	-	108,573	107,986
Capital redemption reserve	-	-	10,000	-	10,000
Issue of share capital	176,550	-	-	-	176,550
Balance at 31 December 2021	**240,349**	**(587)**	**10,000**	**65,222**	**314,984**
Total comprehensive income for the period	-	(1,384)	-	59,848	58,464
Prior year adjustment	-	-	-	(312)	(312)
Balance at 31 March 2022	**240,349**	**(1,971)**	**10,000**	**124,758**	**373,136**

Dolla Financial Services Limited
Unaudited Consolidated Statement of Cash Flow
Quarter ended 31 March 2022
(expressed in Jamaican dollars unless otherwise indicated)

	Quarter Ended 31 March 2022 $'000	Quarter Ended 31 March 2021 $'000	Year Ended 31 December 2021 $'000
Cash flows from operating activities:			
Net profit	59,848	11,688	129,549
Adjustment for:	-	-	-
Depreciation and Amortization	3,761	2,325	12,731
Interest Income	(141,436)	(53,877)	(379,049)
Taxation expense	6,045	5,347	38,248
Interest Expense	(12,806)	(10,165)	53,582
Foreign exchange losses	(1,308)	-	33
Expected credit losses	4,876	2,487	20,423
	(81,020)	(42,195)	(124,483)
Change in operating assets and liabilities:	-	-	-
Loans receivable	(89,258)	(27,726)	(451,001)
Other receivables	(23,296)	(89)	(3,161)
Other liabilities	25,914	5,480	7,127
Deferred Tax liability	(4,627)	-	-
Cash used in operations	(172,287)	(64,530)	(571,518)
Interest Received	106,057	47,746	353,383
Interest paid	4,432	10,165	(29,980)
Taxation paid	-	-	(4,972)
Net cash used in operating activities	(61,798)	(6,619)	(253,087)
Cash flows from investing activities:			
Acquisition / Disposal of PPE	(1,599)	(6,442)	(2,399)
Acquisition / Disposal of Right of use	(10,930)	-	-
Net cash used in investing activities	(12,529)	(6,442)	(2,399)
Cash flows from financing activities:			
Loans payable	597	-	351,112
Lease Liability	5,821	4,319	(7,182)
Short Term Debt	-	-	-
Preference shares interest paid	5,296	-	(16,865)
Redemption of preference shares	-	-	(10,000)
Net cash provided by financing activities	11,714	4,319	317,065
Net (decrease)/increase cash and cash equivalents	(62,613)	(8,742)	61,579
Effects of exchange rate changes on cash and cash equivalents	(866)	-	(1,569)
Cash and cash equivalents at beginning of year	65,587	5,577	5,577
Cash and cash equivalents at end of quarter	2,108	(3,165)	65,587

1. Expenses by Nature

Total direct, administration and other operating expenses recognized were:

	Quarter ended 31 March 2022 $'000	Quarter ended 31 March 2021 $'000	Year ended 31 December 2021 $'000
Staff Costs	38,848	20,939	94,802
Depreciation	446	-	2,138
Depreciation - Right of Use	3,314	2,325	10,570
Audit Fees	1,630	450	4,513
Legal and Professional fees	2,629	1,706	5,917
Marketing, Public Relations, Sponsorship & Donations	625	1,211	4,268
Directors' fees	740	1,030	3,442
Occupancy, Utilities & Maintenance	1,475	1,216	5,757
Fees & subscriptions	2,175	2,382	7,574
Regulatory fees	210	8	370
GCT irrecoverable	1,272	675	2,786
Bank charges	415	240	1,149
Travelling and Entertainment	754	210	3,652
Accommodation	79	264	411
Stationery and Office Supplies	616	436	1,962
Insurance	-	90	134
IT Expenses	155	807	2,135
Courier Charges	90	32	194
Other Miscellaneous	194	9	166
Security	299	233	2,198
Janitorial Services	402	287	1,706
Management Fees	2,847	-	-
	59,215	34,550	155,844

Dolla Financial Services Limited
Notes to the Financial Statements
31 March 2022
(expressed in Jamaican dollars unless otherwise indicated)

	Quarter Ended 31 March 2022 $'000	Quarter Ended 31 March 2021 $'000	Year Ended 31 December 2021 $'000
2. Loans receivable			
Principal	841,857	333,224	750,343
Interest Receivable	70,379	15,882	35,001
Fees Receivable	5,375	1,058	7,631
	917,611	350,164	792,975
ECL Provision	(47,348)	(24,536)	(42,472)
	870,263	325,628	750,503
3. Other Receivables			
Prepaid Expenses	19,334	3,517	5,636
Security Deposit	1,464	668	1,464
Staff Loan and Advance	529	529	529
GCT	812	2,658	-
Other Receivables	547	255	675
Withholding Tax Recoverable	9,875	64	-
	32,561	7,691	8,304
4. Other Payables and accruals			
Audit Fees Payable	4,940	3,385	3,403
Statutory Payable	6,267	1,380	2,346
Unallocated Cash and Unidentified Dep	13,554	2,967	6,440
Accrued Expenses	7,692	2,609	5,615
Interest Payable	9,794	8,120	-
GCT - Output	(389)	2,665	-
Asset Tax	(252)	(252)	-
Non Statutory Payable/Payroll Clearing	651	90	-
Stale Dated Cheques	144	144	-
SBJ- Credit Card	8	24	-
GOJ 3% Tax Withheld	15	15	-
Credit report	(52)	1	-
Creditors Life Insurance	(91)	(35)	-
Withholding Tax Payable	1,437	-	-
	43,718	21,113	17,804

	Quarter Ended	Quarter Ended	Year Ended
	31 March 2022 $'000	31 March 2021 $'000	31 December 2021 $'000
5. Loans Payable			
Corporate Bond Payable			
Nominal Value	200,154	-	200,154
Transaction Costs	(2,421)	-	(3,385)
Net	197,733	-	196,769

The Corporate bond payable attracts interest at a rate of 9.25% per annum

Unsecured Notes			
Unsecured Loan Notes	100,000	100,000	100,000
	100,000	100,000	100,000

This represents an unsecured syndicated loan facility which attracts

Derrimon Loan			
Short Term Facility (Guyana) USD	155,099	-	155,044
	155,099	-	155,044

This represents USD 1,000,000 an unsecured syndicated loan facility for Dolla Guyana which attracts interest at a rate of 11% for 12 months.

Risk Factors

11.1 In addition to other information set forth in this Prospectus, investors should consider carefully the risks described below before subscribing for Shares in the Company. These risks are not the only ones facing investors. Additional risks, not presently known to the Directors, or that the Directors may presently consider immaterial, may also impair the Company's operations.

Admission of the shares to the Junior Market of the JSE

11.2 After the Closing Date, and assuming that the Company is able to raise a minimum of J$250,000,000 as a result of the Invitation by the Closing Date, the Company will make an application to the JSE to admit the Shares to the Junior Market. However, the Company is not able to guarantee the full subscription of the Shares in the Invitation or the admission of the Shares to the Junior Market.

Volatility in price of Shares

11.3 Following their proposed admission to trading on the Junior Market, the Shares may experience volatility in their market price which may extend beyond the short term and which may be dependent on the Company's financial performance, as well as on investors' confidence and other factors over which the Company has no control.

Macro-economic policies

11.4 Changes in fiscal and monetary policies introduced by the Government of Jamaica may affect the behaviour of capital markets including the Junior Market of the JSE. Such changes in policies may create opportunities as well as challenges for the Company. This is a risk that is not faced by the Company alone but also, by any trading business although the risk could have particular impact on its particular business model.

Covid-19 Pandemic

11.5 On March 11, 2020, the World Health Organisation declared that the novel coronavirus (SARS-COV-2), which causes the disease referred to as COVID-19 ("COVID-19"), had reached the status of a global pandemic (the "Pandemic" or the "COVID-19 Pandemic"). The first instance of COVID-19 in Jamaica was detected in the same month.

11.6 The Pandemic and the measures adopted by the various governments to mitigate the spread of COVID-19, particularly in the early stages of the Pandemic, had a significant and negative impact on the global economy.

11.7 Jamaica has not been immune to the impact of the COVID-19 Pandemic and despite the best efforts of local authorities, the Jamaican economy has been severely impacted. The tourism industry is amongst the hardest hit by the Pandemic. Although the Company is not directly involved in tourism, few of the Company's customers are involved in the tourism industry either directly or indirectly.

11.8 Since the onset of the Pandemic the Company has kept a close watch on the various industries to which it has exposure and which have been severely impacted by the Pandemic. The Company benefits from being diversified geographically within the Island and across industries including having exposure to the hardware industry which has been resilient.

11.9 The Company has also been proactive in engaging with customers in order to identify any potential repayment issues early and to restructure loans if necessary.

Operational Risk

11.10 The Company operates in several regions of the Island which are considered high-risk from a money-laundering perspective. Although the Company submits all of its borrowers to KYC requirements as part of its onboarding and due diligence process, it could nevertheless be negatively impacted if its internal processes, people and systems are inadequate. This catch-all category of risks also includes employee errors, computer and manual systems' failures, security failures, fire, floods or other losses to physical assets, and fraud or other criminal activity. This definition also includes systemic risk (including the risk of accounting errors, failure to procure appropriate insurance coverage, and compliance failures), legal risk and reputational risk..

Credit Risk of Loan Portfolio

11.11 The Company takes on exposure to credit risk, which is the risk that its customers, clients or counterparties will cause a financial loss for the Company by failing to discharge their contractual obligations. This risk increases at the macro-level when there is a downturn in the economy. The Company will manage its credit risk by:

(a) diversifying its borrowers across industries and credit type;
(b) limiting its exposure to any single borrower;
(c) carrying out thorough due diligence and credit assessments prior to extending loans;
(d) requiring a satisfactory collateral or guarantor for loans exceeding a certain value;
(e) adopting lending policies and strategies that meet industry standards.

Availability of Loan Funding

11.2 The successful operation of the Company depends on its ability to procure funds for onward lending to its loan customers. The Company relies on its ability to secure such funds on terms that are sufficiently attractive and allow for profitable onward lending to its customers.

11.13 The Company has a number of sources of funding including revolving credit facilities with local banks, support from its parent company and internally generated funds. The proceeds of the Invitation will be an additional source of funding.

Liquidity Risk

11.14 Liquidity risk is the risk of the

Company incurring losses resulting from the inability to meet payment obligations in a timely manner when they become due or from being unable to do so at a sustainable cost. Effective liquidity risk management is essential in order to maintain the confidence of our investors and partners, and to enable the core businesses to continue to generate revenue, even under adverse circumstances. To reduce this risk, the Company measures and forecasts cash inflows and outflows, including off-balance sheet cash flows by currency on a daily basis, and maintains a liquidity monitoring and contingency plan that specifies an approach for analysing and responding to actual and potential liquidity events.

Customer Default or Death

11.15 The successful operations of the Company also depend on its customers' ability to repay the loans that are made to them by the Company in their entirety, and promptly. Whole or partial defaults on loans by customers, or (in the case of payroll loans in particular) the death of customers, affects the profitability of the Company. For its payroll loan product, the Company also depends on the timely payment of its customers' principal and interest by way of salary deductions. There is a risk that certain employers may delay or withhold the relevant deductions from the Company. This risk is mitigated by the Company's partnership with Guardian Life which offers customer creditor life and critical illness insurance for unsecured loans. The Company may take steps to recover the sums from the customers or their guarantors.

Regulatory Risk

11.16 Regulatory risk is the risk that a change in laws and regulations will materially impact a security, business, sector, or market. There are expected changes to the MicroCredit Act which govern the Company's operations. It is anticipated that when the Act becomes operational it will increase our reporting and regulatory compliance obligations and hence our administrative costs. The company has submitted its application to the Bank of Jamaica, and has begun implementing the recommended best practices to ensure full compliance with the act. Some of these activities include updating our method of interest calculation and customer documents to reflect effective annual interest rates, conducting fit and proper checks on management employees and directors.

Key Personnel

11.17 It is imperative that the Company attracts and retains appropriately skilled personnel, including Chief Executive Officer, Kadeen Mairs, to accommodate growth, establish new services and to replace staff whose employment may be terminated for any reason. Competition for qualified personnel can be intense as there are a limited number of people in Jamaica with the requisite knowledge and experience. The Company will need to attract and retain honest, qualified personnel and failure to do so could have a material adverse impact on its loan default rates, operating and financial results. This is a risk that is not faced by the Company alone, although it relies significantly on appropriately skilled and honest personnel for the operation of its business model. To attract and retain top talent, the company has developed a culture of providing real learning opportunities to staff, which facilitates their career growth and development. Furthermore, the company maintains a pool of candidates who are actively pursuing new opportunities.

Default or insolvency of an Employer

11.18 In some cases the Company makes loans to employees of a company or business on terms that repayment is affected by direct salary deduction by the employer which is then remitted by the employer to the Company. There is a risk that after making such deduction an employer may not only fail to pay over the collected sum to the Company but it itself may go into insolvency. Under the Company's loan documentation, the borrowing employee would still be liable for the unpaid sum, but the prospect of getting such a borrowing employee to pay twice is challenging, at the least, and increases substantially the risk of default. To mitigate this risk, the company seeks to enter into salary deduction agreements with only well-known, reputable companies.

New accounting rules or standards

11.19 The Company may become subject to new accounting rules or standards that differ from those that are presently applicable. Such new accounting rules or standards could require significant changes in the way the Company currently reports its financial position, operating results or cash flows. Such changes could be applied retrospectively. This is a risk that is not faced by the Company alone but also, by any trading business. The company checks for new accounting rules that may have an impact on our reporting on a regular basis and strives to adopt these standards to ensure compliance.

Risk related to future acquisition

The Company anticipates that industry restructuring and consolidation will occur as a result of the implementation of the new Microcredit Act. The Company is therefore on the look-out for acquisition opportunities. The acquisition of another micro-credit company or its portfolio carries inherent risks. Some of these risks include the following:

(a) inadequate due diligence resulting in the assumption of legacy risks in the portfolio which were not ascertained and hence were not priced into the deal or adequately protected by warranties;

(b) over-paying for the company or loan portfolio;

(c) integration risks – such as difficulties in integrating the new business into the existing business operations of the Company due not only to technological incompatibility but differences in business practices, culture and client base; and

(d) Client retention risk – such as the risk that the Company may not be able to retain as on-going clients of the acquired business, a sufficient broad base of its clients to yield the business result which the Company anticipated.

Risks Associated subsidiary's Country

Country risk refers to the economic, social, and political conditions and events in a foreign country that may adversely affect a financial institution's operations. The Company has operations in Guyana and is open to further opportunities to expand regionally. The Company's financial results may therefore be adversely affected by risks, such as regional political and economic conditions that adversely affect the Company's availability to borrow funds from financial institutions at sufficiently attractive terms for the purposes of its onward lending, amongst others. This is a risk that is not faced by the Company alone, although the risk could have particular impact on its business model.

Tax domicile

The Company is incorporated in Jamaica and its principal financial, legal, and accounting advisers and auditors are also based in Jamaica. If the Company is admitted to listing on the Junior Market, it will take advantage of the special concessionary tax regime that is currently in place and will receive the benefit on the income generated in Jamaica only. We will be liable to pay taxes on income generated in Guyana (25%) or any other jurisdiction in which we expand So, 100% of profits will be exempted from taxation for the initial five year period. For the remaining five year period, 50% of profits are exempted from taxation (this as a listed entity enjoys 10-year tax relief by virtue of the listing on the Junior Market). The remission of tax requires the Company to meet the ongoing Junior Market requirements for at least 15 years from the date of listing. Assuming that those conditions are met, in the Company's first 5 years on the Junior Market, the Company will not be liable to pay any corporate income tax. In years 6 to 10 on the Junior Market, the Company will be liable to pay corporate income tax at half of the usual rate. If the Company breaches the requirements of the Junior Market it may be liable to repay the tax that was remitted. The Company does not guarantee that the Shares will be listed. See Sections 7 and Section 14.2 of this Prospectus for further details of the concessionary tax regime for Junior Market Companies.

SECTION 12
Professional Advisers to the Company

Principal Stockbroker and Financial Adviser
Victoria Mutual Wealth Management Limited
53 Knutsford Boulevard
Kingston 5

Primary Contact
Mr. Dwight Jackson
AVP, Capital Markets
wealthinfo@myvmgroup.com
876 960 5000

Auditors
PricewaterhouseCoopers Jamaica
Scotiabank Centre
Duke Street P.O
Box 372
Kingston

Attorneys
Patterson Mair Hamilton
Attorneys-at-Law
"Temple Court"
85 Hope Road
Kingston 6

Registrars and Transfer Agents
Jamaica Central Securities Depository
40 Harbour Street
Kingston

SECTION 13
Statutory and General Information

13.1 Statutory Information required to be set out in this Prospectus by section 41 and the Third Schedule to the Companies Act

1. The Company has no founders or management or deferred shares.

2. The Articles of Incorporation fix no shareholding qualification for directors and none has been otherwise fixed by the Company in general meeting.

3. The Articles of Incorporation contain the following provisions with respect to the remuneration of Directors:

   i. Subject to Article 123, the remuneration of the directors shall be such amount as the board of directors, or any appropriate committee of the board of directors, may determine. Such remuneration shall be deemed to accrue from day to day. The directors may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the directors or any committee of the directors or general meetings of the Company or in connection with the business of the Company. – Article 82

   ii. A director of the Company may be or become a director or other officer of, or otherwise interested in, any Company promoted by the Company or in which the Company may be interested as shareholder or otherwise, and no such director shall be accountable to the Company for any remuneration or other benefits received by him as a director or officer of, or from his interest in, such other company unless the Company otherwise directs. – Article 84

   iii. A director may hold any other office or place of profit under the Company (other than the office of auditor) in conjunction with his office of director for such period and on such terms (as to remuneration and otherwise) as the directors may determine and no director or intending director shall be disqualified by his office from contracting with the Company either with regard to his tenure of any such other office or place of profit or as vendor, purchaser or otherwise, nor shall any such contract, or any contract or arrangement entered into by or on behalf of the Company in which any director is in any way interested, be liable to be avoided, nor shall any director so contracting or being so interested be liable to account to the Company for any profit realised by any such contract or arrangement by reason of such director holding that office or of the fiduciary relationship thereby established. – Article 94(3)

   iv. Any director may act by himself or his firm in a professional capacity for the Company, and he or his firm shall be entitled to remuneration for professional services as if he were not a director; provided that nothing herein contained shall authorise a director or his firm to act as auditor to the Company. – Article 94(5)

   v. The directors may give or award pensions, annuities, gratuities, guarantee loans and superannuation or other allowances or benefits to any persons who are or have at any time been directors of or employed by or in the service of the Company, or any company which is a subsidiary of the Company and to the wives, widows, children and other relatives and dependants of any such persons, and may set up, establish, support and maintain pension, superannuation or other funds or schemes (whether contributory or non-contributory) for the benefit of such persons as are hereinbefore referred to or any of them or any class of them. Any director shall be entitled to receive and retain for his own benefit any such pension, annuity, gratuity, allowance or other benefit, and may vote as a director in respect of the exercise of any of the powers of this Article conferred upon the directors notwithstanding that he is or may be or become interested therein. – Article 96

   vi. The directors may exercise or procure the exercise of the voting rights attached to shares in any other Company in which this Company is or becomes in any way interested, and may exercise any voting rights to which they are entitled as directors of such other company in such manner as they shall in their absolute discretion think fit, including the exercise thereof in favour of any resolution appointing themselves or any of them as directors, officers or servants of such other company, and fixing their remuneration as such, and may vote as directors of this Company in connection with any of the matters aforesaid. – Article 97

   vii. Any director may from time to time appoint any person who is approved by the majority of the directors to be an alternate or substitute director. The appointee while he holds office as an alternate director shall be entitled to notice of meetings of the directors and to attend and vote thereat as a director but shall not be entitled to be remunerated otherwise than out of the remuneration of the director appointing him, Any appointment so made may be revoked at any time by the appointer or by a majority of the other directors and any appointment or revocation under this article shall be effected by notice in writing to be delivered to the secretary of the Company. – Article 111

   viii. A Managing Director shall receive such remuneration (whether by way of salary, commission or participation in profits, or partly in one way and partly in another) as the board of directors, or any appropriate committee of the board of directors, may determine. – Article 123

4. The names and descriptions of the Directors of the Company appear in Section 8 of this Prospectus. The addresses of the Directors are as follows:

Name of Director	Address
Ryan Reid	14 Canberra Crescent, Kingston 6, St. Andrew
Christopher Yeung	14 Canberra Crescent, Kingston 6, St. Andrew
Dane Patterson	53 Shenstone Drive, Kingston 6, St. Andrew
Kadeen Mairs	88 Barbican Road Kingston 6, St Andrew
Michael Banbury	18 Tangerine Place, Kingston 10, St. Andrew
Lisa Lewis	29-31 Norbrook Drive, Unit 3c, Kingston 8, St. Andrew

5. The minimum amount required to be raised out of the proceeds of the Invitation to provide for the matters set out in paragraph 2 of Part 1 of the Third Schedule to the Companies Act (the "minimum subscription") is J$250,000,000.

6. The Invitation will open for subscription at 9:00 a.m. on May 27, 2022 and will close at 4:30 pm on the Closing Date, June 10, 2022 subject to the Company's right to close the application list at any time after 9:00 a.m. on the Opening Date if Applications have been received for an amount equal to or greater than the Shares in the Invitation, or to extend the Closing Date for any reason whatsoever.

7. All Applicants including Company Applicants will be required to pay in full the applicable price per Share as specified in this Prospectus. No further sum will be payable on allotment.

8. No previous offer of shares in the Company has been made to the public.

9. Save as set out in paragraph 17 below no person has, or is entitled to be given, any option to subscribe for any shares in, or debentures of, the Company.

10. As at close of business on December 31, 2021, the date to which the statement of actual financial position set out in Section 10 is made up, the Company held investments in cash and cash bank balances of J$65.6Mn.

11. The amount for goodwill, patent, or trade marks shown in the Financial Information of the Company is nil. The Company also enters into contracts for sale and purchase of intellectual property rights in the ordinary course of its business but such contracts do not involve any goodwill, patent or trade marks.

12. As at close of business on December 31, 2021, the date to which the statement of actual financial position set out in Section 10 is made up, the aggregate amount of indebtedness of the Company was J$461.1Mn.

13. No amount is currently recommended for distribution by way of dividend. The Company's dividend policy following admission to the Junior Market of the Jamaica Stock Exchange, is described in Section 7.10 of this Prospectus.

14. No real property is currently proposed to be purchased or acquired by the Company and paid for wholly or partly out of the proceeds of this Invitation for the purposes of paragraphs 6 to 9 (inclusive) of Part 1 of the Third Schedule of the Companies Act. Notwithstanding the foregoing the Company proposes to purchase rights to license and commercialise intellectual property wholly or partly out of the proceeds of the Invitation for the purposes of those paragraphs, in the ordinary course of its business.

15. Save as set out in paragraph 17 below within the 2 preceding years, no commissions have been paid, nor will any be payable to anyone for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares or debentures of the Company.

16. The Company expects to pay the expenses of the Invitation out of the proceeds of its fundraising, and the Company estimates that such expenses will not exceed J$25Mn (inclusive of legal, auditing, accounting, tax, registrar, listing (JSE and JCSD), fees payable to professional advisors, GCT and marketing)

17. Within the last 2 years preceding the date of this Prospectus, no amount or benefit has been paid or given or is intended to be paid or given to any arranger/advisor save for Victoria Mutual Wealth Management Limited, who by virtue of a mandate letter dated November 16th, 2021 are entitled to a financial advisory service fee and a lead brokerage service fee, in each case plus GCT.

18. The issue is not underwritten.

19. The material contracts of the Company are set out in Section 7.8.

20. The name and address of the auditors to the Company is:
    PricewaterhouseCoopers
    Scotiabank Centre
    Corner of Duke and Port Royal Streets
    Kingston

21. PricewaterhouseCoopers have given and have not withdrawn their consent to the issue of this Prospectus with the inclusion of the Financial Information, and their name in the form and context in which it is included.

22. The Company was incorporated on 14 October 2009 and it has carried on business since then. The Company's subsidiary is Dolla Guyana Inc.

13.2 Taxation of Junior Market Companies: Concessionary Regime

Companies that successfully apply for admission to the Junior Market of the JSE will benefit from a concessionary tax regime, details of which are set out below.

- It is assumed that the Company will be approved for listing on the Jamaica Stock Exchange. If so, 100% of profits will be exempted from taxation for the initial five-year period. For the remaining 5-year period, 50% of profits are exempted from taxation (this as a result of the listed entity enjoying 10-year tax relief).

- Section 17(1)(d) of the Transfer Tax Act provides that transfers of shares made in the ordinary course of business on the Jamaica Stock Exchange will not attract transfer tax.

- The Schedule to the Stamp Duty Act provides that transfer documents in respect of share transfers made in the ordinary course of business on the Jamaica Stock Exchange will not attract Stamp Duty.

- The rate of income tax payable on dividend income received by holders of ordinary shares of companies listed on the Jamaica Stock Exchange is 15%. Such tax is to be withheld at source. On the other hand, dividends paid by the Company to Shareholders who are not resident in Jamaica are subject to withholding tax at the rate of 331/3% if the payment is made to a person other than an individual, or 25% if the payment is made to an individual. Shareholders who are exempt from withholding tax or who reside in countries that have entered into a double taxation treaty with Jamaica may be subject to lower or higher rates of income withholding tax on any dividends they may receive than that applicable to residents of Jamaica.

Prospective investors should seek advice on the taxation of Junior Market companies and their prospective investment in the Company from a professional adviser, and should not rely on the summary set out above.

SECTION 14
Documents available for Inspection

Copies of the following documents may be inspected at the offices of Victoria Mutual Wealth Management Limited at 53 Knutsford Boulevard, Kingston 5, St. Andrew between the hours of 9:00 a.m. to 4:00 p.m. on Mondays to Fridays, up to and including the Closing Date (or the extended Closing Date as the case may be):

1. The Certificate of Incorporation of the Company dated October 14, 2009;
2. The Articles of Incorporation of the Company;
3. The consent of PricewaterhouseCoopers, to the inclusion of their name in the form and context in which it appears in this Prospectus;
4. The material contracts described in Section 7.8 of this Prospectus.

SECTION 15
Directors' Signatures

The Directors of the Company whose signatures appear below are individually and collectively responsible for the contents of the Prospectus and each has signed same pursuant to a resolution of the Directors of the Company authorizing the issue of this Prospectus as at the date first hereinbefore stated.

Director	Signature
Ryan Reid	
Christopher Yeung	
Michael Banbury	
Dane Patterson	
Kadeen Mairs	
Lisa Lewis	

APPENDIX APPLICATION

Appendix I – Application Procedures and Condition

Victoria Mutual Wealth Management Limited's Wealth IPO Edge Portal Application Guide: Please access link here: https://wealthipo.vmbs.com/welcome

1. **Download Prospectus**
   - Navigate to "Offerings" from the main screen.
   - Navigate to "More Details" of available IPO offering.
   - Click "View Prospectus"

   Note: A pop-up window will appear to download document with the option to choose destination folder.

2. **User Registration**
   - On your device, visit https://wealthipo.vmbs.com.
   - Select "Sign Up"
   - Complete all the required fields and submit.

3. **Activating User Account**
   - After registering as a new user, go to the email used in the sign-up process.
   - Click the link received in the email to confirm your email address.
   - Log into the platform

4. **Account Log In**
   - Navigate to the home page.
   - Select "Log in"
   - Enter email address & password credentials used to sign up.
   - Click Log In button.

   Note: If password is forgotten, use the 'forget password' feature to create a new password.

5. **Register JSCD Account & Add Joint Holder(s)**
   - Log in.
   - Go to the "My Accounts" Tab
   - Navigate to "Add Account"
   - Complete all required fields.
   - Review details and click Submit.

6. **Apply for Offering**
   - Navigate to "Offerings" from the main screen.
   - Navigate to "More Details" of available IPO Offering.
   - Click "Apply Now" to begin application.
   - Complete required fields to apply for the offering.
   - For joint accounts, upload the signatures of all the members listed on the account.
   - Click submit to complete application process.

7. **Cancel IPO/APO Application**
   - Navigate to "My Applications".
   - Select IPO/APO you subscribed to and select "view".
   - Click "Cancel" and confirm to cancel application.

Appendix II – Key Financial Ratio Calculations

Financial Ratios	Calculations
Efficiency Ratio	Operating Exp / Total Revenues *100
Net Interest Margin	Trailing Twelve Month Net Interest Income/ Avg Earning Assets (Loan- net of loan loss provisions)
Net Profit Before Tax Margin	Profit Before Tax / Total Revenues * 100
Return on Asset	Profit Before Tax / Average Assets
Return on Equity	Profit Before Tax / Average Equity
Debt to Capital	Total Debt/ (total debt plus equity)
Non-Performing Loan Ratio	Non Performing Loans / Total Loans
Loan Loss Provision or (Expected Credit Loss) to Gross Loans	Loan Loss Provision/Total Loans

Appendix III – Sources

https://bankofguyana.org.gy/bog/images/research/Reports/Sep2021.pdf

https://www.trade.gov/country-commercial-guides/guyana-financial-sector

QMPR Press Conference February 2021 - Governor Richard Byles » Bank of Jamaica (boj.org.jm)

2020_boj_annual_report.pdf

https://app.fitchconnect.com/article/BMI_0FC4DF4E-F011-49E4-830D-6A93414C6647

https://www.paho.org/en/news/8-12-2021-guyana-receives-42120-doses-pfizer-COVID-19-vaccines-through-covax-mechanism-donated#:~:text=Forty%2Dtwo%2C%20one%20hundred%20twenty,which%20the%20US%20Government%20donated.

https://finance.gov.gy/guyanas-economy-grew-by-14-5-percent-in-first-half-of-2021-non-oil-economy-by-4-8-percent-despite-COVID-19-and-may-june-floods/

Dolla

Financial Services

We Lend

Unit No. 1 Barbican Business Centre, 88 Barbican Road, Kingston 6, St. Andrew, Jamaica