



NICO
Holdings
Plc

PRELIMINARY RESULTS

FOR THE YEAR ENDED 31 DECEMBER 2025

HIGHLIGHTS

PROFIT AFTER TAX
INCREASES BY
141%
TO MK323.5 BILLION

REVENUE
INCREASES BY
74%
TO MK918.5 BILLION

DIVIDENDS
INCREASE BY
100%
TO MK41.8 BILLION

ONE
NICO

SUMMARY STATEMENTS OF COMPREHENSIVE INCOME

	GROUP		COMPANY	
	31-Dec-25 MK'million	Restated 31-Dec-24 MK'million	31-Dec-25 MK'million	Restated 31-Dec-24 MK'million
Insurance revenue	177,132	145,874	-	-
Insurance service expenses	(52,539)	(53,298)	-	-
Net expense from reinsurance contracts held	(48,870)	(28,387)	-	-
Insurance service result	75,723	64,189	-	-
Net insurance finance expense	(6,814)	(13,630)	-	-
Revenue from non-insurance operations	742,208	383,285	59,381	24,334
Other income	3,915	1,056	92	880
Share of profit from associate and joint venture companies	1,618	1,128	1,618	1,128
Depreciation and amortisation	(7,789)	(7,789)	-	-
Impairment losses on financial assets	(38,486)	(4,725)	-	-
Other finance costs	(3,065)	(3,658)	(906)	(326)
Operating expenses	(295,922)	(209,391)	(12,429)	(7,892)
Profit before income tax	471,388	210,465	47,682	18,070
Income tax expense	(147,880)	(76,072)	(4,409)	(1,252)
Profit for the year	323,508	134,393	43,273	16,818
Attributable to non-controlling interest	155,675	62,384	-	-
Attributable to shareholders of the parent company	167,833	72,009	43,273	16,818
	323,508	134,393	43,273	16,818

Other comprehensive income
Items that will never be reclassified to profit or loss
Profit on available for sale assets
Revaluation of property and equipment
Items that are or may be reclassified to profit or loss
Translation difference on foreign subsidiary
Total other comprehensive income for the year after tax

Total comprehensive income for the year

Attributable to non-controlling interest
Attributable to shareholders of the parent company

Dividend paid to shareholders of the parent company	(27,119)	(12,517)	(27,119)	(12,517)
Earnings per share (Kwacha)	160.90	69.04	-	-
Dividend paid per share (Kwacha)	26.00	12.00	26.00	12.00
Number of shares in issue ('000)	1,043,041	1,043,041	1,043,041	1,043,041

SUMMARY STATEMENTS OF FINANCIAL POSITION

ASSETS	4,207,412	2,428,935	75,595	37,484
Cash and cash equivalents	280,137	281,853	24,043	6,652
Trade and other receivables	32,884	30,131	5,577	2,460
Loans and advances to customers	349,933	234,942	-	-
Client funds under management	564,135	275,506	-	-
Reinsurance contract assets	37,234	38,583	-	-
Other investments and loans receivable	107,808	129,765	2	2
Inventories	1,360	649	-	-
Investment in associate and joint venture companies	16,468	14,796	16,468	14,796
Investment in government securities	1,051,892	753,061	-	-
Investment in subsidiaries	-	-	22,623	9,212
Investment in equity shares	1,668,665	601,217	4,967	3,295
Investment properties	7,459	6,114	312	246
Deferred tax assets	25,283	9,814	883	536
Right-of-use assets	2,490	3,775	333	2
Intangible assets	17,301	17,676	12	23
Property and equipment	44,363	31,053	375	260
LIABILITIES	3,662,011	2,154,356	26,766	6,731
Deposits and customer accounts	991,040	645,471	-	-
Trade and other payables	271,991	322,784	12,295	6,255
Client funds payable	493,500	236,895	-	-
Insurance contract liabilities	1,812,699	901,701	-	-
Reinsurance contract liabilities	98	49	-	-
Interest-bearing loans and borrowings	48,078	23,471	14,068	458
Lease liabilities	6,948	7,448	403	18
Deferred tax liabilities	37,648	16,537	-	-

EQUITY	545,401	274,579	48,829	30,753
Issued share capital	52	52	52	52
Reserves	299,652	153,665	48,777	30,701
Non-controlling interest	245,697	120,862	-	-
TOTAL EQUITY AND LIABILITIES	4,207,412	2,428,935	75,595	37,484

SUMMARY STATEMENTS OF CHANGES IN EQUITY

Balance as at the beginning of the year	274,579	161,006	30,753	25,868
Net profit for the year	323,508	134,393	43,273	16,818
Other comprehensive income	22,681	4,636	1,922	583
Dividends paid	(64,220)	(25,456)	(27,119)	(12,516)
Other transactions with owners of company	(11,147)	-	-	-
Balance as at the end of the year	545,401	274,579	48,829	30,753

SUMMARY STATEMENTS OF CASH FLOWS

CASH FLOWS FROM OPERATING ACTIVITIES

Profit before Tax	471,388	214,123	47,682	18,070
Adjustment for non cash items included within the income statement	(1,353,964)	(375,589)	(52,583)	(19,995)
Changes in operating assets	(717,375)	(545,248)	(3,560)	(644)
Changes in operating liabilities	1,426,245	705,763	1,209	1,506
Cash used in operations	(173,706)	(951)	(7,252)	(1,063)
Interest received banking business	386,621	234,220	-	-
Interest paid banking businesscomponent	(118,042)	(79,481)	-	-
Interest received-other	24,975	-	-	-
Interest received-other	(40,789)	(38,895)	-	-
Tax refund	855	8,005	855	-
Income tax paid	(127,476)	(51,767)	(134)	(441)
Net cashflows (used in) /generated from operating activities	(47,561)	71,131	(6,531)	(1,504)

CASH FLOWS FROM INVESTING ACTIVITIES

Proceeds from disposal of property and equipment
Proceeds from disposal of investment
Additions to property and equipment and intangible assets
Additions to investment properties
Investment in associate
Additional investment in subsidiary
Dividends received from equity investments
Dividends received from Joint venture
Additions to Investment in government securities
Disposal of investment in government securities
Additions to loans and debentures
Proceeds from disposal of loans and debentures
Additions to equity shares
Proceeds from disposal of equity shares
Interest received
Net cash generated from investing activities

CASH FLOWS FROM FINANCING ACTIVITIES

Long term borrowings raised
Capital repayment of long-term borrowings
Interest repayment on long term borrowings
Capital repayment of lease liabilities
Acquisition of non controlling interest
Transaction cost on acquisition of non controlling interest
Dividend paid
Net cash used in financing activities

Net increase/(decrease) in cash and cash equivalents
Cash and cash equivalents at 1 January
Effects of changes in exchange rates
Cash and cash equivalents at 31 December

BASIS OF PREPARATION

The Directors have prepared the summary consolidated and separate financial statements to meet the listing requirements of the Malawi Stock Exchange. The Directors believe that the summary consolidated and separate statements of financial position, summary consolidated and separate statements of comprehensive income, summary consolidated and separate statements of changes in equity, and summary consolidated and separate statements of cash flows are sufficient to meet the requirements of the users of the summary financial statements. The amounts in the summary financial statements are prepared in accordance with the framework, concepts, and the measurement and recognition requirements of IFRS Accounting Standards as issued by the International Accounting Standards Board and the Directive as issued by the Institute of Chartered Accountants in Malawi(ICAM).

The summary financial statements have been derived from the Annual Financial Statements, which the Board of Directors approved on 20 March 2026.

PUBLISHING OF PRELIMINARY FINANCIAL STATEMENTS

The Board has elected to publish preliminary financial statements in advance of the audited results to ensure timely and equitable access to financial information for all stakeholders.

This decision was made because certain affiliated entities of NICO Holdings Plc in other jurisdictions, which include NICO Holdings Plc's financial performance, will be releasing their financial statements earlier. As a result, parts of NICO Holdings Plc's financial information will become public outside Malawi. To maintain transparency, uphold good corporate governance practices, and ensure that both local and international shareholders have simultaneous access to consistent and reliable information, the Board decided it was appropriate to publish these preliminary results now. The Board does not expect the preliminary results to be significantly different from the audited results. The audited financial statements will be published within the Malawi Stock Exchange regulatory timelines after the completion of the audit process.

RESTATEMENT OF THE CONSOLIDATED FINANCIAL STATEMENTS

During the year the Group restated its prior year consolidated and separate financial statements to correct some prior period misstatements as summarized below.

1. Restatement of correction of accounting treatment – Investment in Associates

During the preparation of the Group financial statements for the year ended 31 December 2025, management identified that an investment acquired during the year ended 31 December 2024 had been incorrectly accounted for as a financial asset measured at fair value through profit or loss. Upon reassessment, management determined that, when considering the combined direct shareholding of the Company and indirect shareholding, through its subsidiary, the Group has significant influence over the investee. Accordingly, the investment meets the definition of an associate and should have been accounted for using the equity method in accordance with IAS 28 Investments in Associates and Joint Ventures rather than being measured at fair value under IFRS 9 Financial Instruments.

As a result, the previously recognised fair value gain recorded in other comprehensive income in the prior year has been reversed and the investment has been recognised as an investment in associate, initially measured at cost and subsequently adjusted to recognise the Group's share of the associate's post-acquisition results.

This correction has been accounted for retrospectively in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. Comparative information for the year ended 31 December 2024 has therefore been restated.

2. Restatement of policy holder tax

During the year, the Group revised the presentation of policyholder tax in accordance with the applicable requirements of IFRS 17 (paragraphs 65, 83 and 121) and IAS 12. In the prior period, an amount of MK12.7 billion relating to policyholder tax was incorrectly netted off within insurance revenue. Under the updated interpretation, this amount is presented gross in insurance revenue, with a corresponding income tax expense recognised in accordance with IAS 12. This has resulted in a prior year restatement, increasing comparative insurance revenue by MK12.7 billion, and increasing comparative income tax expense by the same amount. The restatement does not impact total profit for the year 2024 and total equity as the amounts fully offset.

3. Restatement of fair value gains and losses arising on equity instruments designated at fair value through other comprehensive income

In the prior year, the Group incorrectly presented fair value gains and losses on equity instruments designated at fair value through other comprehensive income (FVOCI) within items that may be reclassified subsequently to profit or loss. In accordance with IFRS 9, such amounts should be presented within items that will not be reclassified subsequently to profit or loss, as they are not recyclable on disposal.The Group has corrected this presentation error by reclassifying the affected amounts within other comprehensive income. The correction has been applied retrospectively in line with IAS 8.This restatement impacts presentation only and has no effect on profit or loss, total other comprehensive income, total equity, or net assets.

OVERVIEW

The Directors are pleased to report on the preliminary consolidated results of NICO Holdings PLC and its subsidiaries, joint venture, and associate companies ("NICO Group") for the year ended 31 December 2025.

NATURE OF ACTIVITIES

The core business of the NICO Group is General Insurance, Life Insurance, Pension Services, Banking, Corporate Finance Advisory and Asset Management. The NICO Group through its portfolio investments also owns substantial investments in property, listed and unlisted equity investments across various industries in the Malawi economy. The Group carries out its business through subsidiaries in Malawi and Zambia, a joint venture company in Malawi and associate companies in Malawi and Mozambique.

ECONOMIC OVERVIEW

The NICO Group delivered strong growth in 2025 despite operating in a challenging macroeconomic environment in Malawi. Economic activity was constrained by persistent foreign exchange shortages, intermittent fuel supply disruptions, erratic electricity generation, and adverse weather conditions in some parts of the country that negatively impacted agricultural production. These factors contributed to elevated inflationary pressures and sustained high interest rates throughout the year.

GROUP RESULTS

Gross revenue for the year ended 31 December 2025 increased by 74% to MK918.5 billion, compared to MK 529.2 billion in 2024, primarily driven by the banking and life insurance businesses. Consolidated profit after tax, excluding other comprehensive income, increased by 141% to MK 323.5 billion, up from MK 134.4 billion in 2024. The consolidated profit after tax, excluding other comprehensive income, that is attributable to owners of the parent company (NICO Holdings plc), increased by 133% to MK167.8 billion, up from MK72.0 billion. This outstanding result was largely attributed to strong performances in the banking and life insurance businesses. The rest of the businesses also registered significant profit growth in the year. Consolidated profit after tax, along with other comprehensive income, increased by 149% to MK 346.2 billion, compared to MK 139.0 billion in 2024. The consolidated profit after tax, along with other comprehensive income, attributable to owners of the parent company, increased by 142% to MK180.7 billion, up from MK74.7 billion.

SEGMENTAL PERFORMANCE

Banking

NBS Bank Plc delivered another very impressive performance in the year driven by growth in money market investments, loan book and non-interest income. Profit after tax grew by 106% to MK150.4 billion from MK73.0 billion in 2024.

The Bank's balance sheet grew by 29% in 2025 to MK1.54 trillion (2024: MK1.2 trillion). The Bank registered a 43% growth in customer deposits to MK1.04 trillion (2024: MK726.7 billion). Loans and advances grew by 49% to close at MK 349.9 billion (2024: MK 234.9 billion).

Net interest income grew by 92% to MK 307.7 billion (2024: MK 160.3 billion), driven by increases in money market investments and the loan book. Non-interest revenue grew by 147% to MK111.0 billion (2024: MK45.2 billion) mainly due to an increase in trade finance and foreign exchange trading income. Impairment charges rose to MK38.4 billion, up by 715% from MK4.7 billion in 2024, mainly due to increased IFRS 9 impairments. The Bank's internal assessment of the level of credit risk associated with some classes of financial instruments indicated that an additional provision was necessary. As a result, the provision increased significantly.

Life Insurance

NICO Life Insurance Company Limited registered a 46% increase in total insurance revenue to MK 80.0 billion (2024: MK 54.7 billion). This growth was attributed to organic growth, new business, and investment returns. The business registered a profit after-tax growth of 246% to MK 155.6 billion (2024: MK 44.9 billion). The growth in profitability was attributed to business growth and better investment returns from fixed-income instruments and listed equities.

The associate company in Mozambique registered a 24% decrease in after-tax profit to MK2.0 billion (2024: MK 2.7 billion). The decrease in profitability was due to post-election disruptions within the first half of the year that adversely affected business operations. NICO Holdings Plc's 34.3% share of the profit after tax was MK703.5 million, which represented a 24% decrease compared to the MK931.5 million profit after tax in 2024.

General Insurance

The general insurance business in Malawi registered insurance revenue growth of 21% to MK 49.5 billion (2024: MK 40.9 billion). Revenue growth was driven by both organic growth and new business. The business registered an after-tax profit growth of 22%, MK7.0 billion (2024: MK5.8 billion). The year's growth in profitability was due to improved loss ratio and an increase in investment income.

The business in Zambia registered insurance revenue growth of 23% to MK 47.6 billion (2024: MK38.8 billion). The increase in revenue was due to both organic growth and new business. The business registered a profit after-tax growth of 51% to MK1.0 billion (2024: MK719.2 million). The profitability in the year was attributable to improved loss ratio and an increase in investment income.

Asset Management

NICO Asset Managers Limited ("NAML") specialises in portfolio management and investment advisory services and has, over the years, delivered above-market returns and financial solutions to a wide range of clients.

NAML registered growth in assets under management of 144% in the year to MK 4.4 trillion (2024: MK 1.8 trillion). Total income at MK23.6 billion was 38% above the previous year's income of MK17.1 billion, largely due to growth in Assets Under Management (AUM) and improved interest margins realised on the AUM. The business registered a profit after tax growth of 28% to MK8.8 billion (2024: MK7.0 billion).

Pension Administration

NICO Pension Services Limited is licenced to offer pension administration services and act as a corporate trustee for pension schemes.

The Company registered revenue growth of 91% to MK13.3 billion (2024: MK 7.0 billion). The revenue growth was driven by an increase in administration fees from new business, organic growth, and an increase in pension funds under management. The business registered significant growth in profit after tax of 208% to MK4.6 billion (2024: MK 1.5 billion).

Information Technology Services

NICO Technologies Limited is a leading technology services company offering a wide array of ICT services, including Managed IT Services, Digital Transformation, and IT Security.

The Company registered revenue growth of 21% to MK11.9 billion (2024: MK 9.8 billion) driven by the growth of ICT management services, ICT infrastructure services, and sales of software licenses. The business registered a profit after-tax growth of 58% to MK 1.5 billion in the year (2024: MK 1.0 billion).

Segmental Contribution to Group Profit After Tax

	31-Dec-2025 MK' Million	Restated 31-Dec-2024 MK' Million	Growth %
Banking	150 422	72 991	106%
Life insurance	155 568	44 936	246%
Asset management	8 821	7 024	26%
General insurance - Malawi	7 089	5 824	22%
Pension administration	4 625	1 504	208%
Information technology services	1 594	1 012	58%
General insurance - Zambia	1 084	719	51%
Other segments	1 346	432	212%
Holding company	41 656	16 818	148%
Total	372 205	151 260	146%
Elimination of dividend income from group companies	(48 697)	(16 866)	189%
Group profit after tax	323 508	134 394	141%

STRATEGIC ALLIANCES

The Group continues to strengthen its relationships with its strategic partners, such as SanlamAllianz, Africap LLC, Botswana Insurance Holdings Ltd (BIHL), Rabo Bank of the Netherlands, and Eris Properties Group of South Africa.

CORPORATE SOCIAL RESPONSIBILITY

In 2025, NICO Group invested MK1.3 billion in Corporate Social Responsibility (CSR) initiatives to empower communities.

- Community Outreach: We channeled MK400 million towards maize relief efforts in Machinga, helping vulnerable households manage the effects of food insecurity.
- Education: MK222 million was dedicated to improving school infrastructure, providing scholarships, and supporting skills development to widen pathways for young Malawians to thrive.
- Sports Development: With an investment of MK224 million, we continued to champion sports such as netball and football, alongside digital skills and youth engagement programmes that nurture talent and ambition.
- Arts & Culture: We allocated MK250 million to the creative sector—engaging artists with financial literacy programs, and supporting artistic expression, cultural events, and entertainment industries that preserve identity and create new economic opportunities.
- Health: MK67 million was invested in healthcare and social wellbeing initiatives to strengthen community health systems and support vulnerable groups.
- Thought Leadership: MK168.5 million was allocated in strategic investments - supporting economic forums, industry networks, and leadership platforms that shape dialogue and drive national progress.

Through these efforts, NICO Group continues to drive meaningful social and economic change in Malawi.

DIVIDEND

The declared and proposed dividends for NICO Holdings plc are as follows;

	Year to December 2025		Year to December 2024	
	MK per share	Total MK' 000	MK per share	Total MK' 000
1st interim dividend	6.00	6,258,246	3.00	3,129,123
2nd interim dividend	6.00	6,258,246	3.00	3,129,123
3rd interim dividend	20.00	20,860,820	10.00	10,430,410
Final dividend	8.05	8,396,480	4.00	4,172,164
Total	40.05	41,773,792	20.00	20,860,820

After taking consideration of future investments and capital requirements, the Board of directors resolved to pay a third interim dividend of MK20.00 per share (MK20.861 billion), (2024: MK10 per share, MK10.430 billion) during the Board meeting held on 20th March 2026.

Shareholders recorded in the members register of the company at the close of business on Friday 10 April 2026 will be eligible for the dividend payable on 20 April 2026. The Register will be closed from 11 April 2026 to 13 April 2026, and no transfers will be registered during that time. Shareholders are advised that the ex- dividend date is Wednesday 8 April 2026, (the ex-dividend date is the date on which the shares begin trading without the subsequent dividend value). Therefore, for a shareholder to receive the 3rd interim dividend they must own the shares before Wednesday 8 April 2026.

At the forthcoming AGM, the Board of directors will be recommending a final dividend of MK8.05 per share (MK8.396 billion) for the 2025 financial year (2024: MK4.00 per share, MK4.172 billion).

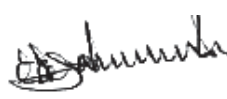
Subject to the approvals outlined above and including the first interim dividend which was paid on 22nd September 2025 and second interim dividend which was paid on 29th December 2025, the total dividend to be paid in respect of 2025 financial year is MK40.05 per share or MK41.774 billion compared to MK20.00 per share or MK20.861 billion that was paid for the 2024 financial year. This represents a 100% dividend growth.

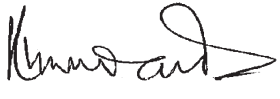
OUTLOOK

Looking ahead to 2026, the Ministry of Finance, Economic Planning and Decentralization projects economic growth of approximately 3.8%, supported by increased production and investment in the agriculture, mining, manufacturing, and tourism sectors. Agricultural output is expected to recover, subject to improved weather conditions, aided by lower fertilizer prices and improved rainfall.

In addition, higher tobacco production and the recommissioning of the Kayelekera uranium mine are expected to strengthen export earnings. Inflation is projected to moderate during the year, mainly due to easing food prices following anticipated improvements in agricultural production during the 2025/26 growing season, alongside ongoing Government food relief interventions. However, according to the RBM, inflation is expected to remain in double digits, averaging around 21%, reflecting persistent upward pressure from the non-food component of the consumer basket. Upside risks remain, particularly from global geopolitical tensions, which could affect commodity prices through supply chain disruptions.

The Group has strategies to effectively manage the risks and is committed to growing the business in line with its 2026 goals and objectives.


Dr. Elias Ngalande
CHAIRMAN


Vizenze Kumwenda
GROUP MANAGING DIRECTOR