

Wegagen Bank Share Company

Prospectus for Registration of Shares Currently Held by Shareholders

**No new equity shares are proposed to be sold or
offered pursuant to this Prospectus.**

January 10, 2025

ISSUER INFORMATION

Name of the Issuer	- Wegagen Bank Share Company
Commercial Registration No.	- KK/AA/3/0001748/2004
Type of Offer	- Registration of Shares currently held by Shareholders
Number of Shares	- 6,218,635
Par Value per Share	- ETB 1,000.00

This Prospectus is issued by Wegagen Bank Share Company (“the Bank” or “Issuer”) under the provisions of the **Capital Market Proclamation No. 1248/2021** and in compliance with the **Public Offer and Trading Directives** of the Ethiopian Capital Market Authority (ECMA). Its purpose is to provide comprehensive information to potential investors and the public regarding the Bank’s decision to register shares that are **currently held by its existing shareholders**. This Prospectus **does not** offer or propose the sale of any new equity shares. This Prospectus has been approved and the securities that it offers have been registered by the ECMA.

The Bank, Board of Directors, the Chief Executive Officer and the Chief Finance and Material Management Officer accept full responsibility for the information contained in the Prospectus. To the best of their knowledge and belief, all reasonable care has been taken to ensure the information in the Prospectus is in accordance with facts and does not omit anything likely to affect the importance of such information or make the expression of such information or opinion misleading or untrue.

Investing in this Offer involves risks and this Prospectus incorporates Section 7 (Risk Factors) for a discussion of certain risk factors which should be considered by prospective investors in connection with any investment in the Offer.

Please read the Prospectus in full and, where in doubt as to the action you should take, consult an appropriate licensed independent securities advisor for guidance before investing in securities.

THE APPROVAL OF THE PROSPECTUS AND THE REGISTRATION OF THE SECURITIES SHOULD NOT BE CONSTRUED AS AN ENDORSEMENT BY THE ETHIOPIAN CAPITAL MARKET AUTHORITY OF THE ISSUER OR OF THE SECURITIES. THE ETHIOPIAN CAPITAL MARKET AUTHORITY DOES NOT ASSUME RESPONSIBILITY FOR THE CORRECTNESS OF ANY STATEMENTS, OPINIONS, OR REPORTS INCLUDED HEREIN.

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SECTION ONE

GENERAL

1.1. Abbreviations and Technical Terms

This Prospectus includes certain technical terms and abbreviations which, unless otherwise indicated by the context, shall carry the meanings ascribed to them herein. References to any legislation, act, regulation, rule, guideline, policy, circular, notification, or clarification shall be deemed to include any amendments or re-enactments thereof, as may be adopted from time to time.

Abbreviation/Technical Terms	Description
AML	Anti-Money Laundering
API	Application Programming Interface
ATM	Automated Teller Machine
CBE	Commercial Bank of Ethiopia
ESS	Ethiopian Statistical Services
CSD	Central Securities Depository
DARA	Document Authentication and Registration Agency
DBE	Development Bank of Ethiopia
ECMA	Ethiopian Capital Market Authority
EFFORT	Endowment Fund for the Rehabilitation of Tigray
ESB	Enterprise Service Bus
ESG	Environmental, Social, and Governance
ESX	Ethiopian Securities Exchange
ETB	Ethiopian Birr
FCY	Foreign Currency
FDI	Foreign Direct Investment
FDRE	Federal Democratic Republic of Ethiopia
FY	Financial Year
IFB	Interest Free Banking
IFRS	International Financial Reporting Standards
KPI	Key Performance Indicators
L/C	Letter of Credit
MFI	Micro Finance Institution
MIS	Management Information System
MOA	Memorandum of Association
NBE	National Bank of Ethiopia
PCI DSS	Payment Card Industry Data Security Standard
USD	United States Dollar



1.2. Corporate Directory

Wegagen Bank is legally registered as a share company with a commercial registration number of KK/AA/3/0001748/2004 and is licensed to undertake banking business by the National Bank of Ethiopia (NBE), under registration number LBB/004/97.

The **registered office** of the Bank is given as:

Addis Ababa, Kirkos Sub-City,

Wereda 10, House No. New

Wegagen Tower, Ras Mekonnen Street, (Across the Addis Ababa Stadium)

Tel: +251-115-523800

Email: info@wegagenbanksc.com.et

Website: www.wegagen.com

As of the date of this Prospectus, the Bank maintains 443 branches located throughout the country in addition to ten (10) district offices supervising these branches. The contact information for all the branches and district offices is provided in the Annex to this document.

1.3. Persons Responsible for the Information Disclosed

The Bank, together with its Directors, the Chief Executive Officer, and Chief Finance and Material Management Officer (Collectively, the “Responsible Parties” and whose name appear below) accept full responsibility for the information contained in this Prospectus. To the best of their knowledge and belief, they collectively have taken all reasonable care to ensure that the information in the Prospectus is in accordance with facts and does not omit anything likely to affect the importance of such information or make the expression of such information or opinion misleading or untrue. The Responsible parties can be reached at the Bank’s registered address, as indicated under Section 1.2.

- Ato Abdishu Hussien Wariyo – Board Chairperson
- Ato Woldegabriel Naizghi Aregai - Board V/Chairperson
- Ato Fithanegest Gebru Abrha – Board Member
- Ato Hassen Yesuf Musa - Board Member
- Ato Fikru Jiregna Shone – Board Member
- Ato Gebreegziabher Hadush Tedla – Board Member
- Ato Surafel Berhe Woldu – Board Member
- Ato Tesfatsion Desta Tesfay – Board Member
- Ato Alemseged Assefa Abera – Board Member
- Ato Zenfu Asfaw Gebretinsaie – Board Member
- Aklilu Wubet Lemma (PhD) – Chief Executive Officer
- W/ Aregash Gudeta Chala – Chief Finance and Material Management Officer

1.4. Third Party Information

The information presented in this Prospectus regarding macroeconomic conditions, the banking industry, as well as relevant trends, challenges, and prospects, has been sourced or derived from publicly available data released by both governmental and private organizations. The Bank has endeavoured to reproduce such third-party information accurately and, to the best of its knowledge and belief, has omitted no facts that would render any of the reproduced information inaccurate or misleading.

Furthermore, certain market and industry data used in this Prospectus have been obtained from internal surveys, reports, and studies conducted by the Bank, alongside publicly available information and industry publications, including those issued by the National Bank of Ethiopia (NBE), the Ethiopian Statistical Services (ESS), the International Monetary Fund (IMF), and the World Bank. While the Directors believe this third-party information to be reliable, the Bank has not independently verified such data. Where third-party information is included herein, the specific source has been duly identified.

1.5. External Auditors

In appointing external auditors, the Bank complies with the Commercial Code of Ethiopia and the relevant directives issued by the NBE. The Bank's external auditor is selected through a competitive bidding process, conducted in accordance with its internal procurement policies and procedures, and is subsequently appointed by resolution of the shareholders at an Ordinary General Meeting. Each year, the NBE reviews and approves the appointment or reappointment of the external auditor.

All external auditors engaged by the Bank are legally registered in Ethiopia and licensed by the Accounting & Auditing Board of Ethiopia (AABE), in line with the Council of Ministers Regulation No. 332/2014. Accordingly, the external auditors responsible for auditing the historical financial information set out in Section 6 of this Prospectus and served the Bank during the referenced fiscal years are as follows:

Financial Year	External Auditor
2021/22	<p>Name: Degefa and Tewodros Audit Service Partnership Address: P.o. Box 8118 251 – 011 -466 11 57 Addis Ababa E-mail: chatewodros@gmail.com</p> <p>AABE license: Issue date: March 25, 2022 Registration certificate No: ADF00007 Expiry date: February 7, 2023</p>
2022/23	<p>Name: Tewodros and Fikre Audit Service Partnership Address: P.o. Box 8118 251 – 011 -466 11 57 Addis Ababa E-mail: chatewodros@gmail.com</p> <p>AABE license: Issue date: January 12, 2023 Registration certificate No: ADF00007 Expiry date: February 8, 2024</p>
2023/24	<p>Name: Tafesse, Shisema, and Ayalew Audit Service Partnership Address: P.o. Box 110690 251 – 011 -896 17 52 Addis Ababa E-mail: tafessef@gmail.com</p> <p>AABE license: Issue date: March 01, 2023 Registration certificate No: ADF00006 Expiry date: February 8, 2024</p>

1.6. Summary Section of the Prospectus

This section offers a concise introduction to the Prospectus. It must be read in conjunction with the other sections herein. Any decision by a prospective investor to purchase Ordinary Shares should be made only after carefully reviewing the Prospectus as a whole.

A. Key Information about the Bank

Name and Domicile of the Bank

Wegagen Bank (the “Bank”) is legally registered in Ethiopia as a share company under registration number of KK/AA/3/0001748/2004 and is licensed to provide banking business by the NBE under registration number LBB/004/97.



Principal Activities of the Bank

Wegagen Bank operates as a full-service financial institution offering a diversified array of banking services. These include deposit mobilization, loans and advances, digital banking solutions, and international banking operations. Additionally, the Bank provides Interest-Free Banking (“IFB”) services under the brand “Wegagen Amanah.”

Corporate Governance of the Bank

The Bank is governed by a Board of Directors comprised of ten (10) members, whose names are set forth in Section 1.3 of this Prospectus. Supporting the Board is a Core Management team, led by Chief Executive Officer Aklilu Wubet Lemma (PhD) and three Deputy Chief Executive Officers. They, in turn, are supported by eleven (11) Chief Officers, including Chief Finance & Material Management Officer Wro Aregash Gudeta Chala, forming the Senior Management. All members of the Board of Directors and Management are Ethiopian nationals.

In accordance with NBE directives, the Bank’s Board has established various committees, namely the Nomination & Remuneration Committee, Audit Committee, Risk Management & Compliance Committee, and Credit Committee. Additionally, the Board has formed a Strategy Ad-Hoc Committee to oversee strategic and emerging issues.

B. Summary of Key Historical Financial Information

The following tables present selected key financial information for the financial years indicated, as reported under International Financial Reporting Standards (IFRS). This data has been extracted without material adjustment from the Bank’s Annual Audit Reports for the fiscal years 2023/24, 2022/23, and 2021/22. For further details, prospective investors are advised to review the full financial statements and associated notes contained in Section 6 of this Prospectus.

Summary of Profit or Loss and Other Comprehensive Income

Particular	30 June 2024	30 June 2023	30 June 2022
	ETB’000	ETB’000	ETB’000
Net Interest Income	4,800,825	3,455,998	2,246,188
Net operating income	6,703,773	4,402,381	3,190,548
Profit before tax	2,220,847	1,194,107	572,280
Tax charge	(617,646)	(370,284)	(20,881)
Profit for the year	1,603,201	823,823	551,399
Other comprehensive income net of taxes	76,729	81,809	(11,574)
Total comprehensive income for the year	1,679,929	905,632	539,825

Summary of Financial Position

Particular	30 June 2024	30 June 2023	30 June 2022
	ETB'000	ETB'000	ETB'000
Assets			
Non-Current Assets	40,715,237	35,625,918	30,294,455
Current Assets	25,018,313	17,859,948	12,827,214
Total Assets	65,733,550	53,485,867	43,121,669
Liabilities			
Current Liabilities	13,152,660	35,311,868	32,831,595
Non-Current Liabilities	43,373,439	11,267,471	4,676,010
Total Liabilities	56,526,098	46,579,340	37,507,605
Equity			
Share Capital	5,058,890	3,982,139	3,391,294
Reserves and Surplus	2,826,863	2,393,715	1,956,585
Total Equity	9,207,451	6,906,527	5,614,064
Total Equity and Liabilities	65,733,550	53,485,867	43,121,669

Summary of Cash Flows

	30 June 2024	30 June 2023	30 June 2022
	ETB'000	ETB'000	ETB'000
Net cash (outflow)/inflow from operating activities	6,842,197	633,841	554,007
Net cash (outflow)/inflow from investing activities	(3,401,857)	(2,311,525)	4,817,147
Net cash (outflow)/inflow from financing activities	620,995	382,395	103,820
Net increase/(decrease) in Cash and bank balances	4,061,334	(1,295,289)	5,474,974
Cash and bank balances at the beg. of the year	9,059,264	10,322,284	4,847,309
Effect of exchange rate movement on Cash and bank balances	2,901	32,269	-
Cash and bank balances at the end of the year	13,123,499	9,059,264	10,322,284

C. Information about the Offer

In this Prospectus, the Bank intends to register all its existing shares with the Ethiopian Capital Market Authority (ECMA) for subsequent listing on the Ethiopian Securities Exchange (ESX) through a Listing by Introduction. Accordingly, a total of 6,218,635 shares — representing all shares currently held — will be registered.

D. Summary of Key Risks

Any investment in the Ordinary Shares involves numerous risks and uncertainties related to the Bank's operations. The Bank believes the following constitute the principal risks based on the likelihood of occurrence and potential severity of impact. The occurrence of one or more of these risks — individually or in combination — could materially and adversely affect the Bank's business, financial condition, and results of operations, potentially reducing the value of the Bank's securities and causing investors to lose all or part of their investment. Further details are provided in Section 7 of this Prospectus.



1. Increased competition

The number of banks in Ethiopia has grown significantly. Microfinance institutions have been permitted to upgrade to full-fledged banks, while fintech and telecom companies are offering mobile money services. In addition, following the issuance of a new banking business proclamation, foreign banks are anticipated to enter the market. These developments intensify competition for new customers, additional resources, existing customer retention, product and service offerings, and branch networks. Consequently, heightened competition may result in a decline in the Bank's market share and adversely affect its profitability.

2. Political Instability

Instances of political instability, including civil unrest, uprisings, and regional conflicts, can adversely affect the Bank. Such instability could lead to the temporary or prolonged closure of branches, damage to property and equipment, increased non-performing loans, and diminished economic activity. As a result, the Bank's business, financial condition, and future prospects are closely tied to the prevailing political climate in Ethiopia.

3. Exposure to Credit Risk

Credit risk is of particular significance to the Bank, as loans and advances represent the largest portion of its total assets. Any default by counterparties poses a risk of incurring higher debt recovery costs. Recent declines in property prices, coupled with conflicts in some regions, exacerbate the probability of loan defaults. Furthermore, credit concentration risk exists both at the industry level and within Wegagen Bank itself, with substantial allocations in long-term loans, certain sectors (notably international trade), and specific geographies (primarily Addis Ababa). Such credit risks can result in elevated non-performing loans (NPLs) and necessitate increased provisioning, thereby reducing the Bank's profitability.

4. Exposure to liquidity risk

Liquidity risk arises from potential mismatches in the timing of cash flows, which may hinder the Bank's ability to meet payment obligations under normal or stressed circumstances. This risk is evidenced by the high loan-to-deposit ratio and occasional difficulties in meeting commitments on time at competitive prices. Inadequate liquidity can undermine the Bank's reputation and constrict its lending capacity, both of which can negatively impact overall profitability.

5. Exposure to Market risk

The Bank primarily faces market risk in the form of foreign exchange rate risk and interest rate risk. Foreign exchange rate risk occurs if foreign currency liabilities exceed foreign currency assets, resulting in potential losses from foreign currency revaluation as the Ethiopian Birr (ETB) depreciates against major currencies — especially the U.S. Dollar. The Bank is further exposed to exchange rate volatility under the recently adopted free market approach, which allows rates to fluctuate. The impact of foreign exchange risk largely depends on the magnitude of any negative gap between foreign currency assets and liabilities.

Regarding interest rate risk, the probability of occurrence is lower, given that deposit and lending rates in Ethiopia are largely fixed and determined by banks. However, as the Bank

embarks on money market transactions and capital market activities, additional exposure may arise from potential price volatility in individual securities and the broader market.

6. Exposure to Operational Risk

Operational risk is inherent in banking services due to the handling of cash, which can expose the Bank to fraud, money laundering, fines, penalties, and reputational damage. Collaboration with third-party agents in agent banking operations introduces further susceptibility to misconduct or collusion. Technical or administrative errors may result in customer losses for which the Bank would bear responsibility, reinforcing the need for robust operational risk management.

7. Exposure to Information Technology (IT) Risk

The growing reliance on information technology (IT) in day-to-day banking activities and on third-party IT service providers has elevated IT risk. Key areas of vulnerability include IT availability and continuity, cybersecurity, rapid technological changes, data integrity, and the outsourcing of IT operations. These factors require constant monitoring and adaptation of technology-related controls.

8. Exposure to Compliance Risk

The Bank faces compliance risk resulting from any failure to adhere to national and international laws and regulations. As a highly regulated sector, banking in Ethiopia is primarily overseen by the National Bank of Ethiopia (NBE). Additional reporting obligations also exist for the Ethiopian Financial Intelligence Services and various international bodies, depending on specific banking services offered. Following its participation in the capital market, the Bank will be subject to oversight by ECMA and ESX. Non-compliance could lead to financial losses, regulatory penalties, or the revocation of the Bank's operating license.

E. Outstanding Litigation

The Bank is involved in numerous legal proceedings, customary to the normal course of its business. As of June 30, 2024, the Bank's maximum potential exposure in these cases is ETB 1,089.42 million, compared to ETB 500.57 million as of June 30, 2023. Following a thorough assessment, the Bank has recognized ETB 60.11 million in provisions (compared to ETB 10.92 million as of June 30, 2023). The remaining legal actions carry a low probability of unfavorable outcomes, and no further obligations are presently anticipated.

F. Contingent Liabilities

In the ordinary course of business, the Bank issues guarantee to secure customer performance obligations to third parties. Additionally, letters of credit ("L\C") are extended to importers, creating a commitment to settle obligations in foreign currency (FCY) — provided the required documents are properly presented — while recovering the corresponding amounts from customers in local currency. These liabilities arise only in the event of customer default. As of June 30, 2024, the fair value of outstanding guarantees and letters of credit issued by the Bank stood at ETB 4.1 billion and ETB four (4) billion, respectively.



SECTION TWO

INFORMATION ON THE BANK AND ITS BUSINESS

2.1. Information about the Bank

2.1.1. Name and Domicile of the Bank

The legal name of the Bank is “Wegagen Bank Share Company.” It is organized under the laws of Ethiopia as a share company, in accordance with the country’s Commercial Code, bearing commercial registration number KK/AA/3/0001748/2004. The Bank is also licensed to undertake banking operations by the National Bank of Ethiopia (NBE) under registration number LBB/004/97.

The **registered office of the Bank** is given as:

Addis Ababa, Kirkos Sub-City,

Wereda 10, House No. New

Wegagen Tower, Ras Mekonnen Street, (Across Addis Ababa Stadium)

Tel: +251-115-523800

Email: info@wegagenbanksc.com.et

Website: www.wegagen.com

2.1.2. Description of the Bank

Wegagen Bank S.C. was incorporated on June 11, 1997, by sixteen (16) visionary founders who recognized the pivotal role of financial institutions in promoting sustainable economic development. With an initial paid-up capital of ETB 30 million, the Bank commenced operations in the Gofa neighborhood of Addis Ababa. In October 2017, it relocated its headquarters (HQs) to a 23-storey building opposite Addis Ababa Stadium on Ras Mekonnen Street.

Today, Wegagen Bank S.C. is among Ethiopia’s largest private financial institutions, noted for its dedication to service quality, extensive product range, and advanced technologies. As of the date of this Prospectus, the Bank’s shareholder base has grown to 14,549 shareholders, with a paid-up capital of ETB 6.2 billion.

2.1.3. Major Events and Milestones

The major events and milestones of the Bank is presented as follows.

Year (in G.C)	Major Events and Milestones
June 1997	Started operation with its two branches; Goffa and Meskel Branch
August 2000	Pioneered in connecting its branches with Wide Area Network (WAN)
June 2010	Introduced card banking with its brand “Agar Visa Debit Card” which allows payments through Visa International Cards
January 2014	Introduced Mobile Banking
January 2016	Started to provide Master Card payment service
February 2016	Launched Interest Free Banking (IFB) Services
July 2017	Re-branded Corporate Identity
September 2017	Inaugurated its 23 Storey Headquarters (HQ) Building on Ras Mekonnen Street
January 2018	Launched Internet Banking
October 2022	Celebrated 25 th Anniversary
July 2024	Launched digital Lending, branded as “Efoyta”
August 2024	Introduced Wegagen Visa Prepaid International Card

2.2. Business Overview of the Bank

2.2.1. Overview

Wegagen Bank (the Bank) is a financial institution operating in Ethiopia, guided by its vision “To be a champion of excellence in banking business in Ethiopia” and its mission to maximize stakeholders’ value by delivering diversified banking services through competent and motivated employees and up-to-date technology.

The Bank offers a broad range of banking services, primarily focused on deposit mobilization, loans and advances, digital banking, and international banking operations. It also provides Interest-Free Banking (IFB) services under the brand, “Wegagen Amanah.” In response to evolving market conditions and customer needs, the Bank continuously updates its product offerings and service delivery processes.

As of the date of this Prospectus, the Bank operates 443 branches across all regions of Ethiopia, organized under ten (10) district offices situated in various cities. The primary services offered at the branch level include the collection of deposits and facilitation of payments through cash withdrawals, checks, Cash Payment Orders (CPOs), and other payment instruments. Trade service activities are predominantly handled at the Head Office, whereas credit (loan) services are provided both at the Head Office and across the ten (10) district offices.

In addition to its branch network, the Bank maintains 383 Automated Teller Machines (ATMs) and 432 Point-of-Sale (POS) terminals, enabling customers to withdraw cash and make payments for goods and services.



Number of Branches by District

S/N	District Name	City	Number of Branch
1	North Addis Ababa District	Addis Ababa	29
2	East Addis Ababa District	Addis Ababa	47
3	West Addis Ababa District	Addis Ababa	54
4	South Addis Ababa District	Addis Ababa	39
5	Mekelle District	Mekelle	84
6	Shire District	Shire	59
7	Bahir Dar District	Bahir Dar	30
8	Hawassa District	Hawassa	44
9	Jimma District	Jimma	34
10	Dire Dawa District	Dire Dawa	23
Total Number of Branches			443

As of June 30, 2024, the Bank served more than three (3) million customers through various service delivery channels, as illustrated in the accompanying table that shows the total number of customers at the end of the past three financial years.

Number of Customer Accounts

S.N	District	30 June 2024	30 June 2023	30 June 2022
1	North Addis Ababa District	204,328	154,469	122,709
2	East Addis Ababa District	335,487	267,189	221,851
3	West Addis Ababa District	413,535	327,322	274,106
4	South Addis Ababa District	320,788	266,113	218,624
5	Mekelle District	680,780	361,817	297,497
6	Shire District	510,912	287,889	261,466
7	Bahir Dar District	233,885	193,669	164,655
8	Hawassa District	401,406	352,844	308,437
9	Jimma District	345,673	283,483	233,435
10	Dire Dawa District	234,300	195,731	165,668
Total		3,681,094	2,690,526	2,268,448

On June 30, 2024, the Bank's total assets stood at ETB 65.7 billion, while its total capital amounted to ETB 9.2 billion, of which ETB 5.1 billion constitutes paid-up capital. The Bank had mobilized total deposits of ETB 52.1 billion by June 30, 2024, while the total outstanding loans and advances extended to various sectors of the economy reached ETB 45.1 billion.

The table below provides a performance summary of the districts and the Head Office in deposit mobilization and credit services.



Outstanding Deposit and Loan (Amount in Million ETB)

S.N	District/ HO	Outstanding Deposit mobilized			Outstanding Loans and Advance		
		30 June 2024	30 June 2023	30 June 2022	30 June 2024	30 June 2023	30 June 2022
1	North Addis	4,533	3,983	2,919	525	594	485
2	East Addis	7,914	7,831	4,640	1,219	1,067	648
3	West Addis	9,967	8,898	6,813	1,542	1,418	973
4	South Addis	7,597	6,742	6,369	847	877	651
5	Mekelle	12,089	7,592	6,269	5,071	3,832	3,753
6	Shire	4,380	2,604	2,422	2,479	2,075	2,046
7	Bahir Dar	1,412	1,371	1,091	571	503	267
8	Hawassa	1,533	1,448	1,272	348	371	267
9	Jimma	1,275	1,211	1,081	180	170	96
10	Dire Dawa	1,104	1,033	961	198	231	96
11	Head Office	321	81	79	32,197	28,783	20,991
Total		52,125	42,794	33,916	45,177	39,921	30,273

2.2.2. Business Strategy

The Bank maintains a comprehensive approach to strategic planning by developing **five-year strategic plans**, which are executed through the cascading of strategic objectives and initiatives into annual plans. Continuous monitoring of both **internal and external environments** enables the Bank to adjust its operations, employing appropriate tactics and strategic interventions.

To ensure responsiveness to market dynamics, the Bank also conducts a **mid-term review** of its strategic plan, allowing timely adjustments in line with shifts in the business environment.

The **current strategic plan** covers the period **FY 2021/22 – 2025/26**, with a mid-term review completed and approved in **June 2024**. This review led to target adjustments for the remaining two years of the plan, aligning the Bank’s strategies with updated assessments of market and operational factors.

The overarching business strategies, also referred to as the Bank’s **strategic pillars**, are:

A. Business Growth

Under this pillar, the Bank seeks **sustainable growth** across key performance indicators, including customer base, service delivery channels, and resource mobilization and utilization. This involves **expanding geographical outreach** to untapped markets, forging strategic partnerships, and enhancing the Bank’s image to drive high, sustainable performance.

B. Customer Focused Operational Excellence

The Bank emphasizes **standard banking services** at competitive prices with a high degree of customer convenience, underpinned by efficient and effective processes.

- **Standard Banking Services:** Offers a diversified suite of banking services stan-



dard within the industry.

- **Competitive Price:** Pricing strategies are informed by close monitoring of competitors' pricing for comparable services.
- **Customer Convenience:** Focusing on simple, fast, and error-free service provision through multi-channel delivery, including branch expansion and digital platforms.
- **Efficient and Effective Processes:** Achieving operational efficiency through process automation, standardization, and cross-channel integration.

C. Digital Excellence

Recognizing the importance of both **digitization** (providing banking services through digital channels) and **digitalization** (automation of processes), the Bank allocates considerable resources to bolster IT systems, Management Information Systems (MIS), **cybersecurity**, and diverse digital channels. Process automation is a particular focus to enhance service quality and reduce operating costs. Concurrently, the Bank seeks to improve **IT project management capability** to ensure timely project execution within budget and quality benchmarks.

D. Human Capital Excellence

The Bank prioritizes improved **employee competence and engagement** through competency-based talent acquisition, development, and retention initiatives. Further emphasis is placed on strengthening strategy execution capability and **nurturing a result-oriented performance culture** across the organization.

2.2.3. Strategic Objectives

In formulating its strategy, the Bank utilizes the **Balanced Score Card (BSC)** framework, setting and measuring strategic objectives within four key perspectives: **financial, customer, internal process, and organizational capacity**. Under these perspectives, the Bank has delineated **fourteen (14) strategic objectives**, as follows:

1. Increased Profitability
2. Enhanced Resource Mobilization
3. Enhanced Resource Utilization and Financial Soundness
4. Increased Customer Satisfaction
5. Increased Customer Base
6. Enhanced Process Efficiency and Service Quality
7. Enhanced and Diversified Banking Services and Channels
8. Enhanced Image of the Bank
9. Strengthened Strategic Partnership
10. Enhanced Risk and Compliance Management
11. Enhanced Stakeholders Engagement
12. Enhanced Competency & Engagement of Leadership and Employees

13. Strengthened Organizational Culture
14. Enhanced IT Capability

2.2.4. Future Prospects and Challenges

In light of ongoing changes in both domestic and global markets, the Bank has evaluated multiple factors that may **impact its operations and performance**. The following sections outline anticipated **future prospects** and **challenges**.

Future Prospects

- a. Positive prospect for Global and National Economy:** Despite certain headwinds facing the global economy, optimistic growth projections remain (according to the **IMF's World Economic Outlook, October 2024**). Concurrently, Ethiopia's economy has demonstrated continuous growth in recent years, as reflected in official government reports and the **IMF's World Economic Outlook, October 2024**. This favorable macroeconomic trajectory may positively influence deposit mobilization, foreign currency inflows, and credit demand for the Bank.
- b. Government's plan to correct the Macroeconomic Imbalances:** Ethiopia has encountered macroeconomic challenges, including **high inflation**, foreign currency shortages, external debt burdens, and limited private sector financing. The government's reforms, such as **interest-based monetary policy**, a **floating exchange rate regime**, and the **establishment of a capital market**, are designed to address these imbalances. Additionally, efforts are underway to reduce external debt through negotiations with institutions like the **IMF** and **World Bank**, as well as to curtail government borrowing from the **NBE**. While inflation remains elevated, government measures have initiated a **declining trend**, as indicated by monthly reports from the **Ethiopian Statistical Services (ESS)**. Collectively, these improvements in the macroeconomic environment may enhance opportunities for financial growth and stability, directly benefiting the Bank's operations.
- c. Favorable demographic factors:** According to the **2023 World Bank estimate**, Ethiopia ranks as the second most populous country in Africa, with a **large working-age population**, growing urbanization, and improved social indicators. This demographic context suggests a **broad market** for banking services, notably for **deposit mobilization**.
- d. Untapped market:** Despite gradual urbanization, a substantial portion of Ethiopia's population remains rural, with many communities lacking formal banking services. Recent estimates indicate that approximately **45% of the population** have bank accounts, while fewer than **30% of adults** save with formal institutions (FSD Ethiopia). These figures point to considerable **growth potential** in financial inclusion efforts, which the Bank can address through an expanded branch network and **digital banking solutions**.

- e. **Potentials from tourism and the diaspora population:** Ethiopia boasts a broad array of **historical, cultural, and natural attractions**, as well as opportunities in **meetings, incentives, conferences, and exhibitions (MICE)** tourism. Government initiatives include developing new tourist sites nationwide. Meanwhile, a sizeable **diaspora community** provides an additional avenue for foreign currency inflows through remittances and investments. Both tourism and diaspora engagement represent **considerable opportunities** for the Bank's foreign currency mobilization activities.
- f. **Focus on digital economy:** The Ethiopian government has undertaken various measures to promote a **digital economy**, including **legal frameworks, digitalized government procurement**, and the **National ID** system. Additionally, **fintech** companies are increasingly permitted to operate in the financial sector. These advancements enable the Bank to expand its **digital footprints**, introducing new products and explore strategic partnerships with fintechs, potentially creating new business models and revenue streams.
- g. **Establishment of capital market:** The launch of a domestic **capital market** provides an additional platform for mobilizing capital between savers and borrowers. Capital markets often work **complementarily** with the banking system; growth in one sector can stimulate the other. As the market develops, the Bank would find **opportunities** to list, raise capital more efficiently, and offer various capital market services.
- h. **Trade liberalization:** Reforms encouraging **foreign direct investment** (FDI) in previously restricted sectors - illustrated by **Safaricom** entering the telecom sector and regulations allowing foreign retailers - are part of broader trade liberalization. The recent federal legislation allowing **foreign banks** to enter the Ethiopian market is another major development. These measures could lead to **increased foreign currency inflows** and potentially open doors for **equity-based partnerships** or joint ventures with global banking institutions.

Future Challenges

- a. **High inflation:** While inflation has **trended downward** over the past two years, it remains **relatively high**, presenting ongoing challenges for the banking sector. Inflation diminishes the **purchasing power of consumers**, thereby reducing the incentive to save, and can also limit **loan repayment** for borrowers. Consequently, inflationary pressures may affect the Bank's ability to mobilize deposits and maintain robust asset quality in its loan portfolio.
- b. **Political instability:** Although the severe war in the Tigray Regional State, which expanded to neighbouring regional states, ran for two years and concluded through peace talks, and the reconstruction of the region has begun, political tensions persist. There are ongoing conflicts in Amhara and Oromia regional states. This sustained political instability in certain parts of the country and its impact on the national economy remains a major challenge. The effect of political instability on the Bank's operations primarily manifests in:

- As a result of disruptions in logistics, transport, and other economic activities, there is an observable decline in resource mobilization;
 - Heightened default risks arise where domestic businesses are affected by instability, leading to increased non-performing loans (NPLs);
 - Operations may be halted in conflict areas, due to temporary closures of branches; and
 - In some cases, Bank-owned or Bank-leased properties are at risk of damage or loss.
- c. Increased competition:** Competition among established banks, particularly for resource mobilization, is intensifying and continues to be a challenge. The threat of substitute products and services, offered by microfinance institutions, savings and credit unions, and fintech companies, has been growing. While these developments heighten competitive pressures, they also present opportunities for collaboration. The anticipated entrance of foreign banks into the market is expected to increase competition. Nevertheless, there may also be prospects for partnerships with these new entrants.
- d. Shortage of foreign currency:** Although a floating exchange rate regime has been adopted, with the objective of boosting foreign currency generation through exports, Foreign Direct Investment (FDI), and remittances, nonetheless, foreign currency shortages are anticipated to remain a challenge for the banking sector, including Wegagen Bank. Under the new regime, the Bank determines its daily exchange rate independently, based on the demand and supply of foreign currency. This framework raises the likelihood of foreign exchange risks due to fluctuating exchange rates, necessitating robust risk management practices.
- e. Vulnerability to cybercrimes:** The growing influence of digitalization in banking has led the Bank to invest extensively in technology, such as core banking systems, payment card systems, and other automated platforms. However, the increased reliance on technology carries inherent risks, including vulnerabilities to hacking, cyber theft, computer viruses, and other unauthorized intrusions. Such cyber threats pose multiple challenges, potentially causing:
- **Business Interruptions:** Disrupting daily operations.
 - **Financial Losses:** Direct monetary impact from theft or fraud.
 - **Reputational Risk:** Eroding stakeholder trust in the Bank.

2.2.5. Major Developments

The followings are the major recent developments in the Bank.

- a. Introduction of digital lending:** In July 2024, the Bank introduced a digital lending service named “Efoyta Digital Lending,” in partnership with Kifiya Financial Technology Plc. This uncollateralized lending product provides loans to customers through a mobile application. Credit analysis is automated through an Artificial Intelligence (AI) generated credit scoring mechanism that assesses customers’ previous transaction histories. Primarily targeting

individuals and small businesses, the digital lending platform aligns with the Bank's goal of enhancing financial inclusion, as users can complete the loan process conveniently on a mobile device.

- b. Issuance of international card:** In August 2024, the Bank launched Visa Prepaid International Card services, enabling the issuance of foreign currency-denominated payment cards to customers traveling abroad. Travelers can use these cards to purchase goods and services without the need to carry physical foreign currency notes. Beyond enhancing customer convenience and security, this development also reduces the Bank's burden of managing physical foreign currency notes, streamlining its operational processes related to foreign exchange.
- c. Acquisition of AML software and enterprise fraud management system:** The Bank has invested in Anti-Money Laundering (AML) software to identify and report transactions potentially linked to money laundering or terrorist financing. This is a crucial step toward regulatory compliance and risk management. In parallel, the Bank acquired an enterprise fraud management system to detect, prevent, and monitor fraudulent activities across its various operations. By mitigating fraud risks, the Bank safeguards its assets, reputation, and stakeholder value.
- d. Agent banking service in partnership with E-Birr:** recently the Bank has enhanced its mobile and agent banking services with robust system in collaboration with E-Birr Financial Technologies. E-Birr's updated technology platform and established distribution network offer greater efficiency and market penetration. This partnership supports the Bank's strategic objective to increase financial inclusion by reaching unbanked segments through mobile money solutions and agent networks.
- e. Incorporate ESG function in the Bank's organizational structure:** To align with global standards and strengthen relationships with correspondent banks and international partners, the Bank has integrated an Environmental, Social, & Governance (ESG) function within its organizational framework. This unit is responsible for conducting ESG-related studies, preparing operational manuals for proper implementation, and raising internal awareness across all departments. By adopting ESG considerations, the Bank seeks to meet emerging compliance requirements while demonstrating a commitment to sustainable and responsible banking practices.
- f. Acquired an asset in Shire town:** The Bank recently acquired an asset - a mixed-use four-storey building in Shire town, Tigray Regional State - to accommodate the district offices. The property also has potential for commercial leasing. By housing its operations in the property it owns, the Bank lowers dependence on rental properties, and reduces expenses; and, generates additional income stream, leasing out excess space.

- g. In the process of establishing an investment bank:** In anticipation of the forthcoming capital market ecosystem, the Bank is advancing toward establishing an investment bank. The proposed entity would offer advisory, brokerage, and underwriting services, aligning the Bank's operations with the expanding capital markets framework. Such an initiative is expected to create an additional income stream while promoting business collaborations within the sector.

2.3. Operation and Principal Activities

Wegagen Bank is licensed by the National Bank of Ethiopia (NBE) to conduct commercial banking activities. Its principal operations encompass four primary areas:

- Deposit Mobilization
- Loan and Advance (Credit) Services
- Trade Services (Facilitating Import and Export)
- Local and International Payments

The Bank provides both conventional and interest-free banking services (IFB), complying with Sharia Law. Services are offered through the Head Office, district offices, and a wide network of branches across various regions. The Bank also leverages digital banking platforms to enhance customer convenience across different geographies.

2.3.1. Product and Services

2.3.1.1. Deposit Products/Services

Wegagen Bank mobilizes deposits from the public by offering a range of deposit products, broadly categorized into Saving, Current (Demand), and Fixed Time Deposits. These products are available in local currency and selected foreign currencies, primarily targeting foreign investors and diaspora communities.

i. Saving Deposits

Saving deposits typically earn interest and are accessible to both individuals and legal entities (organizations, associations) meeting the Bank's account requirements. There are various categories of saving accounts, including:

- **Regular Saving Account:** Offers the minimum saving interest rate with free withdrawal privileges.
- **Special Saving Products:** Provide higher interest rates under certain conditions related to deposit amounts and withdrawal limits.
 - **Goh Child Trust**
 - **Nigat Women Saving Account**
 - Warka Elderly Saving Account
 - **Edir/ Equb Account**
 - **Biruh Youth Saving Account** (introduced in FY 2023/24)

The Bank also offers an IFB version of the saving deposit, **Waddiah Amana**, which pays no interest in compliance with Sharia Law. As of June 30, 2024, the total deposit mobilized through all saving products amounted to approximately ETB 28.1 billion, with about ETB 1.7 billion attributed to IFB (Waddiah Amana).

- The table below shows deposits mobilized through different savings accounts.

Saving Products	30 June 2024 ETB '000	30 June 2023 ETB '000	30 June 2022 ETB '000
Goh Child Trust Account	108,749	68,983	54,897
Nigat Women Account	3,461,103	2,846,896	2,194,327
Warka Elderly Account	1,546,584	721,483	314,730
Biruh Youth Account	8,231	-	-
Equib/Edir Account	52,226	41,568	29,938
Waddiah Amana	1,754,660	1,619,982	1,323,702

ii. Current (Demand) Deposit

Current (demand) deposit accounts are non-interest-bearing and are primarily opened or operated by businesses and individuals. These accounts are accessed through checks and various digital channels, offering flexibility in effecting payments. The Bank's Interest Free Banking (IFB) provides a Qard Account under this category, ensuring compliance with Sharia law while serving targeted customer segments. As at June 30, 2024, the total deposits mobilized through current accounts reached approximately ETB 16.7 billion, of which about ETB 500 million was secured from IFB through the Qard arrangement.

iii. Fixed Time Deposit

Under fixed-time deposit arrangements, customers place funds with the Bank for a specified period in return for a higher interest rate. The exact interest rate is determined through negotiations, with considerations including deposit amount and maturity duration. Currently, rates range from 9% — mostly for deposits below ETB one (1) million — to a maximum of 20% for deposits exceeding ETB 15 million. The minimum maturity period is three (3) months, while the maximum may extend beyond one (1) year. An Interest Free Banking version of this product is also available through a profit-sharing arrangement, adhering to Sharia principles. As at June 30, 2024, total fixed time deposits stood at approximately ETB 7.3 billion, including around ETB 225 million mobilized through IFB services.

2.3.1.2. Loan and Advance

The Bank provides loans and advances to both businesses and individuals, supporting investment and economic activities across diverse sectors. These credit services are offered through dedicated credit processing units at the head office and ten (10) district offices. Each credit processing unit encompasses two key functions: Credit Relationship Management and Credit Appraisal. The Bank also extends Sharia-compliant financing via IFB services.

The Credit Relationship Management functions include Relationship Managers who receive applications and requisite documents from clients, conduct thorough Know Your Customer (KYC) checks,

and forward the files to the Credit Analysis Team. The Credit Analysis Team evaluates loan requests using the KYC data and supporting documents, arriving at a recommendation, which is presented to the appropriate Credit Approval Committee. Upon approval, disbursements are executed once necessary collateral is secured, with Relationship Managers overseeing subsequent loan repayment follow-ups.

Interest rates applied to loans and advances vary according to sector-specific risk profiles and the nature of the business. Additionally, loan tenure influences pricing, longer maturities generally carry higher rates. As at the date of this Prospectus, interest rates ranged from 9.85% for Export Pre-Shipment Loans with a one-year tenure to 20.79% for Overdrawal Loans.

As at June 30, 2024, outstanding loans and advances reached approximately ETB 45.1 billion.

- The table below presents the Bank's total outstanding loans and advances by major economic sectors over the last three financial years.

Loan by Sector	30 June 2024	30 June 2023	30 June 2022
	ETB '000	ETB '000	ETB '000
Manufacturing	6,445,065	5,808,608	4,448,860
Domestic Trade & Services	8,153,159	7,071,214	5,995,374
Construction	7,157,135	5,624,542	4,603,894
Transport Services	3,733,860	2,602,352	1,256,572
Export	7,872,182	8,475,413	7,648,603
Import	10,636,981	7,949,546	4,775,830
Staff Loans	694,434	1,975,702	1,192,479
IFB Financing	483,817	413,327	351,445
Total	45,176,633	39,920,704	30,273,057

These lending activities represent the primary driver of the Bank's profitability, reflected in both interest income and guarantee commission fees. Interest income on loans and advances increased from ETB 3.7 billion in the fiscal year ended June 30, 2022, to ETB 6.7 billion in the fiscal year ended June 30, 2024. Similarly, commission income on guarantees climbed from ETB 35.3 million in FY 2021/22 to ETB 163.8 million in FY 2023/24.

2.3.1.3. Trade Service

The Bank facilitates the import and export of goods and services in compliance with directives issued by the National Bank of Ethiopia (NBE) and relevant International Chamber of Commerce rules. Major payment modes include Letters of Credit (LCs), Cash against Document (CAD), Advance Payments, and (for exports) Consignment.

For import transactions, the Bank supplies foreign currency through Letters of Credit, Cash against Documents, or Advance Payments. In return, revenue is generated from commissions, fees, and SWIFT charges.

- The table below shows the income generated from import services over the last three financial years.

Income from Import	30 June 2024 ETB '000	30 June 2023 ETB '000	30 June 2022 ETB '000
Commission & Fees	1,793,764	1,180,907	790,127
SWIFT Charges	39,345	19,343	11,082

Regarding the export, the Bank advises letter of credit issued for exports from abroad and issue permit for shipment of goods in return for payment in foreign currency from the importers abroad. The mode of payments used for export of goods are Letter of Credit, Cash against Document, Advance Payments, and consignment. In export services, the main focus of the Bank is to generate foreign currency and in order to encourage exporter no fees are collected from exporters.

For exports, the Bank advises Letters of Credit received from foreign banks and issues shipment permits for goods, requiring corresponding foreign currency payments from importers abroad. The main objective concerning exports is to accumulate foreign currency; consequently, no fees are levied on exporters for these services.

- The table below presents the foreign currency generated through exports over the last three financial years.

Foreign Currency Generated	30 June 2024 USD '000	30 June 2023 USD '000	30 June 2022 USD '000
Export Services	126,000	111,000	100,000

2.3.1.4. Facilitation of Local and International Payments and Money Transfer

Domestically, the Bank enables money transfers through its branch network, offering account-to-account transfers and services for individuals without an account. Additional domestic payment methods include checks, Cash Payment Orders (CPOs), and other instruments.

Internationally, the Bank facilitates the remittance of funds by foreign nationals and members of the Diaspora. Its SWIFT address (WEGAETAA) enables direct transfers through correspondent banks. The Bank partners with various international money transfer operators, such as Western Union, MoneyGram, and Dahabshiil, to streamline inward remittances.

As of the date of this Prospectus, the Bank maintains relationships with 14 correspondent banks worldwide and eight (8) international money transfer companies.

- The table below displays the total value of inward remittance through SWIFT and Money transfer companies over the last three financial years.



Inward Remittance	30 June 2024 USD '000	30 June 2023 USD '000	30 June 2022 USD '000
Dahabshiil	15,520	14,197	6,896
Western Union	681	1,527	3,109
Amal	40	197	212
Money Gram	173	472	919
Ria Financial	339	330	814
Fast Pay	2	18	185
Trans Fast	1,439	1,108	1,157
Tewakel	-	11	100
World Remit	-	7	119
Bank's SWIFT	123,849	72,152	54,983

2.3.1.5. Digital Banking Services

The growing influence of digitalization in banking has led the Bank to invest extensively in technology and adopt digital channels to provide banking services. The digital services currently provided by the Bank are broadly categorized as;

- Card Banking,
- Mobile banking,
- Internet Banking,
- Agent Banking, and
- Digital lending services.

The nature, basic features, and the benefits of these services are discussed in the following sections.

i. Card Banking Services

The Bank issues a debit card - branded as "Agar" - enabling customers to withdraw cash through ATMs and make payments through POS terminals. As at June 30, 2024, the number of holders of "Agar" debit card has reached more than 287 thousand. The Bank maintains partnerships with Visa International and MasterCard, thereby allowing holders of these international cards to access the Bank's ATMs and POS networks. Recently, the Bank introduced a Prepaid International Card denominated in foreign currency. This card caters to travelers, allowing them to carry out transactions abroad, using ATMs and POS terminals worldwide without the need to carry foreign currency in cash form.

Through its card payment services, the Bank generates fee-based income tied to transaction volumes passing through its ATMs and POS terminals. Foreign currency (FCY) is also generated when international cardholders use the Bank's ATMs and POS terminals for cash withdrawals and payments in Ethiopia.

- The table below displays the transaction-based income and foreign currency inflows from card payments over the last three fiscal years.

Benefits gained from Card Payment	30 June 2024 '000	30 June 2023 '000	30 June 2022 '000
Income earned (in ETB)	3,460	4,507	2,916
FCY generated (in USD)	3,000	3,500	2,100

ii. Mobile Banking Services

The Bank provides both USSD- and application-based mobile banking solutions, catering to diverse customer segments. The USSD platform operates on all mobile devices, while the application-based version is optimized for smartphones. To ensure accessibility, the Bank's mobile banking services are offered in five languages: Amharic, English, Afan Oromo, Tigrigna, and Somali.

Major functionalities include:

- Fund transfers to other accounts within the Bank and to accounts held at other banks.
- Utility payments such as mobile airtime top-ups, air ticket payments (such as Ethiopian Airlines), and school tuition fees.

The number of mobile banking users has increased over the year to reach more than 2.7 million at the end of June 30, 2024. For too long, the Bank had not levied fees on mobile banking transactions, opting instead to prioritize user adoption and transaction volume growth. However, effective December 1, 2024, the Bank has commenced charging transaction fees for its mobile banking services.

iii. Internet Banking Services

The Bank also offers a web-based internet banking platform, enabling customers to conveniently manage their banking activities online. Key services provided through internet banking include:

- Fund transfers to accounts within the Bank and to other banks.
- Payments for utilities such as mobile airtime, air tickets (such as Ethiopian Airlines), and school tuitions.

The number of internet banking users reached more than 16 thousand as at the end of June 30, 2024. Similar to its mobile banking service, the Bank previously refrained from charging fees for Internet banking to encourage adoption and transaction growth. However, beginning on December 1, 2024, Internet banking transactions have also become based on fees.

iv. Agent Banking Services (Wallet)

In an effort to enhance financial inclusion and extend services beyond traditional branch networks, the Bank partners with authorized agents who conduct banking operations on its behalf, particularly in remote areas. These services are powered by a mobile wallet platform developed in partnership with a dedicated technology provider. The number of Agent banking users reached more than 648 thousand as at the end of June 30, 2024.

The Bank earns income from agent banking through transaction fees, and the revenue generated from this service over the last three fiscal years is shown in the table below.

Income earned	30 June 2024 ETB '000	30 June 2023 ETB '000	30 June 2022 ETB '000
Agent Banking Fee	21,608	16,440	9,305

v. Digital Lending Service

Launched in July 2024 through a partnership with Kifiya Financial Technology Plc, the Bank’s digital lending service extends collateral-free loans to Small and Medium Enterprises (SMEs) and individual customers. The credit scoring model is driven by artificial intelligence (AI), leveraging historical transaction data and customer behavior patterns with the Bank.

Direct benefits to the Bank include interest income generated from these digital loans, while indirect benefits encompass the acquisition of new customers and an uptick in transaction activities. As of December 31, 2024, approximately six months since its launch, outstanding loans under this service reached ETB 262.9 million, with interest income amounting to ETB 13.7 million.

2.3.2. Major Interruptions in the Bank’s Business

Over the past 12 months, the Bank, along with the broader banking sector, industry experienced three primary operational disruptions:

- **Liquidity Challenges:** A cyclical liquidity issue tends to peak during tax seasons, as customers withdraw funds for tax payments. Throughout the past year, both the Bank and the industry at large were affected by this liquidity strain.
- **Regulatory Credit Cap:** The credit limit imposed by the National Bank of Ethiopia (NBE) has restricted credit expansion, thereby moderating profitability growth. This constraint is expected to persist for at least the next 12 months.
- **Branch Closures in Conflict Areas:** Ongoing conflicts, particularly in the Amhara Regional State, have led to periodic branch closures. These disruptions have adversely affected the Bank’s operations and resource mobilization efforts.

2.3.3. Key Dependencies

The Bank’s core business operations rely heavily on partnerships with technology and service providers. The following areas are deemed critical to maintaining and expanding the Bank’s operations:

A. Network

The Bank depends on reliable telecommunications networks to integrate its branches with headquarters and facilitate digital services. This infrastructure is currently supplied by Ethio telecom and Safaricom.

B. Core Banking Solution

To achieve operational efficiency, the Bank employs a core banking platform and was among the first in the industry to do so. Its current system, Oracle Flexcube, has been in use since



January 2018. Oracle serves as the sole provider of this solution.

C. Card Payment System

Since 2010, the Bank has relied on a card switch solution to support its card banking services. Tietoevry Corporation is the sole vendor providing this switch system.

D. Digital Lending Solution

The Bank's digital lending service, developed in conjunction with Kifiya Financial Technology Plc, utilizes AI-driven credit scoring to offer unsecured loans to customers. Kifiya Financial Technology Plc is the exclusive technology provider for this offering.

E. Wallet Solution

Agent banking services, which allow local agents in remote areas to deliver banking services via mobile money or wallet, are supported through a partnership with E-Birr. As the wallet solution provider, E-Birr is critical to the Bank's agent banking model.

F. SWIFT

The Bank is a member of the Society for Worldwide Interbank Financial Telecommunications (SWIFT) - a messaging network used by financial institutions to quickly, accurately, and securely send and receive information. Hence, the Bank is dependent on SWIFT for communication with financial institutions abroad, mainly for international payments and settlements.

2.4. Principal Market and Competition

2.4.1. Banking Industry Review

As of June 2024, 32 banks operate in Ethiopia's banking industry. Of these, the Development Bank of Ethiopia (DBE), a state policy finance institution, holds nearly five percent (5%) of the industry's total assets. Other market participants include four full-fledged interest-free banks, six banks that have evolved from microfinance institutions, and 22 conventional commercial banks, including the state-owned Commercial Bank of Ethiopia (CBE). Except DBE and CBE, all banks in the industry are private banks.

The industry has demonstrated robust growth, supported by economic expansion and initiatives promoting financial inclusion. The total assets of commercial banks reached ETB 3.3 trillion as of June 30, 2024, a 15.2% increase from the previous year. Despite both global and domestic headwinds, the industry continues to show resilience and a trend toward modernization, particularly through the adoption of fintech solutions that extend banking services to rural markets.

Nonetheless, the industry remains in a nascent stage and faces numerous challenges, including regional conflicts, double-digit inflation, foreign currency shortages, persistent liquidity issues, and frequent regulatory changes.

2.4.2. Segments in the Banking industry

Major segments of the banking sector are:

- i. **Retail Banking:** The most prevalent segment, offering deposit accounts, loans, and payment services for individuals and small businesses.
- ii. **Corporate Banking:** Focuses on providing larger loans and financial services to corporate clients and institutions.
- iii. **Interest-Free Banking (IFB):** A growing segment aligned with Islamic principles, offering Sharia-compliant products.
- iv. **Digital Banking:** Encompasses mobile and internet banking, alongside ATMs and POS terminals. The rising use of smartphones and internet access has fuelled rapid expansion in this area.

2.4.3. Competitive Landscape for Wegagen Bank

The commercial banking industry of the country is currently dominated by the state-owned Commercial Bank of Ethiopia and is considered by the regulator as the only large bank and systemically important bank in the country (NBE Financial Stability Report, November 2024). At the end of June 2024, its total assets and deposits constituted just under half (47.9 percent and 47.1 percent, respectively) of the whole banking sector. However, its total capital accounted for just less than a quarter (24.2 percent) of the total. As a result the competitive environment of Wegagen Bank is highly influenced by the operations and activities of the private commercial banks.

The state-owned Commercial Bank of Ethiopia (CBE) dominates the industry and is recognized by regulators as the country's sole "large bank" with systemic importance (according to the NBE Financial Stability Report, November 2024). As of June 30, 2024, CBE's total assets and deposits comprised 47.9% and 47.1% of the banking industry, respectively, while its total capital represented 24.2% of the industry's aggregate capital.

Within the private banking sphere, competition among finance institutions has intensified, reflecting an upward trajectory in key indicators:

- Deposits grew at an annual average rate of 30% over the past three years.
- Outstanding loans and advances expanded at an average rate of 27%.
- Total asset, capital, and paid-up capital posted average annual growth rates of 28%, 28%, and 30%, respectively.
- Profits rose at an average annual rate of 38%.
- Branch networks increased by an average of 19% annually.

In this competitive landscape, Wegagen Bank's performance is inevitably influenced by the broader dynamics of the private banking industry and the dominant position of the CBE.

- The table below displays performance of Wegagen Bank against private Banking industry in

certain KPIs over the last three fiscal years.

Major KPIs	Industry/Wegagen	30 June 2024 (ETB in Million)	30 June 2023 (ETB in Million)	30 June 2022 (ETB in Million)	Average Growth
Total Deposits	Industry	1,412,912	1,074,187	834,214	
	Wegagen Bank	52,125	42,794	33,916	
	Industry growth (%)	32%	29%	29%	30%
	Wegagen Growth (%)	22%	26%	8%	19%
	Wegagen's Share (%)	3.7%	4.0%	4.1%	3.9%
Outstanding loans and advance	Industry	1,049,738	920,823	700,034	
	Wegagen Bank	45,068	39,921	30,476	
	Industry growth (%)	14%	32%	36%	27%
	Wegagen Growth (%)	13%	31%	11%	18%
	Wegagen's Share (%)	4.3%	4.3%	4.4%	4.3%
Total Asset	Industry	1,646,089	1,267,281	1,016,334	
	Wegagen Bank	65,734	53,486	43,122	
	Industry growth (%)	30%	25%	28%	28%
	Wegagen Growth (%)	23%	24%	9%	19%
	Wegagen's Share (%)	4.0%	4.2%	4.2%	4.2%
Total Capital	Industry	207,216	160,183	131,751	
	Wegagen Bank	9,207	6,907	5,614	
	Industry growth (%)	29%	22%	34%	28%
	Wegagen Growth (%)	33%	23%	12%	23%
	Wegagen's Share (%)	4.4%	4.3%	4.3%	4.3%
Paid Up Capital	Industry	119,659	92,433	71,755	
	Wegagen Bank	5,059	3,982	3,391	
	Industry growth (%)	29%	29%	31%	30%
	Wegagen Growth (%)	27%	17%	3%	16%
	Wegagen's Share (%)	4.2%	4.3%	4.7%	4.4%
Profit before Tax	Industry	53,346	40,674	31,103	
	Wegagen Bank	2,221	1,194	572	
	Industry growth (%)	31%	31%	52%	38%
	Wegagen Growth (%)	86%	109%	196%	130%
	Wegagen's Share (%)	4.2%	2.9%	1.8%	3.0%
Number of Branches	Industry	8,935	7,561	6,446	
	Wegagen Bank	437	410	400	
	Industry growth (%)	18%	17%	21%	19%
	Wegagen Growth (%)	7%	3%	1%	3%
	Wegagen's Share (%)	4.9%	5.4%	6.2%	6%

Over the last three years, the Bank's deposit mobilization has increased at an annual average growth rate of **19%**, which is lower than the industry average growth rate of **30%**. Outstanding loans and advances saw an average annual growth of **18%**, below the industry average of **27%**. The Bank's total assets, total capital, and paid-up capital have likewise witnessed respective average growth rates



of **19%**, **23%**, and **16%** over the past three years, all of which trail behind the broader industry figures.

Conversely, the Bank's profit demonstrated a robust expansion over the same period, registering an average annual growth rate of **130%**, surpassing the industry average. However, the Bank's branch network expansion has been relatively slow, showing an average growth rate of only three percent (**3%**) over the past three years, in contrast to an industry average of **19%**.

Market Share

The Bank maintained an average of around four percent (**4%**) market share across all major Key Performance Indicators (KPIs) mentioned above, excluding profit and the number of branches. During the Fiscal Year (FY) **2023/24**, the Bank's share in profit before tax stood at **4.2%**, while the three-year average remained at **3.9%**. Over the same three-year period, the Bank's share in the total number of branches averaged six percent (**6%**).

2.5. Regulatory Environment of the Banking Industry

2.5.1. Banking Business Proclamation

The primary legislation governing the banking industry is the **Banking Business Proclamation No. 592/2008**, as amended by **Proclamation No. 1159/2019**. Key provisions under this legal framework include:

- Licensing requirements for banking operations;
- Regulations pertaining to shares and shareholdings;
- Appointment of directors and employees;
- Financial obligations and limitations;
- Financial records and external audit inspections;
- Disclosure of information and bank inspections; and
- Revocation of licenses, receivership, and liquidation.

On **December 17, 2024**, a new Banking Business Proclamation was approved by Parliament, though it has not yet been published. This new legislation differs significantly from its predecessor by allowing foreign investment in Ethiopia's banking system for the first time.

Under the new law, foreign investors or banks may enter the domestic market through one of four major entry modes: (i) Subsidiary, (ii) Branch, (iii) Equity investment in local banks, and (iv) Representative Office. The total share of equity owned jointly by foreign banks and foreign investors in a local bank is capped at **49%**.

This development is expected to have a substantial impact on the Bank's competitive environment. Nonetheless, it also presents opportunities for partnerships with foreign banks.

2.5.2. The Main Regulatory Body

The **National Bank of Ethiopia (NBE)** serves as the principal regulatory authority for the Ethiopian financial sector. It supervises banks, insurance companies, microfinance institutions, payment instrument issuers, and leasing companies. NBE's mandates include issuing directives and conducting regular on-site and off-site inspections to ensure the stability and compliance of the banking industry.

Some of the major directives issued by NBE governing the Bank's operations:

i. Bank Corporate Governance (SBB/91/2024)

This directive, the latest in a series of governance guidelines, seeks to safeguard the financial system's stability by assigning unambiguous duties and responsibilities among a bank's Board of Directors and senior management. It promotes balanced risk-taking and ensures prudent management.

The directive stipulates:

- No single-gender board composition, requiring inclusion of female members.
- Inclusion of independent directors with no ownership ties to the Bank.
- Formation of specialized Board committees — Audit, Risk Management & Compliance, Nomination & Remuneration, and Credit — to oversee various aspects of the Bank's operation.

The Bank has been compliant with previous corporate governance directives and remains committed to meeting the requirements of the new directive, particularly the inclusion of independent and female directors. This would make the Bank manage its operations and strategies prudently to encourage balanced risk-taking.

ii. Asset Classification and Provisioning (SBB/90/24)

This directive aims to ensure loans and advances are regularly reviewed and classified in alignment with international accounting and regulatory standards. Its primary purpose is to prevent overstatement of profits by disallowing the accrual of uncollected interest on loans deemed non-performing.

Under this directive, loans are categorized as Pass, Special Mention, Sub-Standard, Doubtful, or Loss based on repayment status. A specific provisioning percentage is then applied to each category, which is deducted from the Bank's profits. The directive promotes transparent returns for shareholders and emphasizes rigorous credit risk processes, from initial appraisal to collection.

iii. Large Exposure to Counter-party or Group of Connected Counter-parties (SBB/87/2024)

This directive imposes prudential limits to minimize the Bank's potential losses in the event of a counterparty default. The goal is to ensure that any single large exposure does not jeopardize the Bank's financial soundness.

The Bank adheres to these requirements through diligent credit processes and compliance with specified prudential limits for single or connected counterparties.

iv. Exposure to Related Party (SBB/88/2024)

Designed to mitigate conflicts of interest, this directive addresses risks arising from related-party transactions. It helps to protect investors by institutionalizing good corporate governance practices.

The Bank complies with these rules in all related-party dealings to avoid conflicts of interest, and relevant transactions are disclosed in its financial statements.

v. Requirements for Persons with Significant Influence in a bank (SBB/89/2024)

This directive ensures that owners, directors, and senior managers are fit and proper to ensure long-term stability and the success of the banking industry.

The Bank's selection process for directors and executive management strictly follows these "fit and proper" criteria, aligning fully with the directive.

vi. Financial Consumer Protection Directive (FCP/01/2020)

This directive establishes a regulatory framework for fair, responsible, and transparent financial transactions. It also provides guidelines for complaint handling and dispute resolution, promoting professional conduct by financial service providers.

In compliance, the Bank disseminates adequate information about products, services, rates, and tariffs deploying multiple platforms (including its website and social media). It also maintains a contact center to handle customer inquiries and complaints efficiently.

vii. Foreign Exchange Directive (FXD/01/2024)

Issued in the context of Ethiopia's adoption of a floating exchange rate regime, this directive aims to create a well-functioning foreign exchange market with clear rules and responsibilities so as to promote trade, financial stability, and economic growth. Since foreign currency transactions constitute a major revenue source in the banking sector, this directive affects banking operations.

With the newly allowed market-based exchange rate determination, the Bank faces increased foreign exchange fluctuation risks. Consequently, robust fund management strategies have become a critical component of the Bank's operational framework.

viii. Licensing and Authorization of Payment Instrument Issuers (ONPS/06/2022)

This directive encourages innovation in payment systems to promote the broader use of financial services. It outlines the requirements for banks and fintech entities when introducing digital services.

The Bank follows these guidelines for its current digital banking services and any future fintech-related undertakings.

ix. Minimum Capital Requirement for Banks (SBB/78/2021)

This directive seeks to encourage well-capitalized banks capable of meeting the growing financing needs of the national economy.

The Bank has actively raised its capital by issuing equity shares to both existing and new

shareholders, thereby surpassing the regulator's minimum capital threshold. A higher capital base allows the Bank to broaden its business scope and remain within prudential exposure limits set by NBE, such as single-borrower limits, foreign currency open positions, and related-party transaction caps.

2.5.3. Related Regulations

Banking system is also governed by regulation by institutions other than NBE. Some of these regulations impacting the Bank's operations:

i. Proclamation on Prevention and Suppression of Money Laundering and Financing of Terrorism (780/2013)

The Bank conforms to this proclamation and subsequent directives, safeguarding the financial system and its customers from illicit funding activities. Substantial investments in technology have been made to streamline compliance procedures and ensure day-to-day adherence.

ii. Deposit Insurance Regulation (482/2021)

This regulation established the Ethiopian Deposit Insurance Fund (EDIF) to shield small depositors from potential financial losses. The Fund, administered by NBE, functions as a financial safety-net for customers of commercial banks and microfinance institutions. It sets initial and annual premiums, revises insured deposit coverage limits, evaluates compensation claims, and educates the public about deposit insurance.

The Bank contributes both initial and annual payments to this Fund, which increases its operational expenses and reduces funds otherwise available for lending or investment. Nevertheless, the existence of a deposit insurance system boosts depositor confidence, encourages broader participation in the banking system, and ultimately has a net positive effect on the Bank's long-term growth prospects.

iii. Capital Market Related Regulations

As a share company and an issuer of securities for capital-raising purposes, Wegagen Bank S.C. (the Bank) is governed by various capital market regulations. Chief among these are the **Capital Market Proclamation No. 1248/2021**, the **Public Offer & Trading of Securities Directive (1030/2024)** issued by the Ethiopian Capital Markets Authority (ECMA), and the **ESX Rule Book**. These regulations establish the requirements and obligations for issuers of securities, protecting the interests of investors.

In accordance with these regulations, the Bank is required to register both its existing shares and any new public offerings with the ECMA, subject to fulfilling the requisite regulatory criteria. Once registered, the Bank, as a listed company, must adhere to ongoing obligations, including periodic disclosures, submission of financial reports, and other compliance requirements to both the ECMA and the Ethiopian Securities Exchange (ESX). The Bank is also obliged to maintain robust corporate governance standards in line with these provisions.

iv. Employee Benefit Legislations

Wegagen Bank S.C. recognizes that competent and motivated employees are essential to its service-oriented business. The Bank fully complies with Ethiopian labor laws and aligns its internal policies and procedures to ensure a conducive work environment and to protect the welfare of its employees. Statutory benefits such as pensions, health insurance, and various forms of leave entitlements are provided in compliance with applicable legal frameworks.

v. Tax Legislations

The Bank complies with all pertinent tax regulations, including corporate income tax, withholding tax, and value-added tax (VAT) on services where applicable.

2.6. Employees

As of **June 30, 2024**, Wegagen Bank S.C. employed a total of **5,426** individuals on both permanent and contract terms, with a gender composition of **63% male** and **37% female**. The table below presents the Bank’s permanent and contract-based staff levels for the past three financial years.

Number of Employee	30 June 2024	30 June 2023	30 June 2022
Permanent	5396	5039	4788
Contract	30	32	36
Total	5426	5071	4824

Employee Stock Ownership Plan

To attract and retain talent, the Bank implements various reward and incentive programs. The benefits provided to all employees include pension contributions, transport and housing allowances, hardship allowances, endowment insurance, medical cost coverage, severance pay, and staff loans offered at discounted rates (covering emergency, car, and housing purposes). Managerial-level employees additionally receive representation allowances, mobile allowances, fitness and wellness allowances, and access to company vehicles.

- The table below shows the cost incurred by the Bank on some of the employee benefits in the last three financial years.

Employee Benefits	30 June 2024 ETB '000	30 June 2023 ETB '000	30 June 2022 ETB '000
Housing Allowance	6,227	7,582	4,185
Hardship Allowance	107,857	144,244	63,917
Severance Pay	70,735	-	19,408
Pension expense	166,340	156,808	67,179
Medical	39,073	26,471	17,638
Staff Insurance	15,850	15,374	15,573
Representation Allowance	29,775	21,219	15,358
Transportation Allowance	426,581	292,926	136,864



The Bank issues annual bonuses and salary increments, determined by both overall corporate results and individual performance metrics. These rewards are customarily distributed at the close of the financial year.

While not yet formalized into a structured Employee Stock Ownership Plan (ESOP), the Bank has historically encouraged staff shareholding. Most recently, in the 2023/24 fiscal year, a portion of employees' bonuses were allocated toward acquiring Wegagen Bank's equity shares, leading to **5,252** employees becoming shareholders, collectively holding **ETB 375,230,000.00** in share capital. Wegagen Bank S.C. intends to formalize a structured ESOP in compliance with the relevant ECMA and ESX regulations in the future.

Labour Relations

Wegagen Bank S.C.'s workforce is unionized under the Wegagen Bank Employee Union, established on **June 10, 2018**. The Bank maintains a positive relationship with the Union and has, to date, experienced no strikes or work stoppages.

2.7. The Bank's Debt Position

As a financial intermediary, Wegagen Bank S.C.'s principal debt obligation consists of public deposits, reflected as liabilities in its financial statements. While depositors may withdraw funds on demand, the Bank's ability to manage liquidity risk is supported by the spread of depositor timelines and the existence of fixed-time deposits. Nevertheless, deposit concentration remains a key factor to monitor.

As of **June 30, 2024**, the top 10 depositors held a combined total of **ETB 10.9 billion**, accounting for approximately **21%** of the Bank's overall deposits. The top 20 depositors cumulatively held **ETB 14.2 billion**, representing about **27%** of total deposits.

In the course of normal operations, the Bank issues guarantees to support its clients' performance obligations and also processes letters of credit ("L/C") for importers, creating a contingent liability in foreign currency. These obligations are activated only if the customer defaults on payment. As of **June 30, 2024**, the fair value amounts of outstanding guarantees and letters of credit totalled **ETB 4.1 billion** and **ETB four (4) billion**, respectively.

To manage its foreign currency liquidity, the Bank has secured a **USD 30 million** credit line from the African Export-Import Bank (Afrexim Bank). This arrangement enables the Bank to open confirmed letters of credit (primarily for petroleum imports) under Afrexim Bank's guarantee, without the need to allocate its own foreign currency resources until the L/C expires. At the date of this Prospectus, the Bank has fully utilized this credit line for opened L/Cs.

2.8. The Bank's Investment Activities

Wegagen Bank S.C. does not currently operate any subsidiary entities. However, it holds equity shares in

various companies and invests in various government-issued debt instruments. The major investments of the Bank as of **June 30, 2024**, measured by their cost of investment, include:

- Equity holdings in selected companies; and,
- Different categories of government debt securities.

Key Investments	Type of Investment	Amount (ETB '000)	Location	Status
Ethswitch S.C	Equity	89,095	Addis Ababa	Operational
Addis Ababa Exhibition & Convention Center	Equity	54,000	Addis Ababa	Partially Operational
Ethiopian Securities Exchange S.C	Equity	38,963	Addis Ababa	Under formation
Africa Insurance S.C.	Equity	18,000	Addis Ababa	Operational
Ethiopian Reinsurance S.C	Equity	17,801	Addis Ababa	Operational
Capital Finance Excellence Center	Equity	5,000	Addis Ababa	Operational
Allenatech Electronics S.C	Equity	5,000	Mekelle	Operational
Various Government Securities	Debt	4,613,385		

Since the date of the last published financial statements (FY 2023/24), the Bank has not made investment on any new business but it has increased its stake in EthSwitch S.C and Africa Insurance S.C by investing additional ETB 37, 520,000.00 and ETB 13, 065,000.00, respectively, making the total investment on these companies, ETB 126,615,404.00 and ETB 31,065,265.00 as at the date of this Prospectus.

The total income earned from these investments in the financial year ended 30 June 2024 are presented in the table below.

Since the date of the last published financial statements (FY 2023/24), the Bank has not invested in any new businesses. However, it has increased its stake in EthSwitch S.C. and Africa Insurance S.C., investing additional amounts of ETB 37,520,000.00 and ETB 13,065,000.00, respectively. As a result, the total investment in these companies now stands at ETB 126,615,404.00 (for EthSwitch S.C.) and ETB 31,065,265.00 (for Africa Insurance S.C.) as of the date of this Prospectus.

- The total income earned from these investments in the financial year ended 30 June 2024:

No.	Dividend/Interest Income earned	Amount in ETB'000
1	Ethswitch S.C	17,795
2	Africa Insurance S.C.	2,019
3	Ethiopian Reinsurance S.C	2,048
Total Dividend Income		21,862
4	Interest income from Government Securities	417,900
Total Income Earned		439,762

In line with its strategic objective to participate in the capital market, the Bank is planning to establish an investment bank in joint venture with other qualified investors. The Bank intends to utilize its current capital as a source of financing for this proposed venture.

2.9. Property, Land, and Fixed Asset

In the normal course of its operations, the Bank maintains property in the form of furniture and equipment, vehicles, buildings, and land. Notably, the Bank owns a 23-storey headquarters (HQ) building strategically located at the center of Addis Ababa, on Ras Mekonnen Rd., opposite Addis Ababa Stadium. It has also acquired condominium space at various sites in Addis Ababa — near Crown Hotel, Bole Arabsa, Bole Bulbula, and Kilinto areas — and office space at Kedamay Weyane Commercial Center in Mekelle.

The Bank has acquired properties in the Kera and Agusta areas of Addis Ababa, as well as in Kombolcha town, in Amhara Regional State. Most recently, it finalized the acquisition of a four-storey (G+4) building in Shire town, Tigray Regional State. The Bank holds a plot of land in Mekelle city, in Tigray Regional State, obtained through a lease arrangement, intended for the construction of a mixed-use commercial building that shall accommodate its regional office and provide rental space for businesses.

As at June 30, 2024, the total value of the Bank's Property, Plant, and Equipment amounted to ETB 1.7 billion. According to the Auditor's Report for FY 2023/24, the fair value of the Bank's property as of June 30, 2024, was determined by in-house engineers and qualified estate surveyors and valuers.

These experts have the appropriate qualifications and recent experience in valuing properties in the relevant locations. The fair value was calculated based on the replacement cost concept, which approximates the estimated amount for which a property should be exchanged on the date of valuation between knowledgeable, willing parties in an arm's length transaction, after proper marketing and without compulsion. This approach reflects a market-comparable methodology incorporating recent transaction prices for similar properties. In estimating fair value, the highest and best use of each property was deemed to be its current use. There has been no change in the valuation technique during the year.

2.10. Material Contracts

In pursuit of effective and efficient business operations, the Bank enters into agreements and partnerships with various stakeholders. Outlined below are a selection of such agreements entered into over the past three years, deemed material to the Bank as of the date of this Prospectus.

A. Procurement of ATM Monitoring Solution Professional Services, and Custom Development

On March 30, 2024, the Bank entered into a contract with Afro Link Technologies Plc to procure ATM monitoring solution professional services and custom development. The total contract price is USD 106,000 (excluding all taxes and transaction costs). This amount includes USD 45,000 for the delivery of 200 ATMs, USD 37,500 for professional installation services, and USD

23,500 for annual maintenance costs after the second year. The contract, with a term of five (5) years, runs from March 30, 2024, to March 30, 2029, and the stated prices remain fixed over the contract duration. To date, the Bank has made payments totalling USD 41,500, with USD 64,750 payable upon completion of the installation phase. Annual maintenance fees will be paid for three consecutive years following the second year.

B. Procurement of Qualified Security Assessor Services for PCI DSS Certification

On November 30, 2024, the Bank entered into a contract with Control Case International Pvt Ltd to procure Qualified Security Assessor Services for PCI DSS Certification at a total price of USD 351,900 (excluding taxes). The contract spans three years, with payments structured as follows: USD 121,140.00 in the first year, and USD 115,380.00 in both the second and third years. As of the date of this Prospectus, the Bank has not made any partial payments on this contract.

C. Implementation of Interior Design in the Bank's Headquarter

On May 14, 2024, the Bank concluded an agreement with EVOLVE Import Export & Construction Business Group to implement and construct interior design work on various floors of the Bank's headquarters (HQ) building. The total value of the contract is ETB 133,157,614.65, with an expected completion period of 173 days. To date, ETB 54,061,729.15 has been paid, leaving an outstanding balance of ETB 79,095,885.50.

D. Contract for the Design, Implementation, Training, and Support of an Integration Platform (API & ESB)

On November 17, 2023, the Bank entered into a contract with SYBYL Limited, Plot 1A, Kafu Road, PO Box 7585, Kampala, Uganda, for the design, implementation, training, and support of an integration platform (API and ESB). This contract was extended on November 17, 2024, for an additional six-month period ending March 31, 2025. The total contract value is USD 305,475.00, exclusive of all applicable local taxes in Ethiopia. The Bank has paid USD 243,832.50 thus far, leaving a remaining balance of USD 61,642.50.

SECTION THREE

GOVERNANCE AND MANAGEMENT

3.1. Corporate Governance

As detailed in Section 2.5.2 of this Prospectus, the Bank abides by the Bank Corporate Governance Directive No. SBB/91/2024, issued by the NBE. This directive provides the framework that guides shareholders, the Board of Directors, and management, clearly delineating their respective roles and responsibilities in governing the Bank.

Although the directive prescribes a minimum of nine (9) board members, the Bank's Memorandum of Association stipulates eleven (11) seats. In the board election held in November 2023, eleven (11) board members were elected, with one member currently awaiting approval from the NBE.

As such, ten (10) board members are presently operational. Because this number exceeds the minimum set by the directive, the Bank remains in compliance, and its operations are unaffected.

The Bank has formalized its own corporate governance manual in alignment with pertinent NBE directives. This manual articulates the roles and responsibilities of the Board of Directors, management, and employees, as well as the code of conduct that ensures all parties discharge their duties appropriately.

The Bank is further committed to ethical business practices and environmental responsibility, regularly engaging in community-beneficial activities, including donations and sponsorships.

During FY 2023/24, the Bank donated more than ETB 75 million to various social members and groups and remains committed to fulfilling its corporate social responsibility. In line with this commitment, the Bank has embraced an Environmental, Social & Governance (ESG) framework and established a dedicated ESG function within its organizational structure to promote green financing initiatives.

The Bank has also adopted a robust risk management and compliance framework, which identifies, assesses, and mitigates potential risks. This function reports directly to the Board of Directors, providing essential insights that inform strategic decision-making and allow the Bank to capitalize on opportunities while avoiding potential pitfalls.

Additionally, an internal audit function operates under relevant policies and procedures, reporting directly to the Board of Directors. Through periodic reviews of various Bank operations, the internal audit team ensures the effectiveness of internal controls, compliance with established policies, and safeguarding of assets. This function also identifies operational inefficiencies and recommends improvements to enhance overall productivity and effectiveness. Independent and objective assurance is provided to both management and the Board of Directors, highlighting any risks and offering recommendations for improvement.

3.2. Management and Board of Directors

3.2.1. Board of Directors and Brief Profile

The Bank currently has ten (10) board members, each of whom is either a shareholder or represents a shareholder company. The current board assumed office on April 19, 2024, following elections held in November 2023, succeeding the previous board. Some members retained their positions from the prior board.

A brief profile of the Bank’s Board of Directors is provided here:

No	Name	Date of Appointment	Educational Background	Experience
1	Ato Abdishu Hussien Wariyo Board Chairperson	April 19, 2024	MA in international Trade and Economic Policy BA in Economics Diploma in Plant Science	General Manager- SUNFORM Plc General Manager – Yizad General Trading General Manager- TUMSA Endowment for the Development of Oromia Operation Manager-Dinsho Co
2	Ato Woldegabriel Naizghi Aregai Board Vice Chairperson	April 19, 2024	BA Degree in Accounting	Authorized Accountant and Tax Consultant Tax Director, H.S.T Consulting Plc(Deloitte) Director General, Federal Inland Revenue Authority Branch Manager/ Department Head/ Tax Audit Team Leader /Tax auditor, Federal Inland Revenue Authority;
3	Ato Fikru Jiregna Shone	April 19, 2024	MBA Bachelor Degree in Law	Geda Transport-Manager Finance Manager- TUMSA Endowment Manager, Dinsho Transport Public Relations Advisor, Adama City, Consultant-East Shewa Zone Administrator Commander-Oromia Rapid Force Woreda executive member-
4	Ato Fithanegest Gebru Abrha	April 19, 2024	MA in Rural Development BA in Sociology and Social Administration Diploma in Business Administration	Program Officer-UN-WFP Accountant –RRC Teacher-MoE

No	Name	Date of Appointment	Educational Background	Experience
5	Ato Gebreegziabher Hadush Tedla	April 19, 2024	MBA BA Degree in Management Diploma in Business Management	General manager, Mega Printing Production Manager and Printing Division Head , Mega Printing Plc
6	Ato Hassen Yesuf Musa	April 19, 2024	EMBA (Executive Master of Business Administration) BSC in Agricultural Extension	CEO, Ambasel Trading House Plc Director, Nigat Charitable Endowment General Manager, Tikur Abay Transport Project Management Executive Officer, Nigat Charitable Endowment
7	Ato Surfel Berhe Woldu	April 19, 2024	BA in Management Diploma in Teaching	CEO, Sheba University College Manager, Sheba Computer systems Youth home coordinator and Educational Manager, SoS Herman Gmanier
8	Ato Tesfatsion Desta Tesfay	April 19, 2024	M.Sc. Degree Operation and production Engineering (M.Tech) B.A Degree in Organizational Leadership Advanced Diploma in Mechanical Engineering	General Manager, Ezana Mining Development Plc Deputy Managing Director & Operating Manager, Mesfin Metals & Engineering Corporation Project Manager, EFFORT D/General Manager & Operation Head, METEC Akaki Basic Metals Engineering Industry Project Manager, METEC, Gafat Armament Industry
9	Ato Alemseged Assefa Abera	April 19, 2024	Master of Business Administration BA in Accounting	Chief, Corporate Finance and Treasury Officer, EFFORT Finance & Treasury Head, Mesfin Industrial Engineering Academic Dean, Defense University College Resource Manager, Defense University College



No	Name	Date of Appointment	Educational Background	Experience
10	Ato Zenfu Asfaw Gebretinsaie	April 19, 2024	BSc. Degree in Civil Engineering	Managing Director, Sur Construction Plc General Manager, Sur Construction Plc Building Works Construction Department Manager, Sur Construction Plc Project Manager, Sur Construction Plc Construction Engineering Head, Sur Construction Plc Site Engineer, Sur Construction Plc

3.2.2. Executive Management and Brief Profile

In the context of the Bank, Executive Management comprises the Chief Executive Officer (CEO), Deputy Chief Executive Officers, Chief Risk Management & Compliance Officer, and Chief Internal Audit Officer, all of whom are appointed by the Board of Directors.

In accordance with the Public Offer Directive of the Ethiopian Capital Market Authority (“ECMA”), the Chief Finance & Materials Management Officer is also included as a member of Executive Management for the purposes of this Prospectus.

A brief profile of the Bank’s executive management is provided here:

No	Name of Employee	Date of Appointment	Educational Background & Field of Specialization	Previous Work Experience	
				Out of Wegagen	In Wegagen
1	Akilu Wubet Lemma (PhD) CEO	January 11, 2022	<ul style="list-style-type: none"> • Doctor of Philosophy in Public Management and Policy from Addis Ababa University, • Master of Public Administration From Addis Ababa University in 2007, • Diploma Competency Certificate for Teaching in Higher Education Institution from Addis Ababa University in 2017, • BA. Degree in Economics from Unity University College in 2005 • Diploma in Accounting from Asmara University 1989. 	<ul style="list-style-type: none"> • Consultancy & Teaching, • Deputy Chief Executive Officer – Corporate Service at Bank of Abyssinia • Deputy Chief Executive Officer - Administration & Finance at Nile Insurance • Vice President at Lion Bank • Branch Manager I, • Branch Manager , 	<ul style="list-style-type: none"> • Acting Vice President, Corporate Service • Vice President, Support Service

No	Name of Employee	Date of Appointment	Educational Background & Field of Specialization	Previous Work Experience	
				Out of Wegagen	In Wegagen
2	Ato Kidane GebreSilasse Abreha Deputy CEO- Operations	August 5, 2023	<ul style="list-style-type: none"> • M.A Degree in Business Economics from Unity University in 2012, • B.A Degree in Economics from Bahir Dar University in 2008. • Diploma in Banking & Finance from Mekelle Bus. College in 1998 	Jr. Bank Clerk, Service Clerk	<ul style="list-style-type: none"> • Chief, Human Capital Officer, • Director, Digital Banking Operations, • Director, Human Resource Management , • District Manager, North Addis Ababa , • District Manager, Bahir Dar, • Branch Manager III, • Sr. Inspector, • Sr. Compliance Officer, • Auditor III, • Auditor I
3	Ato Yehwalashet Zewdu Goshu Deputy CEO- Enterprise	August 5, 2023	<ul style="list-style-type: none"> • Executive Master of Business Administration (EMBA) from Addis Ababa University in 2019, • B.A. in Accounting from AAU in 1997 	<ul style="list-style-type: none"> • Supervisor Audit Section , • Auditor, • Jr. Accountant & Jr. Auditor 	<ul style="list-style-type: none"> • Chief, Finance & Material Management Officer , • Chief, Internal Audit Officer, • Director, Control , • Manager, Control Department, • Head, Inspection Division, Senior Inspector
4	Ato Solomon Tesfaye Hailemariam Deputy CEO- Technology	August 5, 2023	<ul style="list-style-type: none"> • Master of Science in Computer Science from Hilcoe School of Computer Science & Technology in 2017, • BSC in Computer Science from Mekelle University in 2006 	<ul style="list-style-type: none"> • Vice President -Information Technology, • IT Infrastructures & Security Management, • Acting Director IT Security Department, • Manager-Network and Systems Operations Division, • Sr. Database Administrator, • System & Network Administrator 	<ul style="list-style-type: none"> • Chief Information Officer,
5	Ato Debela Merga Dugassa Chief Risk Management and Compliance Officer	November 17, 2021	<ul style="list-style-type: none"> • Master of Arts in Business Administration from Alpha University College in 2015, • B.A Degree in Economics from Bahir Dar University in 2007 	<ul style="list-style-type: none"> • Marketing Research & Planning Officer, • Planning Officer, • An area Office Operation & Planning Officer, • A zonal Office Planning Officer, • An area Office Operation Officer 	<ul style="list-style-type: none"> • Director, Corporate Strategy and Change Management, • Manager, Corporate Planning & Research, • Sr. Planning & Economic Research Officer



No	Name of Employee	Date of Appointment	Educational Background & Field of Specialization	Previous Work Experience	
				Out of Wegagen	In Wegagen
6	Ato Negasi GebreAregawi Desta Chief Internal Audit	April 11, 2022	<ul style="list-style-type: none"> • Master of Arts in Accounting & Finance from Addis Ababa University in 2019, • B.A Degree in Accounting in 2005 & • Diploma in Management from Mekelle Bus. College in 1997 	Jr. Bank Clerk	<ul style="list-style-type: none"> • Manager, Branch Banking Audit, • Manager, Inspector, • Sr. Inspector, • Relief Branch Manager, • Branch Manager III, • Senior Inspector, • Auditor II, Auditor III, Jr. Auditor & Journal Keeper
7	W/ Aregash Gudeta Chala Chief, Finance & Material Management Officer	August 9, 2023	<ul style="list-style-type: none"> • Master of Arts in Business Administration from Lead Star College in 2019 • B.A. in Accounting from Jimma University in 2004 		<ul style="list-style-type: none"> • Director Financial Accounting, • Branch Manager III, • Assistant Branch Manager, • Accountant I, • Accountant III • All Rounded Banker

To the extent of the Bank’s knowledge, no individual on the Board of Directors, Executive Management, or Senior Management is, or has been, involved in any of the following;

- A petition under any bankruptcy or insolvency laws filed (and not struck-out) against such person or any partnership in which she/he was a partner or any company of which he was director or key personnel;
- A conviction in a criminal proceeding or is named subject of pending criminal proceedings relating to fraud or dishonesty; and
- The subject of any order, judgment or ruling of any court of competent jurisdiction or regulatory body relating to fraud or dishonesty, restraining her/him from acting as an investment adviser, dealer in securities, director or employee of a financial institution and engaging in any type of business practice or activity.

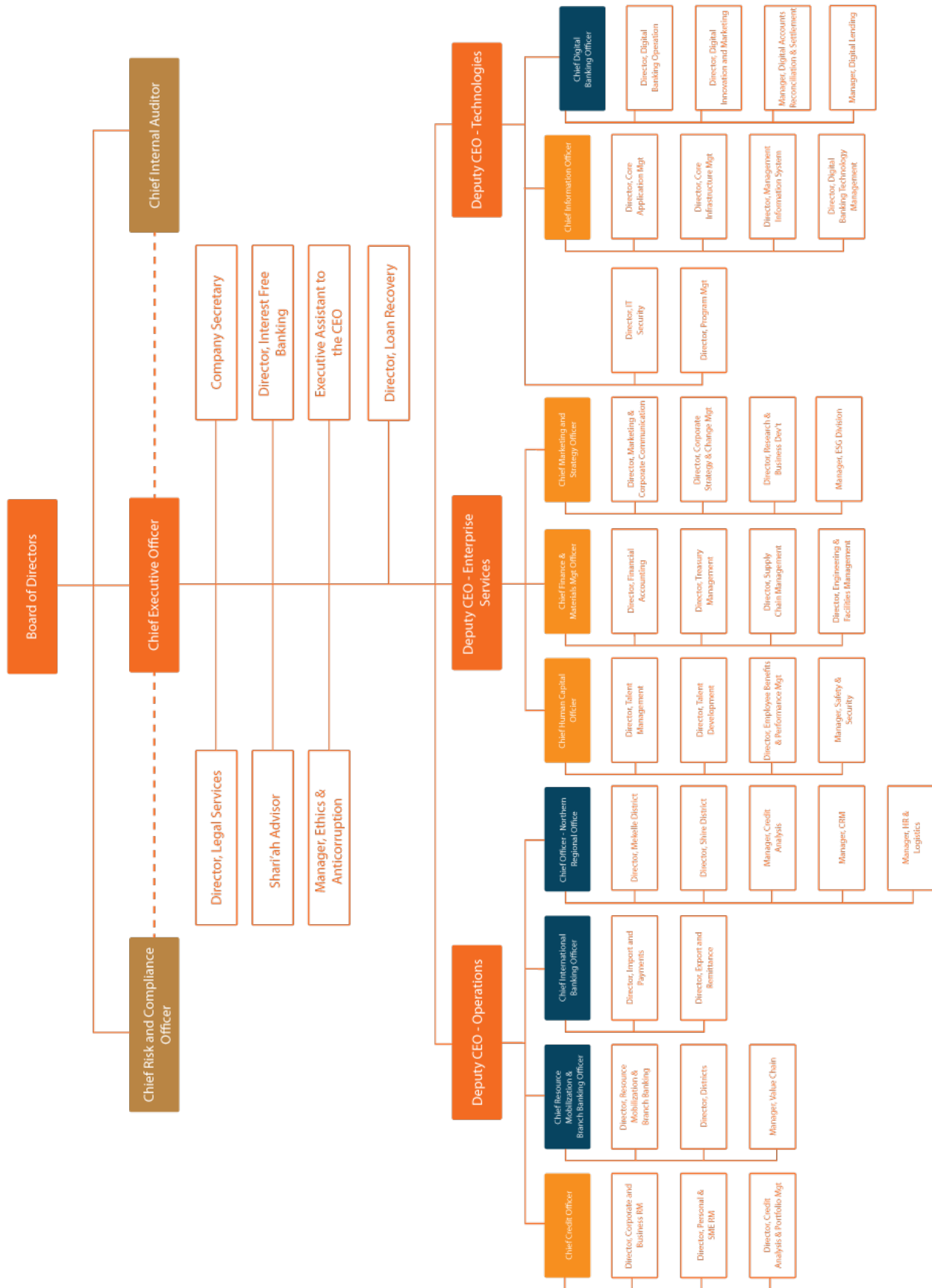
No Director holds any direct or indirect interest in transactions of a nature that is, or has been, unusual or significant to the business of the Bank, and that were affected by the Bank during the current or immediately preceding financial year (or an earlier financial year), which remain outstanding or unperformed.

3.2.3. Organizational Structure of the Bank

The Bank periodically adopts different organizational structures in response to changes in the business environment, allowing it to effectively implement its strategy. The current high-level organizational chart of the Bank is depicted in the organogram below.



High Level Structure of Wegagen Bank



3.3. Board Committees and Practices

Pursuant to the National Bank of Ethiopia (“NBE”) directives and the Bank’s own corporate governance framework, four Board Committees have been established, each with clearly defined roles and responsibilities. In addition to these regulatory requirements, the Bank has formed a Strategy Ad-Hoc Committee to oversee strategic and emerging issues.

Detailed descriptions of each Board Committee’s duties and responsibilities follow.

3.3.1. Nomination and Remuneration Committee

Members of the Nomination and Remuneration Committee are;

- Ato Woldegabriel Naizghi Aregai– Chairperson
- Ato Gebregziabher Hadush Tedla – Member
- Ato Tesfatsion Desta Tesfay– Member
- Ato Surafel Berhe Woldu - Member

Duties and Responsibilities

- Identify and nominate candidates for independent Board member positions, for election by the General Shareholders Meeting;
- Nominate candidates for Senior Executive Officer positions, subject to approval by the full Board of Directors;
- Provide a formal and transparent proposal on the employment and removal of the Chief Executive Officer (CEO) and Senior Executive Officers, should they be ineffective, errant, or negligent in discharging their responsibilities;
- Make recommendations on the Bank’s compensation and benefits systems;
- Oversee the Bank’s human resource policy, human resource strategy, and employee performance management processes;
- Oversee training programs for Board members; and
- Review and endorse succession plans prepared by Bank Management.

3.3.2. Audit Committee

Members of the Audit Committee are;

- Ato Hassen Yesuf Musa– Chairperson
- Ato Fithanegest Gebru Abrha– Member
- Ato Abdishu Hussein Wariyo– Member

Duties and Responsibilities

- Oversight of the Financial Reporting Process:
 - Ensure fair and transparent financial reporting and the prompt publication of financial accounts;

- Recommend the Bank's policies on accounting and financial reporting for approval by the full Board;
- Oversee the financial reporting process; and
- Approve financial statements prior to submission to the full Board.
- Oversight of the External Audit Process
 - Recommend, for Board approval, the appointment, remuneration, and dismissal of external auditors;
 - Review and approve audit scope and frequency;
 - Receive key audit reports and ensure Senior Management takes timely corrective actions to address weaknesses, non-compliance with policies, laws, and regulations, and other problems identified by auditors or control functions.
 - Ensure adequate functioning, independence, and effective cooperation between internal and external audits; review any non-audit services provided by external auditors to maintain objectivity and avoid conflicts of interest.
- Oversight of Non-financial Reporting and Assurance
 - Ensure fair and transparent reporting of material sustainability information.
 - Ensure fair and transparent reporting of performance audit information.
 - Oversee the process of seeking independent, external assurance of non-financial information.
- Oversight of the Internal Audit Function;
 - Oversee the functions of the Internal Audit Unit;
 - Approve the annual internal audit plan;
 - Ensure full coverage of the Bank's activities through internal controls and internal or external audits;
 - Ensure that all the Bank's activities are audited by the internal audit within a cycle not exceeding three (3) years, adjusting as needed based on the risk profile;
 - Assess the adequacy of human, information technology and other resources allocated to the internal control function;
 - Ensure that internal controllers and auditors possess the necessary skills, and propose measures to strengthen their expertise as required
 - Verify the reliability and accuracy of financial information intended for the Board, the NBE, and external parties; assess the relevance of accounting methods used in preparing the individual and consolidated accounts.
 - Evaluate the relevance of corrective measures taken or proposed to address shortcomings or deficiencies uncovered by control or audit reports, or within the internal control system.
 - Ensure the effective and timely implementation of corrective measures recommended by control and audit functions, and if necessary, alert the Board or the NBE directly in the event of non-implementation; and
 - Assess whether existing policies, processes, and internal controls (including risk management, compliance, Sharia compliance, and corporate governance processes) are effective and sufficient for Interest-Free Banking (IFB) operations.

3.3.3. Risk Management and Compliance Committee

Members of the Risk Management and Compliance Committee are;

- Ato Alemseged Assefa Abera – Chairperson
- Ato Zenfu Asfaw Gebretinsaie– Member
- Ato Fikru Jiregna Shone– Member

Duties and Responsibilities

- Oversee strategies for capital and liquidity management, and for all relevant risks of the Bank (including credit, market, operational, reputational, and other risks specified in relevant NBE directives) to ensure alignment with the stated risk appetite;
- Develop a Committee Charter, subject to Board approval, outlining its composition, roles, responsibilities, and meeting requirements;
- Convene regular meetings at least once a month and report regularly to the full Board.
- Receive regular reports and communications from the Chief Risk Officer and other relevant functions concerning the current risk profile, risk culture, utilization against established risk appetite and limits, limit breaches, and mitigation plans;
- Maintain effective communications and coordination with the Audit Committee to exchange information, ensure effective coverage of all risks (including emerging risks), and suggest adjustments to the Bank’s risk governance framework as necessary;
- Be responsible at a minimum for the following:
 - Reviewing and recommending risk management strategies, policies, risk appetite statements, and risk tolerance limits for Board approval;
 - Reviewing and assessing the adequacy of the risk management policies and framework in identifying, measuring, monitoring, and controlling risk, and evaluating whether these processes operate effectively;
 - Ensuring the Bank has sufficient infrastructure, resources, and systems for risk management;
 - Ensuring staff responsible for implementing risk management systems operate independently of the Bank’s risk-taking activities;
 - Reviewing periodic management reports on risk exposure, risk portfolio composition, and risk management activities; periodically evaluating the effectiveness of internal controls and risk management processes; and
 - Assessing the quality of the internal control system, particularly the consistency of the risk measurement, monitoring, and control systems, and proposing enhancements where necessary.
 - Verifying compliance with the Bank’s policies and rules, as well as with relevant proclamations, regulations, directives, and guidelines issued by the NBE and other pertinent laws

3.3.4. Credit Committee

Members of the Credit Committee are;

- Ato Gebregziabher Hadush Tedla– Chairperson
- Ato Woldegabriel Naizghi Aregai– Member
- Ato Alemseged Assefa Abera– Member
- Ato Fikru Jiregna Shone– Member

Duties and Responsibilities

- Review and oversee the Bank’s overall lending policy;
- Deliberate on and approve loan applications beyond the discretionary limits of the Credit Approving Committee;
- Review lending decisions made by the Credit Approving Committee;
- Ensure effective procedures and resources are in place to identify and manage irregular or problem credits, thereby minimizing credit losses and enhance recoveries;
- Direct, monitor, and review all issues that may materially affect the present and future quality of the Bank’s credit risk management;
- Delegate and review lending limits extended to the Bank’s sanctioning arms;
- Assist the Board in fulfilling its responsibility to review the quality of the Bank’s loan portfolio and ensuring adequate provisions for bad and doubtful debts in compliance with prudential requirements;
- Conduct loan reviews independent of any person or committee responsible for sanctioning credit; and
- Ensure the Bank’s credit policy and lending limits are reviewed at least annually or as necessitated by environmental changes.

3.3.5. Strategy Ad-hoc Committee

Members of the Strategy Ad-hoc Committee are;

- Ato Abdishu Hussien Wariyo– Chairperson
- Ato Woldegabriel Naizghi Aregai– Member
- Akiliu Wubet Lemma (PhD) – Member

Duties and Responsibilities

- Verify that the Bank’s strategy-based rules, procedures, and guidelines are established and that the strategic management program is in place;
- Examine and evaluate the effectiveness of strategic management tools in identifying, measuring, monitoring, and controlling strategy implementation;
- Ensure the Bank periodically reviews and approves its strategy and procedures to account for changing circumstances;

- Confirm the availability of systems, resources, and infrastructure required for effective strategy management;
- Verify that every employee involved in implementing the strategic plan has a strong sense of ownership, is competent, and has received the requisite training to realize the Bank's objectives;
- Ensure compliance with the Bank's policies and procedures as well as with relevant laws, proclamations, regulations, directives, and NBE guidelines; and
- Monitor anticipated changes in the business and economic environment, considering emerging trends and other factors pertinent to the Bank's strategic objectives.

3.4. Remuneration

The remuneration of the Board of Directors is determined by the NBE's directives and is subject to approval at the shareholders' Ordinary General Meeting. As of the date of this Prospectus, members of the Board of Directors receive an annual remuneration of ETB 150,000.00 and a monthly allowance of ETB 10,000.00.

Executive Management members are permanent employees of the Bank and may be appointed or removed by the Board of Directors in accordance with NBE directives. Their remuneration consists of salaries and benefits, including bonuses. The bonus plan for Executive Management members is based on the Bank's annual performance and is determined by the Board of Directors.

As at June 30, 2024, the total amount of salaries and other benefits paid to the Board of Directors and Executive Management for the financial year was ETB 3.99 million and ETB 22.5 million, respectively.

SECTION FOUR

CAPITAL STRUCTURE AND INFORMATION ON SECURITIES

4.1. Share Capital

As of the date of this Prospectus, the Bank maintains a single class of ordinary shares. Over the years, the Bank's share capital has demonstrated consistent growth, reaching ETB 5.1 billion as of June 30, 2024. On December 3, 2022, the Shareholders' General Assembly passed a resolution authorizing an increase in the Bank's share capital to ETB 20 billion, an amount to be raised from existing shareholders and the public over a five-year period, ending in 2028.

The primary purpose of this capital increase is to enhance the Bank's competitive position in anticipation of potential foreign bank entries into the domestic market.

In alignment with this goal, the Bank has been actively offering shares as of the date of this Prospectus, setting annual targets for subscription. For the current financial year, the Bank aims to reach ETB 10 billion in paid-up capital by June 2025. Thus far, the Bank's paid-up capital stands at ETB 6.2 billion. Notably, within the period covered by the historical financial information, the Bank has not issued equity shares paid for with assets other than cash.

- The table below provides the details of the Bank's share structure as at the date of this prospectus.

Number of issued shares	6,218,635
Par Value per share (ETB)	1,000
Paid Up Share Capital (ETB)	6,218,635,000
Number of Shareholders	14,549

4.2. Memorandum of Association of the Bank

The Bank's Memorandum of Association (MoA) comprises forty-four (44) articles, which address various core aspects of the Bank's governance and operations. Key provisions are summarized below:

1. Business purpose of the Bank (Article 3 of the MOA)

Outlines the list of the Bank's primary business objectives

2. Capital (Article 4 of the MOA)

Indicates that the Bank's share capital is comprised of ordinary shares with equal rights, each bearing a par value of ETB 1,000.00. The Bank's subscribed capital is fully paid.

3. Rights and obligations attached to shares and shareholders (Article 6, 7, 9, 11 and 12 of the MOA)

Detail the rights and responsibilities conferred on both shares and shareholders.

4. General meeting of shareholders (Articles 13-18 of the MOA)

Stipulates that the General Meeting of Shareholders is the highest decision-making body

within the Bank, granting shareholders the authority to make major decisions outlined in these articles.

5. Board of Directors of the Bank (Article 19-25 of the MOA)

Specifies the size and composition of the Bank’s Board of Directors and defines their powers and key responsibilities

6. Company Secretary of the Bank (article 22 of the MOA)

Provides for the appointment and dismissal of the Company Secretary, outlining the role’s powers and functions.

7. Chief Executive Officer (Article 26 and 27 of the MOA)

Establishes that the Chief Executive Officer (CEO) is appointed by, and reports directly to, the Board of Directors. These provisions also define the CEO’s powers and functions.

8. External Auditor of the Bank (article 28-31 of the MOA)

Describes the process by which an External Auditor is chosen by the General Meeting of Shareholders. These articles additionally address remuneration, re-election, and the maximum tenure of the External Auditor

9. Budget Year of the Bank (Article 35 of the MOA)

Confirms that the Bank’s fiscal year begins on July 1st and concludes on June 30th of the following year.

10. Disbursement of Net Profit of the Bank (Article 35 of the MOA)

Provides for the annual profit distribution, following deductions for profit tax, legal reserve funds, and other lawful obligations, to shareholders.

4.3. Dividend Policy

In adherence to the principles set forth in the Commercial Code of the country, the Bank has developed a Dividend Payout and Earnings Retention Policy. This policy establishes a general framework governing the distribution of dividends by the Bank. Under this framework:

- The Board of Directors (BoD) holds the authority to propose dividends and recommend a dividend payout ratio to the Ordinary General Meeting of Shareholders for formal approval.
- The External Auditor is required to review and comment on the BoD’s dividend proposal.

These measures ensure transparency and prudence in the Bank’s approach to dividend distribution, safeguarding the interests of shareholders and maintaining the Bank’s financial health.

- The dividends per share for the last three financial years are presented in the table below:



SECTION FIVE

INTERESTS AND RELATED PARTY TRANSACTIONS

5.1. Board of Directors Interest

Under prevailing practices, members of the Board of Directors are elected from the Bank's shareholders by the General Shareholders' Meeting. Consequently, all current Board members are shareholders or represent companies with an interest in the Bank.

- BoD members' shareholding interests in the Bank, as of the date of this Prospectus, are outlined below.

No.	Name	Number of Shares	% of Ownership
1	Ato Abdishu Hussien Wariyo	1,009	0.02%
2	Ato Woldegabriel Naizghi Aregai	298	0.005%
3	Ato Fithanegest Gebru Abrha	462	0.01%
4	Ambasel Trading House PLC, represented by Ato Hassen Yesuf Musa	41,348	0.67%
5	Ato Fikru Jiregna Shone	112	0.002%
6	Mega Printing PLC, represented by Ato Gebregziabher Hadush Tedla	17,795	0.29%
7	Ato Surafeal Berhe Woldu	7,508	0.12%
8	Ezana Mining Development PLC, represented by Ato Tesfatsion Desta Tesfay	12,804	0.21%
9	EFFORT, represented by Ato Alemseged Assefa Abera	120,242	1.94%
10	Sur Construction PLC, represented by Ato Zenfu Asfaw Gebretinsaie	199,184	3.21%

In accordance with pertinent national laws and the Bank's internal policies and procedures, Board members are eligible to secure loans for business purposes. As of the date of this Prospectus, the total outstanding loans (including guarantees and Letters of Credit) provided to members of the Board of Directors stands at ETB 362.6 million.

5.2. Major Shareholders and Interested Persons

As of the date of this Prospectus, no individual or entity, directly or indirectly, holds five percent (5%) or more of the Bank's capital or voting rights. There are no differing voting rights among shareholders; each share in the Bank carries the same voting privilege.

5.3. Related Party Transactions

The Bank's related party transactions encompass dealings with influential shareholders and executive management. These transactions must be disclosed as required by the Commercial Code, IFRS

standards, and the pertinent directives of the National Bank of Ethiopia (NBE).

From the date of the last financial statement through January 6, 2025, loans and advances to related parties totaled ETB 2.2 billion, of which ETB 2.1 billion was attributable to influential shareholders, and ETB 97.7 million was extended to key management personnel.

The total deposits from related parties was ETB 551.4 million, comprising ETB 547.9 million from influential shareholders and ETB 3.6 million from key management personnel. These transactions comply with relevant NBE directives. The Bank is disclosing related party transactions in its financial reports and shall continue to do so, in line with all applicable standards and regulatory requirements for such disclosures.

SECTION SIX

MANAGEMENT'S DISCUSSION AND ANALYSIS

6.1. Operations and Financial Results

The following discussion addresses the Bank's financial condition and results of operations for the fiscal years ended June 30, 2024, 2023, and 2022. It should be reviewed alongside the information set out in this Prospectus related to the Bank's business information, primarily in Section 2, "Information on the Bank & Its Business."

This Management's Discussion & Analysis (MD&A) is drawn from the Bank's Historical Financial Information, which has been prepared according to IFRS.

All financial information in this section is presented in Ethiopian Birr (ETB), unless otherwise specified. Numerical values have been rounded to the nearest thousand (ETB '000), million (ETB million), or billion (ETB billion). As a result of rounding, the sum of figures in tables may differ from the totals provided, or from the Bank's Historical Financial Information.

6.1.1. Analysis of the Bank's Business Growth

The Bank offers a comprehensive suite of commercial banking services, including deposit mobilization, loans and advances, trade services, foreign currency generation, and payment facilitation through both branch networks and digital channels. Overall, the Bank's business has grown during the financial years covered by this Prospectus, demonstrated by both financial and non-financial indicators.

6.1.1.1. Financial Indicators

- The table below shows the financial aspects of the Bank's business growth over the FY 2023/24, FY 2022/23, and FY 2021/22.

Financial Parameters	30 June 2024 ETB '000	30 June 2023 ETB '000	30 June 2022 ETB '000
Total Deposit Mobilization	52,124,723	42,793,674	33,915,743
Saving Deposit	27,979,717	22,985,146	20,786,199
Demand Deposit	16,963,885	14,036,949	9,496,433
Fixed Term Deposit	7,181,121	5,771,579	3,633,111
Foreign Currency Generation	305,000	241,000	195,000
Loan Disbursement	9,635,000	12,662,000	5,004,000
Outstanding Loans & Advance	45,176,633	39,920,704	30,273,057
Loan Collection	12,413,000	6,467,000	4,164,000
Paid Up Capital	5,058,890	3,982,139	3,391,294
Total Revenue	9,762,346	6,963,077	5,104,233
Total Expense	7,541,498	5,768,971	4,531,953
Profit Before tax	2,220,848	1,194,106	572,280



Deposit Mobilization

As shown in the table (above), deposits grew by 22% from ETB 42.8 billion as of June 30, 2023, to ETB 52.1 billion as of June 30, 2024. In FY 2022/23, deposits had grown by 26%. On average, saving deposits represented around 56% of the total over the past three years, while demand deposits averaged 31% and fixed-term deposits roughly 13%. The majority of saving deposits originate from individual customers (the public), whereas demand and fixed-term deposits mainly come from businesses and institutions.

Loans and Advances

In its intermediary role, the Bank channels mobilized funds to the economy through loans and advances. During the reported periods, the amount disbursed increased from ETB five (5) billion in FY 2021/22 to ETB 12.6 billion in FY 2022/23, but declined to ETB 9.6 billion in FY 2023/24, primarily because of the NBE-imposed credit cap limiting annual credit expansion to 14%, which is relaxed to 18% beginning from January 2025.

Nonetheless, total outstanding loans and advances grew to ETB 45.1 billion by the end of FY 2023/24, a 13% increase compared to the end of FY 2022/23, though lower than the previous year's growth due to the credit cap. Meanwhile, the Bank's loan collection performance increased steadily, with collections rising from ETB 4.1 billion in FY 2021/22 to ETB 6.5 billion in FY 2022/23, and ETB 12.4 billion in FY 2023/24.

Profitability

Profit before tax, a key financial indicator, rose from ETB 572.2 million in FY 2021/22 to ETB 2.2 billion in FY 2023/24, reflecting a strong upward trend in the Bank's profitability

6.1.1.2. Non-Financial Indicators

The primary non-financial indicators of the Bank's growth are its expanding customer base and improved accessibility. The table below demonstrates notable increases in customer numbers and service channels over the last three financial years.

Non- Financial Parameters	30 June 2024	30 June 2023	30 June 2022
Customer Base			
Number of Customer Accounts	3,638,749	2,648,179	2,268,448
Number of Cardholders	287,217	447,362	544,157
Number of Mobile Banking Users	2,710,716	2,026,748	1,443,566
Number of Internet Banking Users	16,832	13,340	11,762
Number of E-float Accounts (Agent Banking Users)	648,713	478,007	331,414
Accessibility			
Number of Branches	436	410	400
Number of ATMs	360	319	298
Number of POS machines	436	436	429
Number of Agents	4,784	3,644	2,712

Customer Base

The Bank's account holders exceeded three (3) million by the close of FY 2023/24, representing a 37% year-on-year (YoY) increase. Similar growth patterns are observable in the number of customers using digital services (mobile, internet, and agent banking). However, cardholders declined from 447,362 at the end of FY 2022/23 to 287,217 at the end of FY 2023/24, owing primarily to the deactivation of inactive cards to enhance service efficiency.

Accessibility

Branch networks are a key service channel in Ethiopia's banking industry. The Bank's branch count grew to 436 at the end of FY 2023/24, up from 410 and 400 at the ends of FY 2022/23 and FY 2021/22, respectively. The Bank's digital channels — ATMs, POS terminals, and agents — increased to 360, 436, and 4,784, respectively.

6.1.2. Analysis of the Historical Profit/Loss and Other Comprehensive Income

The following is an analysis of the Bank's historical Statements of Profit or Loss and Other Comprehensive Income, focusing primarily on the major income and expense components when comparing FY 2023/24 against FY 2022/23.

Statement of Profit or Loss and Other Comprehensive Income

	30 June 2024 ETB'000	30 June 2023 ETB'000	30 June 2022 ETB'000
Interest income	7,179,283	5,423,034	4,052,487
Interest expense	(2,378,457)	(1,967,036)	(1,806,299)
Net interest income	4,800,825	3,455,998	2,246,188
Net fees and commission income	2,146,327	1,373,547	897,399
Net Trading Income	6,947,152	4,829,546	3,143,587
Other operating income	436,736	166,496	40,619
Loan impairment charge	(269,292)	(265,197)	(107,386)
Impairment losses on other assets	(410,823)	(328,464)	113,728
Net operating income	6,703,773	4,402,381	3,190,548
Salaries and benefits	(3,204,716)	(2,441,020)	(1,599,521)
Amortization of intangible assets	(34,061)	(30,606)	(26,925)
Depreciation of property, plant and equipment	(176,525)	(145,387)	(157,045)
Depreciation of right-of-use asset	(352,663)	(192,094)	(243,587)
Other operating expenses	(710,061)	(395,831)	(587,897)
Audit fees	(906)	(829)	(883)
Directors' related expenses	(3,994)	(2,508)	(2,411)
Total Operating Expenses	(4,482,925)	(3,208,274)	(2,618,268)
Profit before tax	2,220,847	1,194,107	572,280
Income tax expense	(617,646)	(370,284)	(20,881)
Profit after tax	1,603,201	823,823	551,399
Other Comprehensive Income (OCI) net of income tax			
Re-measurement loss on retirement benefits	9,080	(33,717)	(28,348)
Fair value gain of Equity Investments	67,649	115,526	16,774
Total Other comprehensive Income (net of tax)	76,729	81,809	(11,574)
Total comprehensive income for the period	1,679,929	905,632	539,825

Net Interest Income

For FY 2023/24, the Bank recorded net interest income of ETB 4.8 billion, a 38.9% increase from ETB 3.4 billion in FY 2022/23. This growth is attributable to the rise in interest income surpassing the rise in interest expenses.

Interest Income: Total interest income was ETB 7.2 billion in FY 2023/24, up 32.4% from ETB 5.4 billion in FY 2022/23, driven by higher volumes of loans and advances and increased investments in government securities. Approximately 93% of this income was generated by loans and advances, with the balance derived from government securities, treasury bills (T-bills), and correspondent bank accounts.

Interest Expense: The Bank's interest expenses reached ETB 2.4 billion in FY 2023/24, up 20.9% from ETB two (2) billion in FY 2022/23, largely due to increased deposits. Over 95% of interest expenses were paid on deposits (saving, demand, and fixed-term), with savings deposits constituting the largest share, followed by fixed-term deposits.

Non- Interest Income

Non-interest income primarily stems from fees and commissions charged for various services. In FY 2023/24, net fees and commission income totalled ETB 2.1 billion, a 56.3% increase from ETB 1.4 billion in FY 2022/23. This uptick was primarily driven by the Bank's trade services, accounting for more than 83% of total net fees and commission income. Additional gains were realized through guarantees, branch banking, and digital banking services

Operating Expenses (Non-Interest Expense)

The Bank's operating expenses for FY 2023/24 amounted to ETB 4.5 billion, up 39.7% from ETB 3.2 billion in FY 2022/23. Key components included Salaries and Benefits, Depreciation of Property, Plant, and Equipment, Depreciation of Right-of-Use Assets, and other operating costs.

Salaries and Benefits: The Bank spent ETB 3.2 billion on salaries and benefits in FY 2023/24, an increase of 31.3% from ETB 2.4 billion in FY 2022/23. This increase reflects the Bank's growing workforce and annual salary increments.

Depreciation of Property, Plant and Equipment: Depreciation expenses for fixed assets, principally buildings, furniture, equipment, and similar items, totalled ETB 176.5 million in FY 2023/24, a 21.4% rise from ETB 142.4 million in FY 2022/23.

Depreciation of Right-of-Use Assets: Depreciation on right-of-use assets, largely reflecting leased branches, ATMs, and other operational sites, amounted to ETB 352.7 million in FY 2023/24, up 83.6% from ETB 142.4 million in FY 2022/23.

Other Operating Expenses: In FY 2023/24, the Bank recorded ETB 710 million in other operating expenses, a 79% increase over ETB 395 million in FY 2022/23. This category encompasses the Deposit Insurance expense of ETB 119 million, representing the Bank's contribution to the national Deposit Insurance Fund administered by the NBE. Additional increases were attributable to donations, advertising and promotion, maintenance, IT support, and professional fees.

Impairment Charge on Loans and other assets

Loans and Advances: The Bank set aside ETB 269.2 million in FY 2023/24 for potential loan impairments, a slight increase compared to ETB 265.1 million in FY 2022/23. This allocation follows the NBE's asset classification rules to account for non-performing loans (NPLs) and advances.

Other Assets: Impairment losses on other assets reached ETB 410.8 million in FY 2023/24, 25% higher than ETB 328.4 million in the prior year. These charges apply to various receivables to reflect potential shortfalls in collection.

Profit before Tax

Despite global and domestic economic headwinds, the Bank achieved a record-high profit before tax of ETB 2.2 billion in FY 2023/24, marking an 86% increase from ETB 1.2 billion in FY 2022/23.

Total Comprehensive Income

After accounting for income tax and other items, the Bank's total comprehensive income for FY 2023/24 reached ETB 1.7 billion, registering an 85.5% rise from ETB 905.6 million in FY 2022/23.

6.1.3. Analysis of the Historical Financial Position

The Bank's overall financial position has exhibited consistent growth, propelled by robust deposit mobilization, effective loan collection strategies, and a favourable — albeit evolving — macroeconomic environment. Credit services continue to be the Bank's primary revenue driver, while trade service activities constitute a strong secondary contributor. Ongoing macroeconomic reforms, strategic partnerships, and focused risk management are expected to shape the Bank's future performance.

This Prospectus is intended to provide a comprehensive understanding of the Bank's financial position and operations for current and prospective stakeholders, in accordance with standard industry disclosure practices.

- The tables below set out the Bank's historical Statement of Financial Position for the years ended 30th of June 2024, 2023, and 2022, respectively.

Statement of Financial Position

	30 June 2024	30 June 2023	30 June 2022
	ETB'000	ETB'000	ETB'000
ASSETS			
Cash and bank balances	13,123,499	9,059,264	10,322,284
Loans and advances to customers	43,300,410	38,293,614	28,911,161
Investment securities:			
- Equity Investments at FVOCI	540,695	312,517	110,210
- Debt Securities at Amortized Cost	4,613,155	2,061,789	272,354
Other assets	1,742,250	1,443,257	1,324,131
Investment property	2,585	559	577
Intangible assets	48,068	48,818	58,546
Property, Plant and Equipment	1,687,442	1,533,163	1,443,687
Right-of-Use Asset	675,445	732,885	678,719
Total assets	65,733,550	53,485,867	43,121,669
LIABILITIES			
Deposit from customers	48,417,951	39,894,209	31,791,632
Deposit from financial institutions	3,706,774	2,899,464	2,124,111
Current tax liabilities	641,203	354,776	30,035
Other liabilities	3,368,216	3,086,990	3,349,919
Employee benefit obligations	288,457	249,379	167,130
Deferred tax liabilities	103,498	94,521	44,778
Total liabilities	56,526,098	46,579,340	37,507,605
EQUITY			
Share capital	5,058,890	3,982,139	3,391,294
Share premium	74,917	57,736	42,787
Retained earnings	1,246,781	472,937	223,398
Legal reserve	2,191,622	1,790,822	1,584,866
Regulatory Risk Reserve	507,882	552,262	402,896
Other Reserve	127,360	50,631	(31,177)
Total equity	9,207,451	6,906,527	5,614,064
Total equity and liabilities	65,733,550	53,485,867	43,121,669

The following section provides a detailed analysis of the Bank's historical financial position, comparing the fiscal year ("FY") 2023/24 with FY 2022/23, focusing on the major components of the Bank's Statement of Financial Position.

Assets

Over the financial years under consideration, the Bank's total assets demonstrated continuous growth, reaching ETB 65.7 billion as of June 30, 2024. This represents a **23% increase** from the preceding financial year ended June 30, 2023. The key components of total assets are discussed as follows:

Loans and Advances (Net): Loans and Advances constitute the largest proportion of the



Bank's assets. As at June 30, 2024, these amounted to ETB 43.3 billion (net of Allowance for Loan Impairment), reflecting a growth rate of **13.1%** from ETB 38.3 billion as at June 30, 2023. This expansion demonstrates the Bank's commitment to supporting economic development through strategic lending initiatives in diverse sectors. The largest share of the Bank's loan portfolio is extended to the import sector, constituting **approximately 23.5%** of total loans, followed by domestic trade, export, construction, manufacturing, and transport, in that order.

Cash and Bank Balance: Cash and Bank Balances stood at ETB 13.1 billion as at June 30, 2024, marking a **44.9% increase** from ETB 9.1 billion as at June 30, 2023. The largest portion of this balance (about **41%**) was held as a deposit at the National Bank of Ethiopia ("NBE"), facilitating interbank payments and fulfilling reserve requirements. Deposits with foreign banks and treasury bills (T-Bills) also contributed significantly to the Bank's cash and bank balance.

Investment Securities: Investment in securities reached ETB 5.2 billion as at June 30, 2024, a **117.1%** increase from ETB 2.4 billion the previous year. This performance, signifying an increase of ETB 2.8 billion, illustrates the Bank's proactive approach to enhancing its investment portfolio and financial stability. The primary contributors to the Bank's investments in securities are debt securities, totalling ETB 4.6 billion (approximately **90%** share), while the remaining investment consists of equity positions in various businesses.

Property, Plant, and Equipment: The Bank's Property, Plant, and Equipment ("PPE") increased to ETB 1.7 billion, a **10.1%** growth over the ETB 1.5 billion recorded as at June 30, 2023. Buildings represent the largest component (about **45%**), followed by computer equipment, office equipment, furniture and fittings, and motor vehicles.

Liabilities

The Bank's total liabilities were at ETB 56.5 billion as of June 30, 2024, marking a **21% increase** from ETB 46.6 billion as of June 30, 2023. Major components of the Bank's liabilities are outlined below:

Deposit from Customers: Customer deposits constitute the largest share of the Bank's liabilities and underpin the expansion of loans and advances. The Bank mobilizes customer deposits primarily through savings, demand, and time-fixed deposit accounts. Total customer deposits reached ETB 48.4 billion as at June 30, 2024, indicating a **21.4%** increase from ETB 39.9 billion as at June 30, 2023. This growth is attributed to an expanded range of products and services, heightened community engagement, and strong partnerships with diverse stakeholders. Saving deposits represented **57.5%** of the total deposit portfolio, followed by demand and fixed-term deposits.

Deposit from Financial Institutions: Financial institutions deposit funds with the Bank for payment facilitation and to earn interest on excess funds. At the end of the FY on June 30, 2024, the Bank's total deposit from financial institutions was ETB 3.7 billion, a **28%** increase from ETB 2.9 billion at June 30, 2023. Fixed-term deposits account for the largest portion of

these deposits, used primarily to manage short-term liquidity.

Customers' Deposit for Letter of Credit (L/C): Another important component of the Bank's liabilities is the payments made by importer customers for the issuance of Letters of Credit, recorded as payables. As at June 30, 2024, the total amount of customers' deposits for L/C was ETB 1.39 billion, showing a slight decline from ETB 1.43 billion at June 30, 2023. The Bank's capacity to allocate foreign currency for importers is the main driver of this liability category.

Capital

The Bank's total capital at the close of FY 2023/24 rose to ETB 9.2 billion, a **33.3%** increase from ETB 6.9 billion as at June 30, 2024. Paid-up capital also expanded by **27%**, reaching ETB 5.1 billion compared with ETB 3.98 billion on June 30, 2023. This robust capital growth relative to risk-weighted assets resulted in a Capital Adequacy Ratio ("CAR") of **14.45%**, comfortably exceeding the NBE's minimum CAR requirement of eight (8) percent.

6.1.4. Analysis of Historical Cash Flow

The following is an analysis of the Bank's historical cash flow, focusing primarily on the major components of the statement of the Cash flow when comparing FY 2023/24 against FY 2022/23.

- Below is a summary of the Bank's historical cash flow over the FY 2023/24, FY 2022/23, and FY 2021/22.

Statement of Cash Flows

	30 June 2024	30 June 2023	30 June 2022
	ETB'000	ETB'000	ETB'000
Net cash (outflow)/inflow from operating activities	6,842,197	633,841	554,007
Net cash (outflow)/inflow from investing activities	(3,401,857)	(2,311,525)	4,817,147
Net cash (outflow)/inflow from financing activities	620,995	382,395	103,820
Net increase/(decrease) in Cash and bank balances	4,061,334	(1,295,289)	5,474,974
Cash and bank balances at the beg. of the year	9,059,264	10,322,284	4,847,309
Effect of exchange rate movement on Cash and bank balances	2,901	32,269	-
Cash and bank balances at the end of the year	13,123,499	9,059,264	10,322,284

Net Cash Inflow from Operating Activities: Net cash flow from operating activities, including cash generated from operations, profit tax assessments paid, and income tax paid, reached ETB 6.8 billion as at June 30, 2024, displaying a significant **979.5%** increase from ETB 633.8 million as at June 30, 2023.

Net Cash Outflow from Investing Activities: Net cash outflow from investing activities, which encompasses the purchase of investment securities, intangible assets, PPE, payments for asset-use rights, and proceeds from matured debt securities and the sale of PPE, stood at ETB 3.4 billion as at June 30, 2024, indicating a **47.2%** growth from ETB 2.3 billion as at June 30, 2023.

Net Cash Inflow from Financing Activities: Net cash outflow from financing activities, which includes cash flows from financing, share premiums collected, new shares issued, and dividends paid, was ETB 621 million as at June 30, 2024, representing a **62.4%** increase from ETB 382.4 million as at June 30, 2023.

6.1.5. Causes of Material Changes in the Bank's Operation or Financial Position

The Bank's results of operations have been, and are expected to continue to be, affected by various factors, some of which are outside the Bank's control. This section outlines certain key factors that influenced the Bank's results over the years under review and may impact future results. The discussion centers on two major services with considerable contributions to the Bank's financial results and position.

6.1.5.1. Credit Services of the Bank

Credit services form the principal driver of the Bank's profitability, particularly through interest income and commissions on guarantees. The Bank's interest income on loans and advances rose from ETB 3.7 billion for the year ended June 30, 2022, to ETB 6.7 billion for the year ended June 30, 2024. Similarly, commissions on guarantees climbed from ETB 35.3 million in FY 2021/22 to ETB 163.8 million in FY 2023/24. Key factors impacting revenue growth in credit services include:

Growth in Deposit Mobilization: As an intermediary institution, the Bank's core objective is to mobilize funds from savers and channel them to borrowers. Deposit mobilization thus indirectly influences credit services. Over FY 2023/24, 2022/23, and 2021/22, the Bank's total deposits increased steadily, providing ample loanable funds and supporting growth in loans and advances across diverse economic sectors.

Outstanding Deposit	30 June 2024 ETB '000	30 June 2023 ETB '000	30 June 2022 ETB '000
Demand Deposit	16,963,885	14,036,949	9,496,433
Saving Deposit	27,979,717	22,985,146	20,786,199
Fixed Term Deposit	7,181,121	5,771,579	3,633,111
Total Deposit	52,124,723	42,793,674	33,915,743

Growth in Outstanding Loans and Advances: Outstanding loan balances directly affect revenue streams from credit services. The Bank's total outstanding loans and advances increased from ETB 30.2 billion in the year ended June 30, 2022, to ETB 45.1 billion in the year



ended June 30, 2024. This expansion correlates directly with the rise in both interest income and guarantee commissions, reinforcing the Bank's profitability.

Macroeconomic Environment: Macroeconomic conditions have presented challenges to the banking industry over the past three years, including high inflation, credit caps imposed by the NBE, and ongoing regional conflicts. However, improvements in inflation and the introduction of various government projects, which encourage private-sector participation, have led to higher credit demand. The macroeconomic reforms in progress, combined with an overall positive economic outlook, are expected to bolster the Bank's credit services going forward. Nonetheless, credit caps and regional conflicts still represent risk factors that may impact the Bank's operations.

Loan Collection: Despite the NBE-imposed credit cap limiting annual outstanding loan growth to 14%, the Bank enhanced its loan collection efforts to ensure compliance. By FY 2023/24, the Bank collected ETB 12.7 billion in loans, up **92%** from ETB 6.5 billion in FY 2022/23. The total loan collection in FY 2021/22 was ETB 4.1 billion. Strengthened loan collection processes not only provide additional funds for re-disbursement but also improve asset quality by reducing non-performing loans (NPLs).

6.1.5.2. Trade Service Activities of the Bank

The Bank's trade services, which encompass the facilitation of imports and exports through foreign currency allocation, represent the second-largest contributor to overall revenue. In the year ended June 30, 2024, commission income from import activities reached ETB 1.8 billion, a substantial increase from ETB 790.1 million in the year ended June 30, 2022. Factors influencing revenue growth in this area include:

Growth in Foreign Currency Generation: Foreign currency inflows are the immediate driver of commission income on import transactions. The Bank sources foreign currency from export proceeds, remittances, cash purchases, card payments, and interbank trading. Strong performance in foreign currency mobilization directly supports trade services revenue and enhances the Bank's capacity to facilitate import activities.

Sources of FCY	30 June 2024 USD in Million	30 June 2023 USD in Million	30 June 2022 USD in Million
Export	126	111	100
Incoming Remittance	152	92	66
Purchase of FCY Cash Note	5	15	17
Card Payment	3	4	2
Interbank FX dealing	19	19	10
Total FCY Generated	305	241	195



Prudent Foreign Currency Management: Prudent foreign currency management policies have enabled the Bank to meet importers' demands more effectively. The Bank has been balancing its assets and liabilities properly and not over committing itself, resulting the Bank to earn Gain on foreign exchange dealing of ETB 354.5 million at the year ended 30 June 2024 showing growth from ETB 106.7 million in the year ended 30 June 2023.

Macroeconomic Environment: In the current macroeconomic environment, a shortage of foreign currency remains one of the principal challenges for the Bank. Concurrently, robust import requirements have created sustained demand for foreign currency among importers. This demand is anticipated to continue rising, driven by growing public consumption patterns and the ongoing expansion of both private and government-sponsored projects.

6.1.6. Information on Interruptions or Significant Effect on Business

Ongoing conflicts in certain parts of the country have disrupted the Bank's operations, compelling frequent branch closures and adversely affecting regional economic activities and public livelihoods. These disruptions, in turn, have negatively impacted the Bank's deposit mobilization efforts.

The credit cap imposed by the National Bank of Ethiopia (NBE) has constrained the Bank's business operations by limiting credit growth, thereby influencing profitability. This regulatory measure is expected to continue affecting the Bank for at least the next 12 months.

6.1.7. Discussion on Trends, Uncertainties, and Commitments

6.1.7.1. Trends

Major trends having impact on the Bank's prospects include:

- i. **Global and Regional Economic Landscape:** The global economy recently experienced a modest slowdown, with growth projected to drop from 3.3% in 2023 to 3.2% in 2024. However, growth showed an uptick in Sub-Saharan Africa, from 3.4% to 3.7%. However, persistent challenges, such as inflation and geopolitical conflicts, continue to affect the region.

In Ethiopia, the economy recorded an impressive 8.1% growth rate, despite confronting political instability, foreign currency shortages, and commodity price volatility.

- ii. **Foreign Exchange Reforms:** The National Bank of Ethiopia (NBE) introduced a floating exchange rate regime in July 2024, replacing the former restrictive foreign exchange system. This reform is expected to mitigate foreign currency shortages, enhance export competitiveness, and attract additional foreign direct investment (FDI). For Wegagen Bank, the shift presents opportunities to increase foreign currency inflows, open new foreign currency accounts, and ease regulatory limitations.
- iii. **NBE's Credit Cap:** The continuation of the NBE's credit growth limits — adjusted from 14% to 18% — is projected to affect the Bank's business prospects over the current financial year by curtailing loan disbursement, thus constraining revenue generation.

- iv. **Inflationary Pressures:** While global inflation is forecast to decline to 5.9% in 2024, Ethiopia continues to experience double-digit inflation, particularly in food prices. This environment exerts ongoing pressure on consumer spending and the stability of the financial sector, requiring adaptive strategies from Wegagen Bank to protect profitability.
- v. **Liberalization of the Banking Industry:** A newly legislated banking business law permits foreign banks and investors to enter Ethiopia's financial sector. This development has sparked debate among policymakers, academics, and industry practitioners. Given their large financial resources and advanced capabilities, foreign banks may intensify competition in the domestic market, including for Wegagen Bank. However, the reform also provides opportunities for collaborative arrangements, from contractual partnerships to equity investments, and could enable technology transfer and knowledge sharing for the benefit of local institutions.
- vi. **Establishment of the Capital Market:** The forthcoming establishment of a capital market is poised to complement the banking industry. Listing on the Ethiopian Stock Exchange (ESX) is expected to streamline capital-raising efforts and more accurately reflect the market value of the Bank's shares. Listing also offers liquidity for investors, facilitating efficient share trading and potential capital gains. Additionally, the evolving capital market environment enables the Bank to explore new investment opportunities, which may bolster both revenue and business expansion.

6.1.7.2. Uncertainties

Major uncertainties affecting the Bank's operation and prospects include:

- i. **Political Instability and Conflicts:** Continued unrest in regions such as Tigray, Amhara, and Oromia impose operational and credit risks to the Bank. Provisions for loan losses remain considerable, demanding ongoing vigilance.
- ii. **Regulatory Changes:** Recent interest rate policies and open market operations initiated by the NBE create uncertainties around lending rates and interbank market dynamics, potentially affecting the Bank's profitability and strategic planning in the near term.
- iii. **Digital and Technological Advancements:** Although digital banking continues to expand, the rapid pace of technological innovation presents challenges related to cybersecurity, system integration, and sustaining high levels of customer engagement.

6.1.7.3. Commitments

Major commitments of the Bank that may affect its prospects are:

- i. **Contingent Liabilities:** As part of its ordinary course of business, the Bank issues guarantees and letters of credit, which represent obligations only in the event of customer default. As of June 30, 2024, the fair value of the Bank's guarantees and letters of credit stood at ETB 4.1 billion and ETB four (4) billion, respectively.
- ii. **Claims and Litigations:** The Bank is involved in multiple legal actions initiated by various entities and individuals. As of June 30, 2024, the maximum potential liability from these



cases amounted to ETB 1.1 billion, compared to ETB 500.57 million on June 30, 2023. After conducting an assessment, the Bank held provisions of ETB 60.11 million, an increase from ETB 10.92 million in the prior year. The remaining legal matters are deemed less likely to result in adverse judgments against the Bank.

- iii. **Loan Commitments:** The Bank's loan commitments comprise approved but unutilized overdraft facilities and other loan products. At the close of the fiscal year on June 30, 2024, these commitments totalled ETB 2.1 billion, compared with ETB 2.3 billion as of June 30, 2023.
- iv. **Employee Benefits Obligations:** The Bank's defined benefit liabilities, primarily related to severance obligations, stood at ETB 288.5 million as of June 30, 2024, rising from ETB 249.4 million as of June 30, 2023, and ETB 167.1 million as of June 30, 2022.

6.2. Capital Resource and Liquidity

The Bank consistently maintains a robust liquidity ratio well above the regulatory requirement of 15%. Recent capital-raising measures have further bolstered its liquidity. The Bank secures its capital resources through the following avenues:

- **Debt Financing:** Deposits serve as a fundamental form of debt financing, effectively borrowed funds used to support lending and investment activities. Proper management of these deposits is critical to ensure liquidity, profitability, and the Bank's overall stability.
- **Equity Financing:** The Bank also examines the possibility of raising additional equity to finance strategic projects and acquisitions, which is integral to its growth and financial soundness.

Currently, the Bank has no substantial cash commitments arising from contractual obligations, such as loan repayments or leases, which would affect liquidity or available resources. This absence of cash commitments grants the Bank greater flexibility in financial management and resource allocation. Nevertheless, the Bank remains vigilant and continues to monitor potential future obligations that could emerge.

The Bank is subject to several material regulatory requirements, each designed to uphold the stability and integrity of the financial system while impacting how the Bank utilizes its resources. These regulatory requirements are:

- **Credit Cap:** The NBE sets a limit on aggregate credit exposure, aimed at mitigating inflationary pressures and preserving financial stability.
- **Liquidity Requirements:** The Bank must maintain an adequate stock of liquid assets to manage short-term obligations and avert liquidity crises, thus ensuring the Bank can accommodate depositor and creditor withdrawal demands.
- **Reserve Requirements:** A designated percentage of deposits must be held in reserves, either in cash or as deposits with the NBE, to help maintain solvency and ensure the Bank can meet its liabilities.

The national tax disclosure period, notably in October and November, often leads to elevated withdrawal activities as businesses settle their tax obligations. This trend temporarily reduces banks' deposit levels, impacting sector-wide liquidity. The Bank carefully monitors such seasonal patterns to

ensure its liquidity strategy remains robust.

6.3. Working Capital Requirements

Directive SBB/78/2021 mandates that commercial banks in Ethiopia must meet a minimum paid-up capital requirement of ETB five (5) billion by June 30, 2026. As of the date of this Prospectus, the Bank has already surpassed this threshold, with paid-up capital exceeding ETB 6.2 billion.

The Bank believes that its working capital is sufficient for current operational requirements and will remain adequate for at least the next 12 months from the date of this Prospectus.

6.4. Capitalization and Indebtedness

The statement of capitalization has been extracted, without material adjustment, from the Bank's audited financial statements for the FY 2023/24. The table below sets out the capitalization of the Bank as at June 30, 2024.

	ETB '000
	30-Jun-24
Statement of Capitalization	
Current Debt	
Financial Liabilities	3,181,683.41
Lease Liability	44,767.94
Total Current Debt (Including current portion of long term debt)	3,226,451.35
Non-current debt	
Lease Liability	141,765.14
Total non-current debt (excluding current portion of long-term debt)	141,765.14
Shareholders' Equity	
Share Capital	5,058,890.00
Share Premium	74,916.93
Retained Earnings	1,246,780.96
Legal Reserves	2,191,621.87
Other Reserves	635,241.61
Total Shareholders' Equity	9,207,451.38
Total Capitalization	12,575,667.87

The statement of indebtedness has been extracted, without material adjustments, from the Bank's audited financial statements for the FY 2023/24, which is depicted in the table below.

	ETB'000
Statement of Indebtedness	30-Jun-24
Cash and cash equivalents (A)	13,123,499.08
Current financial indebtedness	
Financial Liabilities	3,181,683.41
Lease Liability	44,767.94
Total Current financial indebtedness (B)	3,226,451.35
Net current financial indebtedness (C=A-B)	9,897,047.72
Non-current financial indebtedness	
Lease Liability	141,765.14
Total Non-current financial indebtedness (D)	141,765.14
Net financial indebtedness (E=C-D)	9,755,282.58

The Bank has contingent liabilities resulting from the issuance of guarantees and letters of credit, which would only require settlement in the event of a customer default. As of June 30, 2024, the fair value amounts for guarantees and letters of credit were ETB 4.1 billion and ETB four (4) billion, respectively.

6.5. Going Concern

The Board of Directors of the Bank declares that the Bank will continue its operations for the foreseeable future. In addition, the external auditor raised no going concern issues in the financial audit conducted for the year ended June 30, 2024, as reflected in the auditor's opinion issued on October 4, 2024. Further details can be found in the annual report under Section 2.2.1.

6.6. Legal and Arbitration Proceedings

The Bank is involved in various legal actions initiated by different organizations and individuals, arising from its normal business operations. As of June 30, 2024, the maximum exposure of the Bank to these legal cases was ETB 1,089.42 million (compared to ETB 500.57 million as of June 30, 2023). Following an assessment of these claims, the Bank has recognized a provision of ETB 60.11 million (compared to ETB 10.92 million as of June 30, 2023). The remaining legal cases are assessed to have a low probability of resulting in adverse judgments against the Bank, and thus, no additional obligations are anticipated.

SECTION SEVEN

RISK FACTORS

Any investment in the Ordinary Shares is subject to a number of risks, and prospective investors should carefully consider these risks prior to making an investment decision. Investors should also take into account the risks specific to the Bank's business, as well as the broader banking industry in which the Bank operates, alongside all other information presented in this Prospectus.

The risk factors described below are not an exhaustive list or explanation of all the risks that investors may face when making an investment in Ordinary Shares. Additional risks and uncertainties, including those currently unknown or deemed immaterial by the Bank, could individually or cumulatively have a material adverse effect on the Bank's business, results of operations, and financial condition. Such circumstances may cause the price of the Ordinary Shares to decline, and investors could lose all or part of their investment.

An investment in Ordinary Shares involves complex financial risks and is suitable only for investors who (either alone or in conjunction with an appropriate financial adviser or other advisers) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. Investors should consider carefully whether an investment in the Ordinary Shares is suitable in light of the information in this document and their personal circumstances.

7.1. Risk Related to the Bank and the Banking industry

The following sections describe the principal risks related to the Bank and the banking industry, along with their materiality and potential impacts on the Bank.

7.1.1. Increased competition

The number of banks in the country has risen in recent years, reaching 32 commercial banks. This expansion has intensified competition in areas such as resource mobilization. In addition, government policy has enabled several microfinance institutions to upgrade into full-fledged banks — while still maintaining microfinance operations — thereby further heightening competitive pressures.

Fintech and telecommunications firms are increasingly offering mobile money services, leveraging flexible and innovative technologies that compete with traditional banking services. The Banking Business Proclamation, which permits the entry of foreign banks into the Ethiopian market, is also expected to intensify competition, thereby potentially reducing Wegagen Bank's market share.

Key areas in which rising competition may affect the Bank include:

- Competition in attracting new customers and securing both local and foreign currency resources;



- Potential poaching of existing customers offering lower rates, expanded credit offerings, or preferential foreign currency services;
- Creation of new products and services by fintech and telecom operators; and,
- Broadening branch networks across the market.

Overall, these competitive pressures may lead to a reduction in the Bank's market share and could adversely affect its profitability.

7.1.2. Political Instability

Political stability is critical for any business to generate sufficient revenue to cover expenses, fund capital expenditures, and fulfill ongoing obligations. In Ethiopia, periods of political instability, such as civil unrest, uprisings, or regional conflicts, can negatively impact the Bank's operations and financial performance.

For instance, during the conflict in the Tigray Regional State from November 2020 to 2022, several of the Bank's branches in the area were closed, resulting in damaged materials and equipment, and an increase in non-performing loans (NPLs) as borrowers' businesses were likewise disrupted.

Current conflicts in parts of the Amhara and Oromia regional states have led to temporary closures of certain branches, affecting normal business operations. Consequently, the Bank's business, financial condition, and outlook heavily depend on Ethiopia's overall political environment.

7.1.3. Exposure to Credit Risk

Credit risk arises from a counterparty's potential failure to meet contractual obligations, which can result in financial loss to the Bank. Given that loans and advances constitute the largest share of the Bank's total assets, credit risk is of material significance. A default by borrowers can lead to elevated costs of recovery and demand higher provisions, thereby eroding profitability.

Ongoing conflicts in various parts of the country and declining property values can heighten the probability of borrower defaults. Additionally, credit concentration risks exist in relation to loan maturity (predominantly long-term loans), sectoral distribution (mainly in international trade), and geographic focus (primarily within Addis Ababa).

Higher non-performing loans (NPLs) and associated provisioning requirements could reduce the Bank's profitability and potentially result in financial losses.

7.1.4. Exposure to liquidity risk

Liquidity risk is the type of risk that the Bank will be unable to meet its obligations when they fall due. This risk materializes when there are mismatches in the timing of cash inflows and outflows, either under normal or stressed conditions. Funding constraints, such as difficulty in accessing short-term financing on acceptable terms, can exacerbate such mismatches.

Both Wegagen Bank and the wider Ethiopian banking industry encounter liquidity risk due to common maturity mismatches between assets and liabilities, evidenced by high loan-to-deposit ratios and delays in disbursing commitments at competitive rates. Recent liquidity challenges across the industry have hindered the timely settlement of obligations.

Notable indicators of liquidity stress include:

- Significant growth in assets financed by short-term deposits;
- Major and sudden declines in core deposits, including the departure of key depositors;
- Deterioration in asset quality, particularly within the credit portfolio; and,
- Extensive early withdrawals of deposits before maturity.

A lack of adequate liquidity could damage the Bank's reputation, limit its lending capacity, and adversely affect profitability.

7.1.5. Exposure to Market Risk

Market risk refers to the potential for loss arising from fluctuations in the fair value or future cash flows of a financial instrument, due to changes in market risk factors such as interest rates, foreign exchange rates, equity prices, credit spreads, and related volatilities. This risk may arise from both trading and non-trading activities within a financial institution. In the case of the Bank, the principal sources of market risk include foreign exchange rate risk and interest rate risk.

In foreign exchange rate risk, the Bank faces exposure primarily from a negative gap in its foreign currency assets and liabilities, where foreign currency assets are often lower than foreign currency liabilities. As the Birr continues to depreciate against other international currencies, particularly the U.S. Dollar, this gap may lead to losses during foreign currency revaluation.

The recent adoption of a free market approach in determining foreign exchange rates increases the likelihood of volatility in foreign exchange markets. This shift, away from previously fixed rates to a more market-driven regime, elevates the probability of adverse foreign exchange movements. The extent of this risk to the Bank is largely determined by the magnitude of the negative foreign currency asset-liability gap.

The probability of material exposure due to interest rate risk is currently low as a result of the fixed nature of interest rates on savings deposits, time deposits, and money market instruments. Lending interest rates are primarily determined by the banks themselves, further mitigating exposure to sudden interest rate fluctuations.

Previously, Ethiopia did not operate an active financial market, and accordingly, the Bank did not face major market risks related to trading activities. However, with the commencement of a money market and the establishment of a capital market, the Bank may encounter increased market risk in connection with trading activities. Such risk could arise from the volatility of security prices or the broader performance of the financial market.

Overall, any market risks — be they foreign exchange, interest rate, or emerging trading-related risks — could adversely affect the Bank's operations and financial position.

7.1.6. Exposure to Operational Risk

Operational risk is defined as the risk of loss from inadequate or failed internal processes, personnel issues, or weaknesses in systems, as well as losses arising from external events.

The Bank's operations involve a range of services, including cash handling, which inherently expose it to fraud and money laundering risks, along with the possibility of incurring fines, penalties, or reputational damage. The Bank partners with third-party agents in its agent banking operations, introducing the potential for fraud or misconduct through these external parties. While the Bank deploys a robust internal control framework supported by technology, the complete elimination of fraudulent activities perpetrated by employees or agents cannot be guaranteed.

Technical or administrative errors could also lead to losses for customers, for which the Bank may be held accountable. Liability may also arise in cases of fraud or data breaches if the Bank fails to sufficiently secure its operations and technological assets. These possibilities demonstrate that operational risk, though mitigated by internal controls and processes, remains a material consideration for the Bank.

7.1.7. Exposure to Information Technology (IT) Risk

As the Bank's reliance on information technology (IT) grows — and with it, dependence on third-party providers — exposure to IT-related risks has increased considerably. Several distinct categories of IT risk can be identified:

- **Risks to IT Availability and Continuity:** The Bank's operations rely on uninterrupted network and IT services. Any disruption, whether technical or infrastructural, can interrupt critical banking services.
- **IT Security Risks:** These include hacking attempts, cyber-attacks, and other security breaches that may disrupt operations or cause financial losses to the Bank.
- **Risks Arising from Rapid Technological Changes:** Technological innovations evolve quickly. Systems or platforms currently in use by the Bank could become obsolete, affecting the Bank's operational efficiency and competitive position.
- **Risks to Data Integrity:** Banking services depend heavily on the security of customer information. Unauthorized access, whether internal or external, can compromise data privacy and damage customer trust.
- **Outsourcing Risks:** The Bank outsources certain IT functions to third-party providers. Such collaborations can introduce risks related to timely and cost-efficient service delivery, as well as risks of data privacy breaches and other security issues.

Collectively, these risks could significantly affect the Bank's operations, potentially causing financial losses that impact overall profitability.

7.1.8. Exposure to Compliance Risk

The Bank is subject to compliance risk arising from potential failures to adhere to national and international laws and regulations. As a highly regulated entity, the Bank's operations are supervised primarily by the National Bank of Ethiopia (NBE). Additional oversight is provided by the Ethiopian Financial Intelligence Services (EFIS) and other international institutions concerning specific services.

In its capacity as a participant in the evolving capital market ecosystem, the Bank shall be regulated by the Ethiopian Capital Market Authority (ECMA) and the Ethiopian Stock Exchange (ESX) once these entities are fully operational.

Noncompliance with applicable laws, regulations, or directives may result in financial losses, civil and criminal penalties, and administrative sanctions. In extreme cases, regulators could revoke a banking license. Adhering to regulatory requirements is therefore essential for preserving the Bank's financial stability and reputation.

SECTION EIGHT

OTHER RELATED MATTERS

8.1. Trading Arrangements

Upon receiving the requisite approval from the Ethiopian Capital Market Authority (ECMA), the Bank intends to list its existing ordinary shares on the Ethiopian Securities Exchange (ESX) through a Listing by Introduction. The Bank will fulfil all applicable requirements and procedures established by the ESX. In anticipation of the market's launch, the Bank seeks to be among the first entities listed on the ESX; consequently, the expected listing date aligns with the official launch date of the ESX.

8.2. Documents Made Available to the Public

The Bank shall make this Prospectus and accompanying documentation accessible to the general public through its website, under a dedicated section labelled "Investor Relations." Concerning ongoing information disclosures, the Bank has the flexibility to disseminate such information electronically or in hard copies, based on the directives or preferences of the ECMA and the ESX.

SECTION NINE

APPROVAL OF THE PROSPECTUS

Approval of the Prospectus was granted by the Board of Directors, the Chief Executive Officer, and the Chief Finance & Material Management Officer on January 10, 2025.

No	Name	Position	Signature
1	AtoAbdishu Hussein	BoD Chairperson	
2	AtoWoldegabriel Naizghi	BoD Vice-Chairperson	
3	AtoFithanegest Gebru	BoD Member	
4	AtoHassen Yesuf	BoD Member	
5	AtoFikru Jiregna	BoD Member	
6	AtoGebregziabher Hadush	BoD Member	
7	AtoSurafeal Berhe	BoD Member	
8	AtoTefatsyon Desta	BoD Member	
9	AtoAlemseged Assefa	BoD Member	
10	AtoZenuf Asfaw	BoD Member	
11	Aklilu Wubet (PhD)	CEO	
12	Aregash Gudeta	Chief, Finance & Materials Management Officer	

ANNEX

North Addis Ababa District Office Branches			
S.N	Branches	ቅርንጫፎች	Telephone
ሰሜን አዲስአበባ ዲስትሪክት ጽ/ቤት North Addis Ababa District Office			0111704455 0111704458
1	Addisu Gebeya	አዲሱ ገበያ	0111264402 0111264412
2	Arada Piassa	አራዳ ፒያሳ	0111266894 0111267958
3	Arat Kilo	አራት ኪሎ	0111704453 0111704452
4	Balderas	ባልደ ራስ	0116674757
5	Bambis	ባምቢስ	0115576343 0115576358
6	Cathedral	ካቴድራል	0111560002 0111560060
7	CMC Michael	ሲ.ኤም.ሲ. ሚካኤል	0116675913 0116671640
8	Enqulal Fabrika	እንቁላል ፋብሪካ	0111267355 0111267821
9	Eri Bekentu	እሪ በከንቱ	0111263861 0111263951
10	Gullele	ጉለሌ	0112732016 0112732017
11	Jan Meda	ጃን ሜዳ	0111261400 0111261401
12	Kazanchis	ካዛንቺስ	0115545670 0115545671
13	Kebena	ቀበና	0111261094 0111261096
14	Kechene	ቀጨኔ	0111263139 0111263588
15	Kidist Mariam	ቅድስት ማርያም	0111570033 0111570035
16	Kotebe	ኮተቤ	0116663730 0116614493
17	Lamberet	ላምበረት	0116676289
18	Lamberet Menaheria	ላምበረት መናኸሪያ	0116660853 0116661947



19	Leul Ras Seyoum Mengesha	ልዑል ራስ ሰዩም መንገሻ	0111704455 0111704458
20	Megenagna	መገናኛ	0116674019 0116674012
21	Mesfine Harar Avenue	መስፍነ ሀረር ጎዳና	0111712033 0111712032
22	Nigist Zewditu Street	ንግስት ዘውዲቱ መንገድ	0115578071 0115578701
23	Salite Mihret	ሰዓሊተ ምህረት	0116676386 0116676387
24	Sebara Babur	ሰባራ ባቡር	0111570329
25	Shola	ሾላ	0116591822 0116595623
26	Sululta	ሱሉልታ	0111617501 0111617492
27	Wesen	ወሰን	0116678951 0116678946
28	Wuhalimat	ውኃልማት	0116631518 0116631517
29	Yeka Abado	የካ አባዶ	0118931029 0118932408

East Addis Ababa District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
ምሥራቅ አዲስ አበባ ዲስትሪክት ጽ/ቤት East Addis Ababa District Office			0116724649 0116724569
30	Agar	አጋር	0116670436 0116670313
31	Adama	አዳማ	0221119055 0221100524
32	Adama Boset	አዳማ ቦሰት	0222120055 0222120037
33	Africa Avenue	አፍሪካ ቬኑ	0116624772 0116624769
34	Adey Ababa Stadium	አደይ አበባ ስታድየም	0116356496 0116356035
35	Atlas	አትላስ	0116392083 0116392091



36	Atse-Zera Yaekob	አዳዲስ ደብዳቤ	0116811872 0116811803
37	Ayat Addebabay	አዳዲስ አዳባይ	0116390044 0116390028
38	Ayat Noah	አዳዲስ ኖህ	0116724649 0116724569
39	Ayat Gebeya	አዳዲስ ገበያ	0116390410 0116390411
40	Ayat-Tafo	አዳዲስ ጣፎ	0116390610 0116391950
41	Al-Nejashi	አልነጃሽ	0116392459
42	Beshale	በሻሌ	0116677408 0116677688
43	Bole17	ቦሌ17	0116671916 0116671588
44	Bole Arabsa	ቦሌ አራብሳ	0116125670 0116125672
45	Bole Bulbula	ቦሌ ቡልቡላ	0114700869 0114700895
46	Bole Medhanialem	ቦሌ መድኃኒአለም	0116616135 0116616136
47	Bole Michael	ቦሌ ሚካኤል	0116392033 0116392006
48	Bole Millennium	ቦሌ ሚሊኒየም	0116622757 0116662620
49	Berecha	በሬቻ	0222124041 0222123013
50	Bulbula Condominium	ቡልቡላ ኮንዶሚኒየም	0118224059
51	Cape Verde Avenue	ኬፕ ቨርድ አቪኒው	0116673376 0116673448
52	CMC	ሲ.ኤም.ሲ	0116479047 0116479044
53	Enewari	እነዋሪ	0116880518 0116880510



54	Debre Birhan	ደብረ ብርሃን	0116375420 0116375421
55	Gerji	ገርጂ	0116298141 0116298114
56	Gerji Mebrat Hayil	ገርጂ መብራት ኃይል	0116676405 0116676372
57	Gerji Sunshine	ገርጂ ሰንሻይን	0116290265 0116290016
58	Gerji Unity	ገርጂ ዩኒቲ	0116395053 0116395052
59	Gollagul	ጎላጉል	0116906008 0116906222
60	Goro Gebreal	ጎሮ ገብርኤል	0116724649 0116724569
61	Gurd Shola	ጉርድ ሾላ	0116459752 0116459753
62	Haya Arat	ሃያ አራት	0116180677 0116180670
63	Haya hulet	ሃያ ሁለት	0116672428 0116672414
64	Imperial	ኢምፔሪያል	0116686222 0116686223
65	Jackros	ጃክሮስ	0116671419 0116671420
66	Loke	ሎቄ	0116680720 0116680046
67	Legetafo	ለገጣፎ	0116682777 0116682779
68	Mehal Adama	መሀል አዳማ	0221112280 0221112284
69	Meri Loke	መሪ ሎቄ	0116682946 0116683982
70	Mickey Leland Street	ሚኪ ሊላንድ መንገድ	0116354021 0116354061
71	Moenco	ሞኤንኮ	0116686145 0116687118



72	Shalla Menafesha	ሻላ መናፈሻ	0116189303 0116632094
73	Summit Yetebaberut	ሰሚት የተባበሩት	0116391549 0116391568
74	Summit 72	ሰሚት ሰባ ሁለት	0116391987 0116391989
75	Summit	ሰሚት	0116679001 0116679022
76	Yerer Ber	የረር ቦር	0116675863 0116675873

West Addis Ababa District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
ምዕራብ አዲስ አበባ ዲስትሪክት ጽ/ቤት West Addis Ababa District Office			0113691797 0113691828
77	Abakoran	አባኮራን	0112781177 0112781181
78	Abdi Nono	አብዲ ኖኖ	0112601278 0112601347
79	Abinet	አብነት	0112780544 0112780580
80	Africa Union	አፍሪካ ዩኒየን	0115547061 0115547063
81	Alem Bank	አለም ባንክ	0113694708 0113694756
82	Alemgena	አለምገና	0113679965 0113679281
83	Amana	አማና	0112316181 0112316182
84	Atena Tera	አጠና ተራ	0112739521 0112739523
85	Autobis Tera	አውቶቢስ ተራ	0112735510 0112734844
86	Ayer Tena	አየር ጤና	0113693400 0113693450
87	Berbere Tera	በርበሬ ተራ	0112733950
88	Bisrate Gebriel	ብስራተ ገብርኤል	0113691794 0113691765



89	Dubai Tera	ዱባይ ተራ	0112734889 0112734890
90	Ehil Berenda	አህል በረንዳ	0112734981 0112735318
91	Furi	ፉሪ	0113679207
92	Gambia Street	ጋምቢያ መንገድ	0115319082 0115319083
93	Geja Sefer	ጌጃ ሰፈር	0115579140 0115579891
94	Gesho Tera	ጌሾ ተራ	0112733873
95	Girar	ግራር	0113695406 0113694921
96	Gojam Berenda	ጎጃም በረንዳ	0111263662 0111263858
97	Habte Giorgis	ሀብተ ጊዮርጊስ	0111112972 0111112973
98	Jemo	ጆሞ	0114713033
99	Kolfe	ኮልፌ	0112739304 0112739942
100	Lideta	ልደታ	0115523709 0115539872
101	Likuanda	ልኳንዳ	0112739296 0112739610
102	Mekanisa	መካኒሳ	0113698225 0113698232
103	Mekanisa Abo	መካኒሳ አቦ	0113699963 0113698781
104	Mekanisa Michael	መካኒሳ ሚካኤል	0113698447 0113698449
105	Merkato	መርካቶ	0112752867 0112752929
106	Merkato Arategna	መርካቶ አራተኛ	0112733710 0112733966
107	Merkato Tana	መርካቶ ጣና	0112735668 0112735667
108	Mesalemia	መሳለሚያ	0112768611 0112758151



109	Meskel	መስቀል	0115516652 0115516627
110	Mexico	ሜክሲኮ	0115575577 0115575578
111	Military Tera	ሚሊተሪ ተራ	0112134605 0112134608
112	Pan African	ፓን አፍሪካን	0113691828 0911350819
113	Sebeta	ሰበታ	0113380359 0113380366
114	Sefere Selam	ሰፈረ ሰላም	0112735089 0112735925
115	Sengatera	ሰንጋተራ	0115576952 0115576955
116	Shema Tera	ሸማ ተራ	0112733473 0112732997
117	Shera Tera	ሸራ ተራ	0112735562 0112735401
118	Sidamo Tera	ሲዳሞ ተራ	0112733079 0112733055
119	Sost Kutir Mazoriya	ሶስት ቁጥር ማዘሪያ	0113692129 0113692127
120	Stadium	ስታዲየም	0115580105 0115580106
121	Tabot Maderiya	ታቦት ማደሪያ	0113697242 0113697629
122	Tekle Haymanot	ተክለ ሃይማኖት	0111563812 0111563813
123	Tulu Bolo	ቱሉ ቦሎ	0113420064 0113420057
124	Wegagen Amana Bethel	ወጋገን አማና ቤቴል	0113697575
125	Welete	ወላቴ	0113803174 0113803253
126	Weliso	ወሊሶ	0113411984 0113411617
127	Weyra Bethel	ወይራ ቤተል	0113492753 0113495308
128	Wegagen Amana Alem Bank	ወጋገን አማና አለም ባንክ	0911647583



129	Yeshi Debelle	የሺ ደበሌ	0113840191
130	Zenebework	ዘነበወርቅ	0113698764 0113698762
South Addis Ababa District Office Branches			
S.N	Branches	ቅርንጫፎች	Telephone
ደቡብ አዲስ አበባ ዲስትሪክት ጽ/ቤት South Addis Ababa District Office			0114664569 0114664649
131	Akaki	አቃቂ	0114716847 0114716840
132	Arerti	አረርቲ	0222230541 0222230543
133	Beklo bet	በቅሎ ቤት	0114663603 0114663588
134	Bishoftu	ቢሾፍቱ	0114371062 0114371025
135	Bulgaria Mazonia	ቡልጋሪ ያማዞሪያ	0114701345 0114701205
136	Bole	ቦሌ	0115523524 0115536666
137	Bole Mega	ቦሌ ሜጋ	0115582517 0115582554
138	Crown	ክራውን	0118547122 0114626018
139	Dukem	ዱከም	0114320945 0114320753
140	Gara Oda	ጋራ አዳ	0114711550 0114710974
141	Gelan Condominium	ገላን ኮንዶሚኒየም	0114550113 0114550184
142	German Adebabay	ጀርመን አደባባይ	0113698928 0113699938
143	Goffa	ጎፋ	0114655816 0114655817
144	Goffa Camp	ጎፋ ካምፕ	0114672505 0114165166
145	Goffa Mebrat Hail	ጎፋ ሙብራት ኃይል	0114673753 0114661545
146	Hana Mariam	ሀና ማርያም	0114711254 0114711854
147	Jati	ጃቲ	0114716844 0114716846



148	Kaliti Masetegna	ቃሊቲ ማስልጠኛ	0114391109 0114390668
149	Kaliti	ቃሊቲ	0114394285 0114394286
150	Kera	ቄራ	0113852076 0113852066
151	Kilinto	ቂሊንጦ	0114512279 0114512198
152	Kirkos	ቂርቆስ	0114703896 0114703906
153	Lafto	ላፍቶ	0114710028 0114710029
154	Lebu	ለቡ	0114712756 0114712171
155	Lebu Ertu	ለቡ ኤርቲ	0114713963 0114713964
156	Meskel Flower	መስቀል ፍላወር	0114164753 0114168005
157	Modjo	ሞጆ	0222360300 0222360303
158	Nefas Silk	ንፋስ ስልክ	0114707612 0114707615
159	Flamingo	ፍላሚንጎ	0115580663 0115580744
160	Olympia	ኦሎምፒያ	0115575099 0115575916
161	Saris Adey Abeba	ሳሪስ አዲይ አበባ	0114708410 0114708254
162	Saris Addisu Sefer	ሳሪስ አዲሱ ሰፈር	0114707694 0114707718
163	Saris 58	ሳሪስ 58	0114711851 0114711454
164	Saris Total	ሳሪስ ቶታል	0114709163 0114708587
165	Torban Gerba	ቶርባን ገርባ	0114300820 0114301115
166	Tulu Dimtu	ቱሉ ዲምቲ	0114715772 0114715497
167	Tulu Dimtu Condominium	ቱሉ ዲምቲ ኮንዶሚኒየም	0118886831 0118886833
168	Worku Sefer	ወርቁ ሰፈር	0114717693 0114717692
169	Wello Sefer	ወሎ ሰፈር	0114668006 0114668093



Bahir Dar District Office Branches			
S.N	Branches	ቅርንጫፎች	Telephone
	ባህር ዳር ዲስትሪክት ጽ/ቤት Bahir Dar District Office		0583209667 0583206119
170	Abay Mado	አባይ ማዶ	0583213213 0583202095
171	Adet	አዴት	0583381110 0583381161
172	Ataye	አጣዬ	0336610775
173	Bahir Dar	ባህር ዳር	0582202038 0582204490
174	Bati	ባቲ	0335531576 0335531577
175	Buanbua wuha	ቧንቧ ውሃ	0333116317 0333115519
176	Bure	ቡሬ	0587741194 0587741050
177	Debre Markos	ደብረ ማርቆስ	0581782524 0581782257
178	Debre Tabor	ደብረ ታቦር	0581413452 0581415465
179	Dessie	ደሴ	0331113788 0331113789 0331116944
180	Fasiledes	ፋሲለደስ	0581260022 0581260023
181	Finote Selam	ፍኖተ ሰላም	0587750476 0587750340
182	Gendawuha	ገንዳ ውሃ	0583310010 0583310031
183	Ghion	ግዮን	0583207724 0583208720
184	GishAbay	ግሽአባይ	0583208869 0583205536
185	Gondar	ጎንደር	0581114816 0581111620
186	Injibara	እንጂባራ	0582271575 0582271682
187	kobo	ቆቦ	0333341290 0333341297
188	Kombolcha	ኮምቦሊቻ	0335510753 0335511800



189	Maraki	ማራኪ	0582113639 0582110294
190	Merawi	መርዓዊ	0583300972 0583300945
191	Metema Yohannes	መተማ የሐንስ	0585555551 0585555760
192	Motta	ሞጣ	0586611807 0586611293
193	Mugad	ሙጋድ	0333125789 0333120478
194	Sefene Selam	ሰፈነ ሰላም	0583205456 0583207746
195	Sekota	ሰቆጣ	0335405203 0948567797
196	Shoa Robit	ሸዋ ሮቢት	0336640704 0336641995
197	Tana Bahir Dar	ጣና ባህር ዳር	0582262018 0582262002
198	Wegagen Amana Selam	ወጋገን አማና ሰላም	0583209667 0583206119
199	Weldiya	ወልዲያ	0335400791 0335400789

Hawassa District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
	ሃዋሳ ዲስትሪክት ጽ/ቤት Hawassa District Office		0462122288 0462120897
200	Adola Weyu	አዶላ ወዩ	0926582057
201	Aleta Wondo	አለታ ወንዶ	0462240453 0462240687
202	Angacha	አንገጫ	0463400404 0463400406
203	Arba minch	አርባ ምንጭ	0468815093 0468815076
204	Areka	አረካ	0917190035
205	Asella	አሰላ	0223318292 0223318294
206	Atote-Hawassa	አቶቴ ሐዋሳ	0462125017 0462125015
207	Bale Robe	ባሌ ሮቤ	0222442959 0222441986
208	Batu	ባቱ	0461418156 0461415362



209	Bonosha	ቦኖሻ	0464530371 0464530256
210	Bule Hora	ቡሌ ሆራ	0464431105 0464431106
211	Butajira	ቡታጅራ	0461450060 0461450061
212	Damboya	ዳምቦያ	0462450276 0462450233
213	Dilla	ዲላ	0463311105 0463310120
214	Doyogena	ዶዮጎና	0462240404 0462240405
215	Durame	ዱራሜ	0465541449 0465541446
216	Fonko	ፎንቆ	0462630307 0462630308
217	Hadero	ሀደሮ	0464320617 0464320619
218	Halaba Kulito	ሀላባ ቁሊቶ	0465561818 0465561316
219	Hawassa	ሐዋሳ	0462202629 0462204172
220	Hawassa Arab sefer	ሐዋሳ አረብ ሰፈር	0462124361 0462124302
221	Hawassa Monopol	ሃዋሳ ሞኖፖል	0462128081 0462127833
222	Hawassa Tabor	ሃዋሳ ታቦር	0462123991 0462123992
223	Homecho	ሆሜቾ	0462510285 0462510397
224	Hosaena	ሆሳይና	0465554216 0465554209
225	Hosaena Gombora	ሆሳይና ጎምቦራ	0461780533 0461780534
226	Hulbareg	ሁልባረግ	0462690295 0462690499
227	Jajura	ጃጃራ	0462650308 0462650015
228	Jinka	ጃንካ	0467752294 0467752112
229	Konso Karat	ኮንሶ ካራት	0467730579 0468964232
230	Meki	መቂ	0221181200 0221181227



231	Moyale Sub Branch	ሞያሌ ንዑስ ቅርንጫፍ	0464441603 0464441750
232	Mudula	ሙዲላ	0462350626 0462350523
233	Negele	ነጌሌ	0464452320 0464457473
234	Negele Arsi	ነጌሌ አርሲ	0461162815 0461162816
235	Shakiso	ሻኪሶ	0463341851 0463341850
236	Shashemene	ሻሸመኔ	0461103468 0461103466
237	Shashemene Arada	ሻሸመኔ አራዳ	0462110621 0462114546
238	Shashemene Oda	ሻሸመኔ ኦዳ	0462111536 0462110984
239	Shinshicho	ሸንሺሻ	0463390893 0463390923
240	Wegagen Amana Werabe	ወጋገን አማና ወራቤ	0462122288 0462121681
241	Wolayita Sodo	ወላይታ ሶዶ	0465514592 0465514593
242	Yirgachefe	ዩርጋጨጌ	0463320410 0463320161
243	Yirgalem	ዩርጋለም	0462252421 0462252458

DireDawa District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
	ድሬዳዋ ዲስትሪክት ጽ/ቤት DireDawa District Office		0251110827 0251110442
244	Al-Baraka	አል በረካ	0252783562 0252784299
245	Awash 7 Kilo	አዋሽ 7 ኪሎ	0222241571 0222241484
246	Aweday	አወዳይ	0256620280 0256620167
247	Babile	ባቢሌ	0256650592 0256650594
248	Chemin-de-fer	ሼመንደፍር	0254115700 0254115702
249	Chiro	ጭሮ	0256590685 0256590455



250	Degahbur	ደጋህቡር	0257710702 0257710596
251	DireDawa	ድሬዳዋ	0251124669 0251111101
252	Gode	ጎዴ	0257761541 0257762163
253	Hafet-Issa	ሃፈት ኢሳ	0251124674 0251124699
254	Harar	ሐረር	0256663623 0256664622
255	Harar Arategna	ሐረር አራተኛ	0254669894 0254662289
256	Havana	ሃቫና	0252788669 0252786326
257	Jigjiga	ጅግጅጋ	0257757628 0257752057
258	Kebri-Daher	ቀብራ-ደሀር	0257741453 0257741231
259	Kebri-Beyah	ቀብራ-ቤሃ	0256690477 0256690356
260	Kezira	ከዚራ	0251110285 0251130372
261	Logia	ሎጊያ	0335500499 0335500503
262	Sabian	ሳቢያን	0254111984 0254116448
263	Seid-Square	ሰይድ አደባባይ	0252780949 0252782914
264	Semera	ሰመራ	0333660100 0333660102
265	Togo-Wajaale Sub Branch	ቶጎ-ዋጃሌ ንዑስ ቅርንጫፍ	0258820033 0258820032
266	Wegagen Amana Babu-Rahema	ወጋገን አማና ባቡ-ራሕማ	0252110501

Jimma District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
		ጅማ ዲስትሪክት ጽ/ቤት Jimma District Office	0471116168 0471116305
267	Abobo	አቦቦ	0475590423
268	Agaro	አጋሮ	0472211031 0472211051



269	Ameya	አመያ	0472270424 0472273498
270	Assosa	አሶሳ	0577751362 0577751422
271	Awetu	አዌቱ	0472116739 0472119630
272	Bedele	በደሌ	0474451809 0474451810
273	Bonga	ቦንጋ	0473311971 0473311933
274	Dimma	ዲማ	0993849516 0925342475
275	Gambella	ጋምቤላ	0475511767 0475511944
276	Gambella New Land	ጋምቤላ ኒውላንድ	0471513233 0471510044
277	Gimbi	ጊምቢ	0577712308 0577712797
278	Itang	ኢታንግ	0474650404
279	Jimma Abajifar	ጅማ አባጅፋር	0471116393 0471123616
280	Jimma Gibe	ጅማ ጊቤ	0472111003 0472112838
281	Jimma Jiren	ጅማ ጅሬን	0472113184 0472113186
282	Jimma Bore	ጅማ ቦሬ	0472113180
283	Lare	ላሬ	0475530023 0475530540
284	Limmu Genet	ሊሙ ገነት	0472240650 0923497004
285	Maji	ማጂ	0478111258
286	Menit Shasha	መኔት ሻሻ	0474527576 0474527599
287	Meti	ሜጢ	0473390627 0473390628
288	Metu	ሙቱ	0471411050
289	Mizan Aman	ሚዛን አማን	0471350066 0471350098
290	Nekemte	ነቀምት	0576613068 0576613081
291	Omo	አሞ	0910230420



292	Openo	አፔኖ	0471510038 0471510039
293	Pinyudo	ፒንሳውዶ	0474650404
294	Sheko	ሸኮ	0477780526 0477780313
295	Shey Bench	ሼይ ቤንች	0477770508 0477770725
296	Tello	ጠሎ	0470771033 0470771019
297	Tepi	ቴፒ	0475562620 0475562621
298	Terpham	ተርፋም	0478519369
299	Wacha	ዋቻ	0473380455 0473380456
300	Welkite	ወልቂጤ	0113658180 0113658116

Mekelle District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
	መቀሌ ዲስትሪክት ጽ/ቤት Mekelle District Office		0342415185 0342415186
301	16 KEBELE	16 ቀበሌ	0979396823
302	Abala (Afar)	አብዓላ (አፋር)	0346650495/0491
303	Abyi Addi	ዓብይ ዓዲ	0344460503 0344460313
304	Addi Hawusi	አዲ ሃውሲ	0344408439/31
305	Adi Shumdhun	አዲ ሹምድሁን	0342410017/44
306	Adi Gudem	አዲ ጉድም	0344370665
307	AdiHa	ዓዲሐ	0342415575 0342418477
308	Adigrat	አዲግራት	0344452866 0344452790
309	Adigrat Menaheria	አዲግራት መናኸሪያ	0918812680
310	Adishu	ዓዲሹ	0342415185/86



311	Agaziyan	አግአዝያን	0924221332 0914586441
312	Agulae	አጉላዕ	0343140486 0343148221
313	Alamata	አላማጣ	0347740772 0347740264
314	Ambasera	አምባሴራ	0917331937 0342401303
315	Arid	አሪድ	0914215467
316	Atsbi	አፅቢ	0343400322/27
317	Ayder (Mekelle)	አይደር (መቀሌ)	0342408582
318	Aynalem	አይናለም	0914757159
319	Castle (Mekelle)	ካስትል (መቀሌ)	0344402689/79
320	Chercher (Raya)	ጨርጨር (ራያ)	0343170338
321	Daero	ዳዕሮ	0342413466
322	Della	ደላ	0914045004
323	Dera	ዴራ	0342415185/86
324	Edaga Arbi	እዳጋ አርቢ	0343460360/44
325	Edaga Hamus	እዳጋ ሐሙስ	0347730546 0347730185
326	Edaga Kedam	እዳጋ ቀዳም	0914179170
327	Edaga Mekelle	እዳጋ መቀሌ	0344413666/22
328	Edaga Rebue	እዳጋ ረቡዕ	0945058172
329	Ekram Mekelle	ኢክራም መቀሌ	
330	Enda Tirota	እንዳ ጥሮታ	0945058172
331	Enkodo Mekelle	እንኮዶ መቀሌ	0342415415/26
332	Fatsi	ፋቲ	0342415185/86
333	Freweyni	ፍረወይኒ	0344470645/35



334	Gidimti	ግድምቲ	0342419839 0342416946
335	Gijet	ግጅት	0914404639
336	Guya	ጉያ	0914473593
337	Hadish Adi	ሀዲሽ አዲ	0926697874
338	Hadnet	ሐድነት	0342415414/23
339	Hagereselam	ሀገረሰላም	0910525264
340	Haik Mesahal	ሃይቅ መስሐል	0968889321
341	Hawelti	ሀውልቲ	0344419674 0344419433
342	Hawzen	ሐውዜን	0346670206/8604
343	Hawzen Adebabay	ሐውዜን አደባባይ	0342415185
344	Hewane	ሐዋነ	0343150483 0343150528
345	Illala	ኢላላ	0344406954/56
346	Kalid	ኻሊድ	0914705524
347	Kedamay Weyane	ቆዳማይ ወያነ	0342415185/86
348	Kelamino	ቃላሚኖ	0914154949
349	Kelkel Debri	ቀልቀል ደብሪ	0342412564/79
350	Kilte Awlaelo	ክልተ አውላሎ	0344431217/44
351	korem	ኮረም	0914167085
352	Kukufto	ኩኩፍቶ	0904049327/30
353	Lachi	ላጪ	0342414895 0342413268
354	Lachi Meneharia	ላጪ መናኸሪያ	0914748920
355	Maichew	ማይጨው	0347770563/49



356	Mayliham	ማይሊሐም	0342403490 0342403256
357	MayWeyni	ማይወይኒ	0992311067
358	Medeber Mekelle	መደበር መቐለ	0914219954
359	Megab	መጋብ	0342415185/86
360	Mehoni	መኸኒ	0346640258/62
361	Mekelle	መቀለ	0344408933/34
362	Meles Zenawi	መለስ ዜናዊ	0342415185
363	Mere Mieti	መረሚኢቲ	0914114245
364	Messebo	መሰቦ	0342415185/86
365	Meyda Agame (Adigrat)	መይዳ ዓጋመ (ዓዲግራት)	0344451785/94
366	Midregenet Mekelle	ምድረገነት መቐለ	0342415185/86
367	Miwtsae Werki	ምውጻዕ ወርቂ	0342452413/0697
368	Momona	ሞሞና	0342404874
369	Nebelet	ነበለት	0343280240/85
370	Negash	ነጋሽ	0913020294
371	Quiha	ኩሃ	0342402590/2054
372	Ras Alula Abanega	ራስ አሉላ አባነጋ	0344461777 0344461337
373	Raya Timuga	ራያ ጥሙጋ	0343160280/18
374	Romanat	ሮማናት	0344406608/10
375	Samre	ሳምረ	0342415185/86
376	Sebeya	ሰበያ	0914096559
377	Semaetat	ሰማዕታት	0914120922
378	Swuha Welwalo	ሰዉሃ ወልዋሎ	0914590577



379	Tsigereda	ፅጌረዳ	0342415185/86
380	Welwalo	ወልዋሎ	0930001873
381	Werk Amba	ወርቅ አምባ	0910525264
382	Wukro	ውቅሮ	0344430373/0683
383	Yechila	የጭላ	0344220372
384	Zala Ambesa	ዛላ አምበሳ	0347790647

Shire District Office Branches

S.N	Branches	ቅርንጫፎች	Telephone
	ሸረ ዲስትሪክት ጽ/ቤት Shire District Office		0342443685 0342444248
385	Adi Abun	አዲ-አቡን	0342710001/02
386	Adi Awala	ዓዲ አውዓላ	0342415185/86
387	Adi Daero	አዲ ዳዕሮ	0344320539/41
388	Adi Goshu	አዲ ጎሹ	0914114587
389	Adi Hageray	አዲ ሃገራይ	0343240707/0372
390	Adi Mahleka	ዓዲ ማሀለካ	0342443685/4248
391	Adi Mohameday	አዲ-መሐመዳይ	0914791283
392	Adi Nebried	ዓዲ ኑብሪዒድ	0343250005/06
393	Adi Remets	ዓዲ ረመፅ	0342443681/85
394	Adwa	አድዋ	0347714046/43
395	Ahsea	አሕሰአ	0966853824
396	Axum	አክሱም	0347753631/95
397	Axum University Sub Branch	አክሱም ዩኒቨርሲቲ ንዑስ ቅርንጫፍ	0347753631



398	Baeker	ባዕከር	0342443681/85
399	Bizet	ብዘት	0343120424/0501
400	Chila	ጭላ	0345594308
401	Daero-Hafash	ዳዕሮ ሓፋሽ	0914002352
402	Dansha	ዳንሻ	0344360451/0118
403	Dibdibo	ድብድቦ	0345560415/0358
404	Edaga Axum	እዳጋ አክሱም	0342756108
405	Edaga Enticho	እዳጋ እንጥጭ	0342443685/4248
406	Edaga Hibret	እዳጋ ህብረት	0342443681/85
407	Edaga Shire	እዳጋ ሸረ	0342446107/4587
408	Endabaguna	እንዳባጉና	0346610473/86
409	Endasellasia	እንዳስላሴ	0344444117/31
410	Enticho	እንትጭ	0344490602/0803
411	Feres May	ፈረስ ማይ	0343100174/62
412	Gerhu Sirnay	ገርሁ ስርናይ	0344380408/0353
413	Hitsats	ህፃፅ	0341408520
414	Humera	ሁመራ	0344480005/07
415	Kaleb	ካሌብ	0342750081/82
416	Ketema Nigus	ከተማ ንጉስ	0342443685 0342444248
417	Kisad Geba	ክሳድ ገባ	0914447572
418	Korarit	ቆራሪት	0348440772/81
419	Mahbere Dego	ማህበረ ዴጎ	0343290122/23
420	Maili	ሜይሊ	0914252540



421	May kinetal	ማይ ቅነጣል	0930493864
422	May Tsebri	ማይ ፀብሪ	0346620368/70
423	Maygaba	ማይገባ	0972161700
424	Mayhanse	ማይሀንስ	0342443681/85
425	Maykadra	ማይካድራ	0343320055/0122
426	Midre Genet	ምድረ ገነት	0914186344
427	Midre-Hayelom	ምድረ ሐየሎም	0914210810
428	Nigiste Saba	ንግስተ-ሳባ	0342750061/74
429	Rama	ራማ	0345550585
430	Remhay	ረምሃይ	0342750066/77
431	Sefeo	ሰፊዮ	0914114587
432	Sehul Shire	ሰሁል ሸረ	0913802230
433	Selekleka	ሰለክለካ	0347760495/97
434	Semema	ሰመማ	0344455576/80
435	Setit Humera	ሰቲት ሁመራ	0914447572
436	Sheraro	ሸራሮ	0345500025/0104
437	Shire	ሸረ	0344442165/2424
438	Shire Meneharia	ሸረ መነሃሪያ	0344442165/2424
439	Soloda	ሶሎዳ	0342710001/20
440	Tahtay Adiyabo	ታህታይ አዲያቦ	0914174717
441	Tekeze	ተክዜ	0921991212
442	Wegagen Amana Bilal	ወጋገን አማና ቢላል	0342443685 0342444248
443	Wukro Maray	ውቅሮ ማራይ	0346680208/0575





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