

Stanbic Bank Moving Forward™



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Any major highlights you would like to point out in the bank's performance for 2018?

As I look back on last year or the last five years, its remarkable how well the bank has performed. And I'm not only talking about our robust financial performance but also about how much we have accomplished to help our customers and communities across the country. 2018 was indeed another year of solid performance for the bank primarily due to our relentless focus on the needs of our customers.

We made available Ushs 405 billion in new credit to our clients and as a result grew our loan book by 18% - almost double the industry growth rate to Ushs 2.5 trillion in More customers trusted us with their money and our deposits grew 8% to Ushs 3.9 trillion year-on year. We were able to gain a slight uptick in market share for both loans and deposits across the sector in 2018. We also continued to make excellent progress around digitization, risk management, innovation, supporting small businesses and investing in our people. We enabled several sectors such as manufacturing, agriculture, construction, trade and household lending by living our purpose - "Uganda is our home and we drive her growth". We currently hold approximately Ushs 1.8 trillion (43% market share) in off-balance sheet exposures (guarantees, letters of credit and performance bonds) primarily supporting the government agenda of infrastructure and building a better Uganda for tomorrow.

Because of this dedication to our clients and communities, we were able to realise Profit before Tax of Ushs 297 billion; a 12% increase year-on-year and Profit after tax of Ushs 215 billion. We have now delivered record results for five years in a row and have confidence that we will continue to deliver in the future. We also look forward to rewarding our shareholders and have proposed an increment in the dividend payable to a record Ushs 97.5 billion for 2018.

You seem to have achieved a lot in the last few years; how will you continue to grow this bank?

The naysayers will say "elephants cannot dance" but we are disapproving that notion as we continue to see and exploit opportunities everywhere. This is a young nation on the cusp of many great things. The Oil & Gas Foreign Direct Investment ("FDI") of \$15 billion over the next three years will be transformational. We have begun to connect the dots and are particularly excited about local content and how we can enable Ugandan SME's to obtain their fair share of the pie.

While we have a decent market share in the corporate client segment, the future of this bank and the country rests with the small businesses and we must continue to do more to support them. In 2018, we trained over 150 small businesses and 500 individuals in our Small and Medium Enterprises ("SME") incubator to deal with the severe SME mortality paradox - on why 75% of Ugandan businesses never make it past their third birthday. We are proud to be using our platform and resources to help grow businesses and address national challenges. In addition, we are undertaking many initiatives across the bank that will help better serve our customers and we've developed multiple solutions to make payments better easier and faster. There is also increased collaboration across the bank to collectively work and solve customer needs.

I heard that you have an almost "obsessive" interest with the customer service and SME's. Why?

I make no apologies for that because at the end of the day- we exist because of the customer - small or big – and we would be delusional to think otherwise. It's been my obsession indeed but have also passed it onto all my colleagues as a challenge to connect and deliver our promise to our clients. I must admit that it's not been

easy to get everybody on-board, but we have made significant internal strides in making this a priority. We are working on responsiveness and building a service culture where the entire bank puts the customer at the centre of everything that we do. Simplifying our client experience through digital innovation has continued to be a key focus for us and we will continue to invest in the relevant technology that makes 24/7 banking a reality. You asked, we listened and acted.

Moving to SME's - which are the engine of growth for our economy employ 2.5 million people, far shy of the corporate private sector at approximately 800,000. It's really a no-brainer that we should actively enable this growth engine. And what should we actively do? How do we have constructive dialogue about the issues around SME mortality? It's not lack of access to capital or high interest rates as conventional wisdom will lead you to believe. Our research shows that it comes down to - the soft but critical stuff. It's building the foundations that sustain a business for a long time (sound governance, keeping accurate financial records, a clear and defined strategy, etc) How do we improve access to markets for SME's and enable a fair and equitable conversation between the SME providing a product or service to a much larger and more sophisticated client?

Could I switch gears a bit and speak to you more broadly as the Uganda Bankers' Association Chairman on the challenges facing the economy and the sector in general?

There is no shortage of surprises in this period of profound global, political and economic change; think Brexit, increased nationalism, U.S. interest rate hikes, China-US trade war, heighted regulation, Telco competition – I could go on and on. Not to mention that the banking sector globally is at an inflection point. In the Ugandan context, we are faced with a very high cost to income ratio of close to 80% (global

average of 50%); 6 loss making banks and a really high cost of doing business. While I was strongly encouraged by both the GDP growth and private sector growth turnaround in 2018, I remain cautious on how inclusive it is. The banks must collaborate more and pass on these efficiency gains back to the customers. The good news is that we are beginning to have the dialogue with all the key stakeholders. I must also commend Bank of Uganda for supporting a consistent easing of monetary policy, with the Central Bank Rate ("CBR") having dropped a massive 7.0% points over 36 months resulting in a drop in prime lending rates across the industry.



As we conclude, any parting thoughts for 2019 as Stanbic?

I am really excited about our new Holdco operating structure that was recently approved and will be operational in early April. It provides the bank with a lot more flexibility in generating non-banking revenues, forming partnerships with emerging Fin-techs and even optimising our real estate. None of this possible under the banking subsidiary due to the regulatory restrictions.

Finally, I always get asked this question, increasingly by stakeholders, about whether there is a conflict between building shareholder value vs serving customers or the country and it is quite a relevant topic at the moment. Maintaining Stanbic Bank as the most capitalized and vibrant bank in Uganda is critical for our shareholders, employees, customers and our communities. We are a big cog in the Ugandan economy and we appreciate the trust and confidence that has been given to us. While building shareholder value is the primary goal of a business, it is impossible to do well without doing good - if a bank is not properly treating and serving its customers, training and motivating its employees and being a good citizen in the community, then it has no chance of survival. If all the above are done well, we will enhance community and shareholder value. Thank you for a great 2018 and we look forward to serving you in 2019.



OUR PASSION FOR THE NATION

Stanbic Bank Uganda plays a key role in supporting the country's national development agenda through in critical areas of the economy including; payments in taxes, URA collections, creating employment opportunities for Ugandans, supporting development in key sectors, participation on the Uganda Stock Exchange and facilitating financial inclusion through our range of services to meet the needs and aspirations for all Ugandans.



2018 SOCIAL ECONOMIC CONTRIBUTION

Ushs 405BN NET NEW LOANS DISBURSED

New credit made available to clients spuring economic growth and activity across various sectors 25 MILLION TRANSACTIONS EXECUTED

The bank handles a total volume of 25 million transactions to facilitate economic activity across the country

Ushs 3.9 TN TAX COLLECTED THROUGH THE BRANCHES Taxes collected on behalf of URA representing 24% of URA's total collections across the country.

1,665EMPLOYEES

Stanbic is committed to creating employment opportunities for Ugandans and is currently the second largest employer in the banking sector

Ushs 125 BN TAXES PAID BY STANBIC AND IT'S STAFF

Total taxes paid by Stanbic and its employees placing us among the top five tax payers in Uganda

756
TOTAL NUMBER OF AGENTS

As part out drive for greater finanical inclusion, Stanbic has signed on 756 authorised agents to offer banking services to customers country wide

Ushs 1.8 TN
SUPPORT TO GOVT
INFRASTRUCTURE PROJECTS

In line with the national development agenda, Stanbic has played a key role in support financing for critical sectors such as infrastructure

22,498SHAREHOLDERS

Our participation as a listed company on the Uganda Stock Exchange is critical as it creates the opportunity for Ugandans to own and be a part of the Bank and Uganda's growth journey

Ushs 900BN
GOVERNMENT BONDS
AND BILLS HOLDINGS

Stanbic has been instrumental in participating in the government fiscal plans supporting national development

Ushs 2.5 BN

We continue to transform lives in communities through various interventions promoting access to quality education.



ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

UGANDA IS OUR HOME - WE DRIVE HER GROWTH



1. SUMMARY INCOME STATEMENT FOR YEAR ENDED 31 DECEMBER 2018

	2018	2017
	UShs' 000	UShs' 000
Interest income	404 291 586	403 527 401
Interest expense	(33 372 120)	(50 780 273)
Net interest income	370 919 466	352 747 128
Fee and commission income	148 609 405	135 830 032
Fee and commission expenses	(7 377 824)	(4 583 746)
Net fees and commission income	141 231 581	131 246 286
Net trading income	142 363 350	144 964 170
Other gains and losses on financial instruments	(509 695)	-
Other operating income	7 107 404	7 047 223
Total income before credit impairment charge	661 112 106	636 004 807
Impairment charge for credit losses	(2 271 012)	(28 922 014)
Total income after credit impairment charge	658 841 094	607 082 793
Employee benefit expenses	(148 609 404)	(141 491 545)
Depreciation and amortisation	(29 985 027)	(26 311 737)
Other operating expenses	(183 568 817)	(173 613 553)
Profit before income tax	296 677 846	265 665 958
Income tax expense	(81 537 760)	(65 198 169)
Profit for the year	215 140 086	200 467 789
Earnings per share for profit attributable to the equi (expressed In UShs per share):	ty holders of the Bank dur	ing the year
Basic & diluted	4.20	3.92

2. SUMMARY STATEMENT OF COMPREHENSIVE INCOME FOR YEAR ENDED 31 DECEMBER 2018

	2018 UShs' 000	2017 UShs' 000
Profit for the year		
Other comprehensive income for the year after tax:	215 140 086	200 467 789
Items that may be subsequently reclassified to profit and loss		
Net gains on available for sale financial assets - IAS 39	-	16 717 213
Net change in debt financial assets measured at fair value through other comprehensive income (OCI) - IFRS 9	(16 109 145)	-
Total comprehensive income for the year	199 030 941	217 185 002

3. SUMMARY STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2018

	2018	2017
	UShs' 000	UShs' 000
Cash & balances with Bank of Uganda	1 214 176 966	856 532 804
Derivative assets	16 197 011	12 117 502
Trading assets	308 424 330	392 911 207
Financial investments	601 865 521	516 341 492
Current income tax recoverable	14 655 628	23 748 226
Loans and advances to banks	422 581 229	1100 636 288
Amounts due from group companies	65 931 960	177 449 478
Loans and advances to customers	2 508 827 698	2 133 986 423
Other assets	67 394 861	47 493 184
Property and equipment	51 526 577	69 292 586
Goodwill and other intangible assets	109 499 257	71 909 841
Prepaid operating leases	77 984	88 322
Deferred tax asset	11 899 938	1 651 991
Total assets	5 393 058 960	5 404 159 344
Shareholders' equity and liabilities		
Shareholders' equity		
Ordinary share capital	51 188 670	51 188 670
Available for sale revaluation reserve	-	19 788 336
Fair value through OCI reserve	3 679 191	-
Statutory credit risk reserve	11 073 905	19 171 113
Share based payment reserve	2 148 507	2 018 851
Retained earnings	790 761 466	690 112 651
Proposed dividend	97 500 000	90 000 000
	956 351 739	872 279 621
Liabilities		
Derivative liabilities	30 747 453	4 211 626
Deposits from customers	3 892 294 649	3 620 945 573
Deposits from banks	101 384 439	342 769 174
Amounts due to group companies	49 359 838	266 614 006
Borrowed Funds	13 788 121	16 364 653
Subordinated debt	74 176 983	72 801 196
Other liabilities	274 955 738	208 173 495
	4 436 707 221	4 531 879 723
Total equity and liabilities	5 393 058 960	5 404 159 344

4. SUMMARY STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED 31 DECEMBER 2018

	Share capital	Available for sale revaluation reserve	Fair value through OCI reserve	Statutory Credit Risk Reserve	Proposed dividends	Share-based payment reserve	Retained earnings	Total
	UShs' 000	UShs' 000	UShs' 000	UShs' 000	UShs' 000	UShs' 000	UShs' 000	UShs' 000
Balance as at 31 December 2017	51 188 670	19 788 336	-	19 171 113	90 000 000	2 018 851	690 112 651	872 279 621
Adjustment on initial application of IFRS 9, net of tax	-	(19 788 336)	19 788 336	-	-	-	(25 088 479)	(25 088 479)
Restated balance at 1 January 2018	51 188 670	-	19 788 336	19 171 113	90 000 000	2 018 851	665 024 172	847 191 142
Profit for the year	-	-	-	-	-	-	215 140 086	215 140 086
Other comprehensive (loss)/income after tax for the year	-	-	(16 109 145)	-	-	-	-	(16 109 145)
Transactions with owners recorded directly in equity								
Dividend paid	-	-	-	-	(90 000 000)	-	-	(90 000 000)
Statutory credit risk reserve	-	-	-	(8 097 208)	-	-	8 097 208	-
Equity-settled share-based payment transactions	-	-	-	-	-	129 656	-	129 656
Proposed dividend	_	_	-	-	97 500 000	-	(97 500 000)	-
Balance at 31 December 2018	51 188 670	-	3 679 191	11 073 905	97 500 000	2 148 507	790 761 466	956 351 739
At 1 January 2017	51 188 670	3 071 123	-	22 893 968	60 000 000	1866225	575 922 007	714 941 993
Profit for the year	-	-	-	-	-	-	200 467 789	200 467 789
Net Loss/gain in available for sale revaluation reserve	-	16 717 213	-	-	-	-	-	16 717 213
Transactions with owners recorded directly in equity								
Dividend paid	-	-	-	-	(60 000 000)	-	-	(60 000 000)
Statutory credit risk reserve	-	-	-	(3 722 855)	-	-	3 722 855	-
Equity-settled share-based payment transactions	-	-	-	-	-	152 626	-	152 626
Proposed dividend					90 000 000		(90 000 000)	<u> </u>
Balance at 31 December 2017	51 188 670	19 788 336	-	19 171 113	90 000 000	2 018 851	690 112 651	872 279 621



ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

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STATEMENT OF CASHFLOWS FOR YEAR ENDED 31 DECEMBER 2018

	2018	2017
	UShs' 000	UShs' 000
Cash flows from operating activities		
Interest received	394 465 805	397 013 080
Interest paid	(32 148 327)	(50 366 037)
Net fees and commissions received	152 478 637	137 555 397
Net trading and other Income/recoveries	164 253 183	161 244 419
Cash payment to employees & suppliers	(365 488 153)	(345 757 785)
Cash flows from operating activities before changes		
in operating assets & Liabilities	313 561 145	299 689 074
Changes in operating assets & liabilities		
Income tax paid	(65 002 367)	(83 959 360)
Increase in derivative assets	(4 079 509)	(2 050 885)
(Increase)/decrease in financial investments	(235 955 202)	81 767 514
Decrease/(increase) in trading assets	84 486 877	(142 426 936)
Increase in cash reserve requirement	(19 190 000)	(42 540 000)
Increase in loans and advances to customers	(414 831 768)	(188 677 753)
Increase in other assets	(31 148 730)	(4 481 259)
Increase in customer deposits	270 125 283	562 026 574
(Decrease)/Increase in deposits and balances due to other		
banks	(241 384 735)	49 042 447
(Decrease)/Increase in deposits from group companies	(217 254 168)	23 808 760
Increase in derivative liabilities	26 535 827	3 619 491
Increase in other liabilities	98 313 301	44 667 079
Net cash (used in)/from operating activities	(435 824 046)	600 484 746
Cash flows from investing activities		
Purchase of property & equipment	(18 540 109)	(25 130 425)
Purchase of computer software	(33 108 993)	-
Proceeds from sale of property & equipment	260 668	334 534
Net cash used in investing activities	(51 388 434)	(24 795 891)
Cash flows from financing activities		
Dividends paid to shareholders	(90 000 000)	(60 000 000)
(Decrease)/Increase in borrowed funds	(2 576 532)	4 785 289
Increase in subordinated debt	1 375 787	663 810
Net cash used financing activities	(91 200 745)	(54 550 901)
Net (decrease)/Increase in cash and cash equivalents	(578 413 225)	521 137 954
Cash and cash equivalents at beginning of the year	2 140 716 931	1 619 578 977
Cash and cash equivalents at end of the year	1 562 303 706	2 140 716 931

MESSAGE FROM THE DIRECTORS

The above summarised financial statements were audited by KPMG Certified Public Accountants and received an unmodified audit opinion. The financial statements were approved by Bank of Uganda and the Board of Directors on 13 March 2019 and 26 March 2019 respectively.

A copy of the full financial statements will be found on our website, **www.stanbicbank.co.ug** by the 30 April 2019.

DIVIDEND

The Directors have resolved to recommend to shareholders at the forthcoming annual general meeting, a final dividend for the year ended 31 December 2018 of Ushs 1.9 per share. The annual general meeting will be held on 30 May 2019. The book closure date will be on 30 May 2019 with respect to entitlement to this dividend which will be paid by 01 July 2019.

Mr. Japheth Katto Chairman

Dr Samuel Zimbe

Mr. Patrick Mweheire Chief Executive

Ms. Rita Kabatunzi Ag. Company Secretary

REPORT OF THE INDEPENDENT AUDITORS ON THE SUMMARY FINANCIAL STATEMENTS TO THE MEMBERS OF STANBIC BANK HOLDINGS LIMITED

Opinion

The summary financial statements, which comprise the summary statement of financial position as at 31 December 2018, the summary income statement, summary statement of changes in equity and summary statement of cash flows for the year then ended and other disclosures, are derived from the audited financial statements of Stanbic Bank Holdings Limited for the year ended 31 December 2018.

In our opinion, the accompanying summary financial statements are consistent, in all material respects, with the audited financial statements, in accordance with International Financial Reporting Standards, the Financial Institutions Act and the Companies Act of Uganda.

Summary Financial Statements

The summary financial statements do not contain all the disclosures required by the Financial Institutions Act. Reading the summary financial statements and our report thereon, therefore, is not a substitute for reading the audited financial statements and our report thereon.

The Audited Financial Statements and Our Report Thereon

We expressed an unmodified audit opinion on the audited financial statements in our report dated 26 March 2019. The report also includes the communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the current year.

Directors' Responsibility for the Summary Financial Statements

The directors are responsible for the preparation of the summary financial statements in accordance with the Financial Institutions Act and Uganda Securities Exchange Listing Rules.

Auditors' Responsibility

Our responsibility is to express an opinion on whether the summary financial statements are consistent, in all material respects, with the audited financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), Engagements to Report on Summary Financial Statements.

KPMG

Certified Public Accountants 3rd Floor, Rwenzori courts Plot 2 & 4A, Nakasero Road P O Box 3509 Kampala, Uganda 26 March 2019



PERFOMANCE CATORS 2018



1. DEPOSITS

Customer deposits maintained a strong growth of 8% and a slight gain in market share to approximately 21% from 20% at the close of

2. LOANS AND ADVANCES

Loans and advances grew by 18% in 2018 and also resulted in a slight market share gain for the bank to 20% from 19% in 2017

3. TRADE FINANCE CONTINGENT **BALANCES**

This grew by Ugx 390bn (28%) year on year. Trade contingent balances include off-balance sheet financial instruments such as guarantees , letters of credit and perfomamce bonds

4. TOTAL REVENUE (NIR/NII)

The net interest income for the year increased by 5.2% largely due to significant growth in customer loans. Non-interest revenue increased slightly by 2% slower than last year's growth of 6%.

income stood at 44% to 56%, which demonstrated significant income

6. TOTAL OPERATING COSTS

Total costs grew by 20bn (5.7%) year on year. Investment in our people remains a key focus area hence it's significant contribution to the total bank costs.

7. PROFIT AFTER TAX (PAT)

Profits were up by 7% to close at Ushs 215bn largely driven by growth in our revenues and operating efficiencies.

8. SHARE HOLDERS EQUITY

Shareholders equity grew by Ushs 84Billion (10%) to Ushs 956 billion in line with growth in profits.

9. DIVIDENDS

We propose an increase in the dividends payable to Ushs 97.5billion in line with our target divident pay-out ratio of 45%.

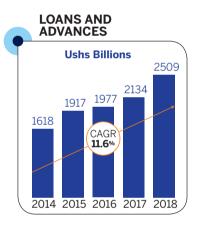
CAGR: Compounded Annual Gross rate **Avg P.O.R.:** Average Pay Out Ratio



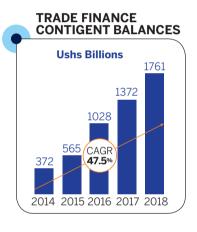


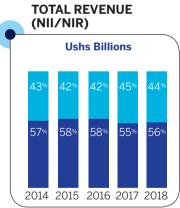


DEPOSITS Ushs Billions 3892 3621 3059 2438 2132 16.2%

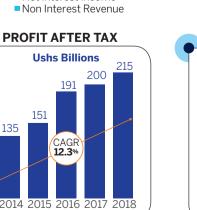


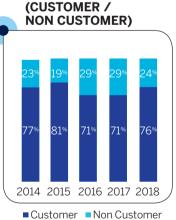
TOTAL REVENUE



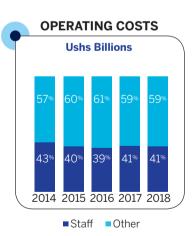


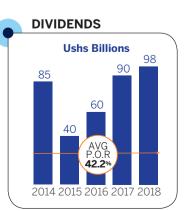














PERFOMANCE

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A) Key performance ratios (%)		2014	2015	2016	2017	2018
Profitability						
Return on Average Assets	100	4.0%	4.2%	4.6%	4.0%	4.0%
Return on Average Equity		30.3%	29.2%	30.3%	25.3%	23.5%
Efficiency						
Cost/Income Ratio		55.8%	56.4%	54.8%	50.5%	51.5%
Costs/Average Assets	222	8.2%	8.3%	8.5%	6.8%	6.7%
Personnel Costs/Total Operating Income	303	24.2%	22.6%	21.3%	22.2%	22.5%
PAT / Total Operating Income		27.3%	28.3%	29.7%	31.5%	32.5%
Liquidity						
Total Deposits /Total Assets		60.8%	65.4%	66.7%	67.0%	72.2%
Gross Loans /Total Assets	100	46.1%	51.4%	44.3%	40.6%	48.2%
Interest Earnings Assets/Total Assets		76.8%	79.8%	79.8%	80.0%	72.5%
Asset Quality						
Credit Loss ratio		2.2%	1.5%	1.8%	1.3%	0.2%
NPLs/Total Gross Loans	ndi	3.9%	1.5%	3.2%	6.8%	5.3%
NPL Coverage Ratio		76.2%	153.8%	88.7%	41.7%	65.3%
Capital Adequacy						
Core Capital	iiii	17.5%	16.4%	17.7%	18.1%	16.2%
Total Qualifying Capital		19.3%	18.1%	21.1%	21.0%	18.9%
Market Sensitivity	_					
Forex Loans / Forex Deposits	^	61%	73%	68%	54%	67%
Forex Loans / Gross Loans	\$ (52%	52%	52%	41%	37%
Forex Deposits / Total Deposits		44%	47%	44%	41%	38%
B) Selected Operating Data						
Full Time Employees		1879	1899	1802	1751	1665
Number of Branches*		78	78	82	79	79
Number of Automated Teller Machines (ATMs)		175	173	173	173	175
Number of Points of Sale (POS) Terminals		398	438	529	645	658
Number of accounts	****	485 218	584 188	665 112	545 255	522 972
Number of bank agents		-	-	-	-	756

*Includes 10 Customer Service Points

Profitability

Ratios assess the Bank's ability to generate

Efficiency Ratios

analyze how effectively the Bank converts resources it deploys into revenue generated.

Liquidity Ratios

measure the Bank's ability to meet its financial obligations as and when they fall due at a reasonable price.

Asset Quality

evaluate the credit risk associated with

Capital Adequacy

Ratio measure the Bank's capital in relation to its Risk Weighted Assets (RWA). The RWA is based off risk weighting of both on and off-balance sheet

Market sensitivity

Ratios measure the sensitivity of the bank's positions (investments, assets, exposures) to market risk as a result from changes in market rates.

TRANSFORMING LIVES IN OUR COMMUNITIES

Ushs 2.5/Bn
CSI INVESTMENT
IN 2018



Stanbic Bank continues to reaffirm its commitment to supporting and transforming the lives of people in our communities through our Corporate Social Investments (CSI) programmes. Our key focus is on promoting access to better quality education because we believe it is critical to achieving social and economic growth.

In 2018, our CSI programmes touched over 1.6 Million lives in compared to 120,825 lives in 2017. This was as a result of our increased efforts and investment in critical areas of education especially in primary and secondary schools as well as empowering individuals with entrepreneurial skills to generate long-term sustainable development in communities where we operate.



National Schools Championship

Our Flagship programme the Stanbic National Schools Championship was a great success reaching over 1 Million students' country wide with the theme "Empowering the Job Creators of Tomorrow". The competition that saw students from 60 secondary schools and Muni Girls Secondary school emerged as the winners.



Employee Community Initiatives

Our Finance department made a donation to the Kampala School for the Physically Handicapped located in Mengo that has an enrolment of over 180 students but does community outreach programs for over 500 students that cannot come to school.

USAID literarcy Achievement partnership

Stanbic partnered with USAID's Uganda Literacy Achievement and Retention Activity programme that supports the Ministry of Education and Sports (MoES) to run a national Uganda Learning Campaign. This project has reached over 30,000 students and targets grades one to four, being the developmental years that are critical towards improving literacy.

