

**Saudi Hollandi Bank**

(A Saudi Joint Stock Company)

**CONSOLIDATED FINANCIAL  
STATEMENTS**

For the year ended

**December 31, 2014**

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at December 31,

Amounts in SAR'000

	<u>Notes</u>	<u>2014</u>	<u>2013</u>
<b>ASSETS</b>			
Cash and balances with SAMA	4	9,523,463	6,662,522
Due from banks and other financial institutions	5	538,789	1,751,367
Investments, net	6	18,783,967	16,849,162
Loans and advances, net	7	65,147,828	53,211,260
Investment in an associate	8	12,793	17,233
Property and equipment, net	9	526,388	504,802
Other assets	10	2,085,990	1,471,915
<b>Total assets</b>		<b>96,619,218</b>	<b>80,468,261</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Liabilities</b>			
Due to banks and other financial institutions	12	3,054,640	2,494,278
Customers' deposits	13	76,813,865	61,875,449
Subordinated debt	14	3,900,000	4,625,000
Other liabilities	15	2,108,831	2,072,106
<b>Total liabilities</b>		<b>85,877,336</b>	<b>71,066,833</b>
<b>Shareholders' equity</b>			
Share capital	16	4,762,800	3,969,000
Statutory reserve	17	3,536,355	3,081,128
General reserve		130,000	130,000
Other reserves	18	3,564	21,690
Reserve for bonus shares	16	952,560	793,800
Retained earnings		709,306	915,348
Proposed gross dividends	26	619,164	468,342
Share based plan reserve	38	28,133	22,120
<b>Total shareholders' equity</b>		<b>10,741,882</b>	<b>9,401,428</b>
<b>Total liabilities and shareholders' equity</b>		<b>96,619,218</b>	<b>80,468,261</b>

The accompanying notes 1 to 41 form an integral part of these consolidated financial statements.

## CONSOLIDATED INCOME STATEMENT

For the year ended December 31,

Amounts in SAR'000

	<u>Notes</u>	<u>2014</u>	<u>2013</u>
Special commission income	20	2,485,924	2,095,505
Special commission expense	20	520,145	471,793
<b>Net special commission income</b>		<b>1,965,779</b>	<b>1,623,712</b>
Fee and commission income, net	21	863,972	732,225
Exchange income, net		160,137	121,133
Trading income, net	22	166,168	136,399
Dividend income from available for sale investments		6,033	3,276
Gains / (losses) on non-trading investments, net	23	20,062	(750)
<b>Total operating income</b>		<b>3,182,151</b>	<b>2,615,995</b>
Salaries and employee-related expenses	24	573,781	508,856
Rent and premises-related expenses		102,902	83,899
Depreciation and amortisation	9	104,143	96,112
General and administrative expenses		230,369	206,208
Impairment charges for credit losses, net	7(b)	345,607	218,497
<b>Total operating expenses</b>		<b>1,356,802</b>	<b>1,113,572</b>
<b>Operating income</b>		<b>1,825,349</b>	<b>1,502,423</b>
Share in loss of an associate	8	(4,440)	(817)
<b>Net income for the year</b>		<b>1,820,909</b>	<b>1,501,606</b>
Basic and diluted earnings per share (Expressed in SAR per share)	25	3.82	3.15

The accompanying notes 1 to 41 form an integral part of these consolidated financial statements.

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended December 31,

Amounts in SAR'000

	<u>Note</u>	<u>2014</u>	<u>2013</u>
<b>Net income for the year</b>		<b>1,820,909</b>	1,501,606
<b>Other comprehensive (loss) / income:</b>			
<i>Items that can be reclassified to consolidated income statement in subsequent periods</i>			
Available for sale financial assets:			
- Net change in fair value	<b>18</b>	<b>139</b>	19,329
- Net amounts transferred to consolidated income statement	<b>18</b>	<b>(18,265)</b>	1,796
		<u>(18,126)</u>	<u>21,125</u>
Cash flow hedges:			
- Net amounts transferred to consolidated income statement	<b>18</b>	<b>-</b>	6,355
<b>Total other comprehensive (loss) / income</b>		<b>(18,126)</b>	27,480
<b>Total comprehensive income for the year</b>		<b><u>1,802,783</u></b>	<u>1,529,086</u>

The accompanying notes 1 to 41 form an integral part of these consolidated financial statements.

## CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

For the year ended December 31,

Amounts in SAR'000

				<u>Other reserves</u>							
	<u>Notes</u>	<u>Share capital</u>	<u>Statutory reserve</u>	<u>General reserve</u>	<u>Available for sale investments</u>	<u>Cash flow hedges</u>	<u>Reserve for bonus shares</u>	<u>Retained earnings</u>	<u>Proposed gross dividends</u>	<u>Share based plan reserve</u>	<u>Total shareholders' equity</u>
<b>2014</b>											
Balance at beginning of the year		3,969,000	3,081,128	130,000	21,690	-	793,800	915,348	468,342	22,120	9,401,428
Total comprehensive income for the year		-	-	-	(18,126)	-	-	1,820,909	-	-	1,802,783
Share based plan transactions		-	-	-	-	-	-	-	-	6,013	6,013
Transfer to statutory reserve	17	-	455,227	-	-	-	-	(455,227)	-	-	-
Proposed bonus shares	16	-	-	-	-	-	952,560	(952,560)	-	-	-
Bonus shares issued	16	793,800	-	-	-	-	(793,800)	-	-	-	-
Proposed gross dividends	26	-	-	-	-	-	-	(619,164)	619,164	-	-
Dividends paid		-	-	-	-	-	-	-	(468,342)	-	(468,342)
<b>Balance at the end of the year</b>		<b>4,762,800</b>	<b>3,536,355</b>	<b>130,000</b>	<b>3,564</b>	<b>-</b>	<b>952,560</b>	<b>709,306</b>	<b>619,164</b>	<b>28,133</b>	<b>10,741,882</b>
<b>2013</b>											
Balance at beginning of the year		3,969,000	2,705,726	130,000	565	(6,355)	-	1,051,286	444,528	11,229	8,305,979
Total comprehensive income for the year		-	-	-	21,125	6,355	-	1,501,606	-	-	1,529,086
Share based plan transactions	38	-	-	-	-	-	-	-	-	10,891	10,891
Transfer to statutory reserve	17	-	375,402	-	-	-	-	(375,402)	-	-	-
Proposed bonus shares		-	-	-	-	-	793,800	(793,800)	-	-	-
Proposed gross dividends	26	-	-	-	-	-	-	(468,342)	468,342	-	-
Dividends paid		-	-	-	-	-	-	-	(444,528)	-	(444,528)
<b>Balance at the end of the year</b>		<b>3,969,000</b>	<b>3,081,128</b>	<b>130,000</b>	<b>21,690</b>	<b>-</b>	<b>793,800</b>	<b>915,348</b>	<b>468,342</b>	<b>22,120</b>	<b>9,401,428</b>

The accompanying notes 1 to 41 form an integral part of these consolidated financial statements.

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31,

Amounts in SAR'000

	<u>Notes</u>	<u>2014</u>	<u>2013</u>
<b>OPERATING ACTIVITIES</b>			
<b>Net income for the year</b>		<b>1,820,909</b>	1,501,606
<b>Adjustments to reconcile net income to net cash from operating activities:</b>			
(Accretion of discounts) and amortisation of premium on non-trading investments, net		(103,727)	(80,491)
Gain on sale of property and equipment		(400)	(73)
(Gains) / losses on non-trading investments, net		(20,062)	750
Gain on investments held as FVIS		(236)	-
Depreciation and amortisation	9	104,143	96,112
Impairment charges for credit losses, net	7(b)	345,607	218,497
Share in loss of an associate	8	4,440	817
Share based plan transactions		13,085	10,891
		<u>2,163,759</u>	<u>1,748,109</u>
<b>Net (increase) / decrease in operating assets:</b>			
Statutory deposit with SAMA		(648,325)	(496,551)
Due from banks and other financial institutions maturing after ninety days from the date of acquisition		937,000	(937,000)
Loans and advances, net		(12,282,175)	(8,596,542)
Other assets		(808,484)	(187,113)
<b>Net increase / (decrease) in operating liabilities:</b>			
Due to banks and other financial institutions		560,362	1,019,355
Customers' deposits		14,938,416	7,961,777
Other liabilities		36,725	161,167
		<u>4,897,278</u>	<u>673,202</u>
<b>Net cash from operating activities</b>		<b>4,897,278</b>	673,202
<b>INVESTING ACTIVITIES</b>			
Proceeds from sale and maturity of non-trading investments		15,624,169	8,503,821
Purchase of non-trading investments		(17,453,075)	(13,866,435)
Purchase of property and equipment	9	(125,729)	(112,147)
Proceeds from sale of property and equipment		400	73
		<u>(1,954,235)</u>	<u>(5,474,688)</u>
<b>Net cash used in investing activities</b>		<b>(1,954,235)</b>	(5,474,688)
<b>FINANCING ACTIVITIES</b>			
Proceeds from issuance of subordinated debt		-	2,500,000
Repayment of subordinated debt		(725,000)	(775,000)
Dividends paid net of Zakat and income tax recovered from shareholders		(281,005)	(346,348)
		<u>(1,006,005)</u>	<u>1,378,652</u>
<b>Net cash (used in) / from financing activities</b>		<b>(1,006,005)</b>	1,378,652
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>1,937,038</b>	(3,422,834)
<b>Cash and cash equivalents at beginning of the year</b>		<b>4,373,210</b>	7,796,044
<b>Cash and cash equivalents at end of the year</b>	27	<b>6,310,248</b>	4,373,210
Special commission received during the year		2,463,310	2,071,901
Special commission paid during the year		451,980	446,430
<b>Supplemental non-cash information</b>			
Net changes in fair value and transfers to consolidated income statement		(18,126)	27,480

The accompanying notes 1 to 41 form an integral part of these consolidated financial statements.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### 1 GENERAL

Saudi Hollandi Bank (the "Bank"), is a Saudi Joint Stock Company incorporated in the Kingdom of Saudi Arabia and was formed pursuant to Royal Decree No. M/85 dated 29 Dhul Hijjah 1396H (corresponding to December 21, 1976). The Bank commenced business on 16 Shaaban 1397H (corresponding to August 1, 1977) when it took over the operations of Algemene Bank Nederland N.V. in the Kingdom of Saudi Arabia. The Bank operates under commercial registration No. 1010064925 dated 6 Jumada II 1407H (corresponding to February 5, 1987) through its 55 branches (2013: 48 branches) in the Kingdom of Saudi Arabia. The registered address of the Bank's head office is:

Saudi Hollandi Bank  
Head Office  
Al-Dhabab Street  
P O Box 1467  
Riyadh 11431  
Kingdom of Saudi Arabia.

The objective of the Bank and its following subsidiaries (collectively referred to as "the Group") is to provide a full range of banking and investment services. The Group also provides to its customers Islamic (non commission based) banking products which are approved and supervised by an independent Shariah Board established by the Bank.

The consolidated financial statements comprise of the financial statements of the Bank and its subsidiaries. The details of these subsidiaries are set out below:

#### **Saudi Hollandi Capital (SHC)**

SHC, a limited liability company incorporated in the Kingdom of Saudi Arabia, a wholly owned subsidiary of the Bank, was formed in accordance with the Capital Market Authority's (CMA) Resolution number 1-39-2007 under commercial registration number 1010242378 dated 30 Dhul Hijjah 1428H (corresponding to January 9, 2008) to take over and manage the Group's Investment Services and Asset Management activities regulated by CMA related to dealing, managing, arranging, advising and taking custody of securities. SHC commenced its operations effective on 2 Rabi'II 1429H (corresponding to April 9, 2008).

#### **Saudi Hollandi Real Estate Company (SHREC)**

SHREC, a limited liability company incorporated in the Kingdom of Saudi Arabia, a wholly owned subsidiary of the Bank through direct ownership was established under commercial registration number 1010250772 dated 21 Jumada I 1429H (corresponding to May 26, 2008) with the approval of the Saudi Arabian Monetary Agency (SAMA). The Company was formed to register real estate assets under its name which are received by the Bank from its borrowers as collateral.

#### **Saudi Hollandi Insurance Agency Company (SHIAC)**

SHIAC, a limited liability company incorporated in the Kingdom of Saudi Arabia, a wholly owned subsidiary of the Bank through direct ownership was established under commercial registration number 1010300250 dated 29 Muharram 1432H (corresponding to January 4, 2011) with the approval of SAMA. The Company was formed to act as an agent for Wataniya Insurance Company (WIC), an associate, for selling its insurance products.

### 2 BASIS OF PREPARATION

#### **a) Statement of compliance**

The consolidated financial statements are prepared in accordance with Accounting Standards for Financial Institutions promulgated by SAMA and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The consolidated financial statements are prepared to comply with the requirements of the Banking Control Law, the provisions of the Regulations for Companies in the Kingdom of Saudi Arabia and the Bank's By-Laws.

#### **b) Basis of measurement and presentation**

The consolidated financial statements are prepared under the historical cost convention except for the following measured at fair value:

- derivatives which are held at fair value;
- available for sale investments;
- recognised financial assets and financial liabilities designated as hedged items in qualifying fair value hedge relationships which are adjusted for changes in fair value attributable to the risk being hedged.
- liabilities for share based payments

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### c) Functional and presentation currency

These consolidated financial statements are presented in Saudi Arabian Riyals (SAR), which is the Group's functional currency. Financial information has been rounded off to the nearest thousand, except where otherwise indicated.

### d) Critical accounting judgements, estimates and assumptions

The preparation of the consolidated financial statements in conformity with IFRS requires the use of certain critical accounting judgments, estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. Such judgments, estimates, and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances and obtaining professional advices. Significant areas where management has used estimates, assumptions or exercised judgments are as follows:

#### (i) Impairment for losses on loans and advances

Management reviews its loan portfolio to assess specific and collective impairment on a monthly basis. In determining whether an impairment loss should be recorded, management applies judgement when assessing whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. This evidence may include observable data indicating that there has been an adverse change in the payment status of borrowers in a group. Management uses estimates based on historical loss experience for loans with similar credit risk characteristics where objective evidence of impairment exists. The methodology and assumptions used for estimating both the amount and the timing of future cash flows are reviewed regularly to reduce any differences between loss estimates and actual loss experience.

#### (ii) Fair value of financial instruments

The Group measures financial instruments, such as, derivatives, FVIS and available for sale investments at fair value at each statement of financial position date. Fair values of financial instruments measured at amortised cost and held to maturity investments are disclosed in Note 6(d).

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the annual consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the annual consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

External valuers are involved for valuation of significant assets, such as properties and AFS financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the valuation committee after discussion with and approval by the Bank's audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

### **(iii) Impairment of available-for-sale equity and debt investments**

The Group exercises judgement to consider impairment on the available-for-sale equity and debt investments. This includes determination of a significant or prolonged decline in the fair value below its cost. In assessing whether it is significant, the decline in fair value is evaluated against the original cost of the asset at initial recognition. In assessing whether it is prolonged, the decline is evaluated against the period in which the fair value of the asset has been below its original cost at initial recognition. In making this judgement, the Group evaluates among other factors, the normal volatility in share/debt price, deterioration in the financial health of the investee, industry and sector performance, changes in technology, and operational and financing cash flows.

### **(iv) Classification of held-to-maturity investments**

The Group follows the guidance of IAS 39 in classifying non-derivative financial assets with fixed or determinable payments and fixed maturity as held-to-maturity. In making this judgement, Management evaluates its intention and ability to hold such investments to maturity. If the Group fails to keep these investments to maturity other than in certain specific circumstances – for example, selling close to maturity or an insignificant amount, it will be required to reclassify the entire class as available-for-sale investments.

### **(v) Determination of control over investees**

The control indicators as set out in note 3 (a) are subject to management's judgement that can have a significant effect in the case of the Group's interests in investments funds.

### ***Investment funds***

The Group acts as Fund Manager to a number of investment funds. Determining whether the group controls such an investment fund usually focuses on the assessment of the aggregate economic interests of the Group in the Fund (comprising any carried interests and expected management fees) and the investors rights to remove the Fund Manager. As a result the Group has concluded that it acts as an agent for the investors in all cases, and therefore has not consolidated these funds. See notes 6 and 37.

### **e) Provisions for liabilities and charges**

The Group receives legal claims in the normal course of business. Management has made judgments as to the likelihood of any claim succeeding in making provisions. The time of concluding legal claims is uncertain, as is the amount of possible outflow of economic benefits. Timing and cost ultimately depends on the due process being followed as per law.

### **f) Going concern**

Management has made an assessment of the Group's ability to continue as a going concern and is satisfied that the Group has the resources to continue in business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the annual consolidated financial statements continue to be prepared on the going concern basis.

## **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies adopted in the preparation of these consolidated financial statements are set out below.

### ***Change in accounting policies***

The accounting policies used in the preparation of these consolidated financial statements are consistent with those used in the preparation of the annual consolidated financial statements for the year ended December 31, 2013 except for the adoption of the following amendments to existing standards and a new interpretation mentioned below, resulting from new and amended IFRS and IFRIC guidance, which has had no material impact on the annual consolidated financial statements of the Group on the current year or prior years and is expected to have an insignificant effect in future periods:

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### *(i) Amendments to existing standards and a new interpretation*

- Amendments to IFRS 10, IFRS 12 and IAS 27 that provides consolidation relief for investments funds applicable from 1 January 2014. This mandatory consolidation relief provides that a qualifying investment entity is required to account for investments in controlled entities as well as investments in associates and joint ventures at fair value through profit or loss provided it fulfils certain conditions with an exception being that subsidiaries that are considered an extension of the investment entity's investing activities.
- IAS 32 amendment applicable from 1 January 2014 clarifies that a) an entity currently has a legally enforceable right to off-set if that right is not contingent on a future event and enforceable both in the normal course of business and in the event of default, insolvency or bankruptcy of the entity and all counterparties; and b) gross settlement is equivalent to net settlement if and only if the gross settlement mechanism has features that eliminate or result in insignificant credit and liquidity risk and processes receivables and payables in a single settlement process or cycle.
- IAS 36 amendment applicable retrospectively from 1 January 2014 addresses the disclosure of information about the recoverable amount of impaired assets under the amendments, recoverable amount of every cash generating unit to which goodwill or indefinite-lived intangible assets have been allocated is required to be disclosed only when an impairment loss has been recognised or reversed.
- IAS 39 amendment applicable from 1 January 2014 added a limited exception to IAS 39, to provide relief from discontinuing an existing hedging relationship when a novation that was not contemplated in the original hedging documentation meets specified criteria.
- IASB issued Interpretation 21 Levies that is effective from 1 January 2014. This Interpretation defines levy a payment to a government for which an entity receive no specific goods or services and provides guidance on accounting for levies in accordance with the requirement of IAS 37.
- Annual Improvements to IFRSs 2010 - 2012 Cycle that includes amendments to IFRS 2, IFRS 3, IFRS 8, IFRS 13, IAS 16, IAS 38 and IAS 24. This was effective July 1, 2014.
- Annual Improvements to IFRSs 2011 - 2013 Cycle that includes amendments to IFRS 1, IFRS 3 and IFRS 13. This was effective July 1, 2014.
- Amendments to IAS 19 Employee Benefits clarify the requirements that relate to how contributions from employees or third parties that are linked to service should be attributed to periods of service. This was effective July 1, 2014.

### **a) Basis of consolidation**

The consolidated financial statements comprise the financial statements of the Saudi Hollandi Bank and its subsidiaries drawn up to December 31 of each year. The financial statements of the subsidiaries are prepared for the same reporting period as that of the Bank and changes have been made to their accounting policies where necessary to align them with the accounting policies of the Bank.

Subsidiaries are investees controlled by the Group. The Group controls an investee when it is exposed to, or has rights to, variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The results of subsidiaries acquired or disposed of during the year, if any, are included in the consolidated income statement from the date of the acquisition or up to the date of disposal, as appropriate. The consolidated financial statements have been prepared using uniform accounting policies and valuation methods for like transactions and other events in similar circumstances.

Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
  - The contractual arrangement with the other vote holders of the investee
  - Rights arising from other contractual arrangements
  - The Group's voting rights and potential voting rights granted by equity instruments such as shares

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group manages and administers assets held in unit trusts and other investment vehicles on behalf of investors. The financial statements of these entities are not included in these consolidated financial statements except when the Group controls the entity.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill, if any) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in the consolidated comprehensive income to consolidated income statement or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

### **b) Investments in associates**

Investments in associates are initially recognised at cost and subsequently accounted for under the equity method of accounting based on annual audited or latest available reviewed financial statements. An associate is an entity in which the Group has significant influence (but not control), over financial and operating policies and which is neither a subsidiary nor a joint venture. Investments in associates are carried in the consolidated statement of financial position at cost plus post-acquisition changes in the Group's share of net assets, less any impairment in the value of individual investments. The Group's share of its associates' post-acquisition profits or losses is recognised in the consolidated income statement, and its share of post-acquisition movements in consolidated statement of comprehensive income is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealized gains and losses on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. The consolidated income statement reflects the Group's share of the results of associate's operations. When there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes and discloses it in the consolidated statement of changes in shareholders' equity.

The Group's share of profit / loss of an associate is shown on the face of the consolidated income statement. This is the profit / loss attributable to equity holders of the associate and, therefore, is profit / loss after tax and non-controlling interests in the subsidiaries of the associate. The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on its investment in its associate. The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in the 'share of earning of an associate' in the consolidated income statement.

### **c) Trade date accounting**

All 'regular-way' purchases and sales of financial assets are recognised and derecognised on trade date, i.e. the date that the Group becomes a party to the contractual provisions of the instrument. 'Regular-way' purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### **d) Derivative financial instruments and hedge accounting**

Derivative financial instruments, including foreign exchange contracts, Foreign exchange and commodity forward contracts, commission rate futures, forward rate agreements, currency and commission rate swaps, currency and commission rate options (both written and purchased) are initially recognised at fair value on the date on which the derivative contract is entered into and are subsequently re-measured at fair value in the consolidated statement of financial position with transaction costs recognised in the consolidated income statement. All derivatives are carried at their fair value as assets where the fair value is positive and as liabilities where the fair value is negative. Fair values are derived by applying discounted cash flow models and pricing models as appropriate.

The treatment of changes in their fair value depends on their classification into the following categories:

#### ***i) Derivatives held for trading***

Any changes in the fair value of derivatives held for trading are taken directly to the consolidated income statement and disclosed in net trading income. Derivatives held for trading also include those derivatives which do not qualify for hedge accounting including embedded derivatives.

#### ***ii) Embedded derivatives***

Derivatives embedded in other financial instruments are treated as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contract, and the host contract is not itself held for trading or designated at fair value through income statement (FVIS). Embedded derivatives separated from the host contracts are carried at fair value in the trading portfolio with changes in fair value recognised in the consolidated income statement.

#### ***iii) Hedge accounting***

The Group designates certain derivatives as hedging instruments in qualifying hedging relationships as described below:

For the purpose of hedge accounting, hedges are classified into two categories: (a) fair value hedges that hedge the exposure to changes in the fair value of a recognised asset or liability (or assets or liabilities in case of portfolio hedging) or an unrecognised firm commitment or an identified portion of such an asset, liability or firm commitment, that is attributable to a particular risk and could affect the reported net gain or losses; and (b) cash flow hedges which hedge exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or to a highly probable forecasted transaction that affects the reported net gains or loss.

In order to qualify for hedge accounting, hedge should be expected to be highly effective, i.e. changes in the fair value or cash flows of the hedging instruments should effectively offset corresponding changes in the hedged item, and should be reliably measurable. At inception of the hedge, the risk management objective and strategy is documented including the identification of the hedging instrument, the related hedged item, the nature of risk being hedged, and how management will assess the effectiveness of the hedging relationship. Subsequently hedges are assessed for effectiveness on an on-going basis.

#### ***Fair Value Hedges***

When a derivative is designated as a hedging instrument in a fair value hedge relationship, any gain or loss from re-measuring the hedging instruments to fair value is recognised in the consolidated income statement together with the change in the fair value of the hedged item attributable to the hedged risk.

Where the fair value hedge of a commission bearing hedged item measured at amortized cost ceases to meet the criteria for hedge accounting or is sold, exercised or terminated, the difference between the carrying value of the hedged item on termination and the face value is amortised over the remaining term of the original hedge using the effective commission rate. If the hedged item is derecognised, the unamortised fair value adjustment is recognised immediately in the consolidated income statement.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### *Cash Flow Hedges*

For designated and qualifying cash flow hedging, derivatives instruments in a hedge of a variability in cash flows attributable to a particular risk associated with recognised asset or a liability or a highly probable forecast transaction that could affect the income statement, the portion of the gain or loss on the hedging instrument that is determined to be an effective portion is recognised directly in other comprehensive income and the ineffective portion, if any, is recognised in the consolidated income statement. For cash flow hedges affecting future transactions, the gains or losses recognised in other reserves, are transferred to the consolidated income statement in the same period in which the hedged item affects the consolidated income statement. However, if the Group expects that all or a portion of a loss recognized in other comprehensive income will not be recovered in one or more future periods, it shall reclassify into the income statement as a reclassification adjustment the amount that is not to be recognized.

Where the hedged forecasted transaction results in the recognition of a non- financial asset or a non-financial liability, then at the time such asset or liability is recognised the associated gains or losses that had previously been recognised directly in other comprehensive income are included in the initial measurement of the acquisition cost or other carrying amount of such asset or liability. When the hedging instrument is expired or sold, terminated or exercised, or no longer qualifies for hedge accounting, or the forecast transaction is no longer expected to occur or the Bank revokes the designation then hedge accounting is discontinued prospectively. At that point of time, any cumulative gain or loss on the cash flow hedging instrument that was recognised in other comprehensive income from the period when the hedge was effective is transferred from equity to income statement when the forecasted transaction occurs. Where the hedged forecasted transaction is no longer expected to occur and affects the income statement, the net cumulative gain or loss recognised in “comprehensive income” is transferred immediately to the consolidated income statement for the period.

### **e) Foreign currencies**

The Group’s consolidated financial statements are presented in Saudi Arabian Riyals, which is also the Bank's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions in foreign currencies are translated into Saudi Arabian Riyals at the spot rates prevailing at transaction dates. Monetary assets and liabilities at year-end (other than monetary items that form part of the net investment in a foreign operation), denominated in foreign currencies, are translated into Saudi Arabian Riyals at rates of exchange prevailing at the reporting date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year adjusted for the effective interest rate and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year. All differences arising on non-trading activities are taken to other non-operating income in the income statement, with the exception of differences on foreign currency borrowings that provide an effective hedge against a net investment in foreign entity.

Foreign exchange gains or losses from settlement of transactions and translation of period end monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated income statement, except for differences arising on the retranslation of available for sale equity instruments or when deferred in other comprehensive income as qualifying cash flow hedges and qualifying net investment hedges to the extent hedges are effective. Translation gains or losses on non-monetary items carried at fair value are included as part of the fair value adjustment on investment securities available for sale, unless the non-monetary items have an effective hedging strategy.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

### **f) Offsetting financial instruments**

Financial assets and liabilities are offset and reported net in the consolidated statement of financial position when there is a legally enforceable right to set off the recognised amounts and when the Group intends to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Income and expenses are not offset in the consolidated income statement unless required or permitted by any accounting standard or interpretation, and as specifically disclosed in the accounting policies of the Group.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### **g) Revenue / expense recognition**

#### ***i) Special commission income and expenses***

Special commission income and expenses for all commission-bearing financial instruments, except for those classified as held for trading or at fair value through income statement (FVIS), are recognised in the consolidated income statement using effective commission rate. The effective commission rate is the rate that exactly discounts the estimated future cash payments and receipts through the expected life of the financial asset or liability (or, where appropriate, a shorter period) to the carrying amount of the financial asset or liability. When calculating the effective commission rate, the Group estimates future cash flows considering all contractual terms of the financial instrument but excluding future credit losses.

The carrying amount of the financial asset or financial liability is adjusted if the Group revises its estimates of payments or receipts. The adjusted carrying amount is calculated based on the original effective commission rate and the change in carrying amount is recorded as special commission income or expense.

Subsequent to the recognition of an impairment loss on a financial asset or a group of financial assets, commission income continues to be recognised on the effective commission rate basis, on the asset's carrying value net of impairment provisions.

The calculation of the effective commission rate takes into account all contractual terms of the financial instruments (prepayment, options etc.) and includes all fees and points paid or received, transaction costs, and discounts or premiums that are an integral part of the effective commission rate. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or a liability.

#### ***ii) Exchange income / (loss)***

Exchange income / (loss) is recognised when earned/incurred, as discussed in the foreign currencies policy above.

#### ***iii) Fee and commission income***

Fee and commission income that are integral to the effective commission rate are included in the measurement of the relevant assets. Fee and commission income that are not integral part of the effective commission rate calculation on a financial asset or liability are recognised when the related service is provided as follows:

- Portfolio and other management advisory and service fees are recognised over the period of applicable service contracts usually on time proportionate basis.
- Fee received on asset management, wealth management, financial planning, custody services and other similar services that are provided over an extended period of time, are recognised over the period when the services are being provided.
- Loan commitment fees for loans that are likely to be drawn down and other credit related fees are deferred (together with any incremental costs) and recognised as an adjustment to the effective commission rate on the loan. When a loan commitment is not expected to result in the draw-down of a loan, loan commitment fees are recognised on a straight-line basis over the commitment period.
- Other Fee and commission expense relate mainly to transaction and service fees and are expensed as the services are received and are disclosed net of the related fee and commission income.

#### ***iv) Dividend income***

Dividend income is recognised when the right to receive dividend is established. Dividends are reflected as a component of net trading income, net income from FVIS financial instruments or other operating income based on the classification of the related equity instrument.

#### ***v) Income / (Loss) from FVIS financial instruments (Fair value through Income Statement)***

Net income from FVIS financial instruments relates to financial assets and liabilities designated as FVIS and include all realised and unrealised fair value changes, commission, dividends and foreign exchange differences.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### *vi) Net trading income / (loss)*

Results arising from trading activities include all realised and unrealised gains and losses from changes in fair value and related special commission income or expense, dividends for financial assets and financial liabilities held for trading and foreign exchange differences. This includes any ineffectiveness recorded in hedging transactions.

### **h) Day one profit**

Where the transaction price differs from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable markets, the Group immediately recognises the difference between the transaction price and fair value (a 'Day one' profit) in the consolidated income statement in 'Net trading income'. In cases where use is made of data which is not observable, the difference between the transaction price and model value is only recognised in the consolidated income statement when the inputs become observable, or when the instrument is derecognised.

### **i) Sale and repurchase agreements**

Assets sold with a simultaneous commitment to repurchase at a specified future date (repos) continue to be recognised in the consolidated statement of financial position as the Group retains substantially all the risks and rewards of ownership. These assets are continued to measure in accordance with related accounting policies for investments held as FVIS, available for sale, held to maturity and other investments held at amortized cost. The transactions are treated as collateralised borrowing and counter-party liability for amounts received under these agreements is included in "Due to banks and other financial institutions" or "Customer deposits", as appropriate.

The difference between sale and repurchase price is treated as special commission expense and accrued over the life of the repo agreement on an effective commission rate basis. Assets purchased with a corresponding commitment to resell at a specified future date (reverse repo) are not recognised in the consolidated statement of financial position, as the Group does not obtain control over the assets. Amounts paid under these agreements are included in "Cash and balances with SAMA", "Due from banks and other financial institutions" or "Loans and advances", as appropriate. The difference between purchase and resale price is treated as special commission income and accrued over the life of the reverse repo agreement on an effective commission rate basis.

### **j) Investments**

#### ***Initial recognition***

All investment securities are initially recognised at fair value, plus for investments not held as FVIS, incremental direct transaction costs and are subsequently accounted for depending on their classification as either held to maturity, FVIS, available for sale or other investments held at amortised cost. Premiums are amortised and discounts accreted using the effective commission rate basis and are taken to special commission income.

#### ***Determination of Fair value***

For securities traded in organised financial markets, fair value is determined by reference to quoted market average bid / ask prices at the close of business. Fair value of managed assets and investments in mutual funds are determined by reference to declared net asset values which approximate the fair value.

For securities where there is no quoted market price, a reasonable estimate of the fair value is determined by reference to the current market value of another instrument which is substantially the same, or is based on the expected cash flows or the underlying net asset base of the security. Where the fair values cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of mathematical models.

#### ***Reclassification***

Investments at FVIS are not reclassified subsequent to their initial recognition, except that non-derivative FVIS instrument, other than those designated as FVIS upon initial recognition (i.e. trading investments), may be reclassified out of the FVIS category if they are no longer held for the purpose of being sold or repurchased in the near term, and the following conditions are met:

- If the investments would have met the definition of "held at amortised cost" and had not been required to be classified as held for trading at initial recognition, these may be reclassified if the Group has the intention and ability to hold the investments for the foreseeable future or until maturity.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

- If the investments would not have met the definition of held at amortised cost, and then it is reclassified out of the trading category only in 'rare circumstances'.

A security held as available for sale may be reclassified to "Other investments held at amortised cost" if it otherwise would have met the definition of "Other investments held at amortised cost" and if the Group has the intention and ability to hold that financial asset for the foreseeable future or until maturity.

### ***Subsequent measurement***

The investments under each class are accounted for and presented using the basis set out in the following paragraphs:

#### ***i) Held as FVIS***

Investments in this category are classified if they are held for trading or designated by management as FVIS on initial recognition. Investments classified as trading are acquired principally for the purpose of selling or repurchasing in the short term and are recorded in the consolidated statement of financial position at fair value. Changes in fair value are recognized in net trading income / (loss).

An investment may be designated at FVIS by the management, at initial recognition if doing so significantly reduces measurement inconsistencies which would otherwise arise except for equity instruments that do not have a quoted price in an active market and whose fair values cannot be reliably measured.

Investments at FVIS are recorded in the consolidated statement of financial position at fair value. Changes in the fair value are recognised in the consolidated income statement for the year in which it arises. Special commission income and dividend income on financial assets held as FVIS are reflected as either trading income or income from FVIS financial instruments in the consolidated income statement.

#### ***ii) Available for sale***

Available-for-sale investments (AFS) are those non-derivative equity and debt securities which are neither classified as held to maturity (HTM) investments, other investments held at amortized cost (OI) nor designated as FVIS, that are intended to be held for an unspecified period of time, which may be sold in response to needs for liquidity or changes in special commission rates, exchange rates or equity prices.

Investments which are classified as AFS are initially recognised at fair value including direct and incremental transaction costs and subsequently measured at fair value except for unquoted equity securities whose fair value cannot be reliably measured are carried at cost. Unrealised gains or losses arising from a change in its fair value is recognised in other comprehensive income until the investment is derecognised, recognised or impaired whereupon any cumulative gain or loss previously recognized in other comprehensive income is reclassified to consolidated income statement.

#### ***iii) Held to maturity***

Investments with fixed or determinable payments and fixed maturity that the Group has the positive intention and ability to hold to maturity are classified as held to maturity (HTM). Held to maturity investments are initially recognised at fair value including direct and incremental transaction costs and subsequently measured at amortised cost, less provision for impairment in value. Amortised cost is calculated by taking into account any discount or premium on acquisition using an effective commission rate method. Any gain or loss on such investments is recognised in the consolidated income statement when the investment is derecognised or impaired.

Investments classified as held to maturity cannot ordinarily be sold or reclassified without impacting the Group's ability to use this classification and cannot be designated as a hedged item with respect to commission rate or prepayment risk, reflecting the longer-term nature of these investments.

However, sales and reclassifications in any of the following circumstances would not impact the Group's ability to use this classification;

- Sales or reclassifications that are so close to maturity that the changes in market rate of commission would not have a significant effect on the fair value;
- Sales or reclassifications after the Group has collected substantially all the assets' original principal; and
- Sales or reclassifications attributable to non recurring isolated events beyond the Group's control that could not have been reasonably anticipated.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### *iv) Other investments held at amortised cost*

Investment securities with fixed or determinable payments that are not quoted in an active market are classified as Other investments held at amortised cost (OI). Such investments whose fair values have not been hedged are stated at amortised cost using effective commission rate method basis, less provision for impairment. Any gain or loss is recognised in the consolidated income statement when the investment is derecognised or impaired.

### **k) Loans and advances**

Loans and advances are non-derivative financial assets originated or acquired by the Group with fixed or determinable payments. Loans and advances are recognised when cash is advanced to borrowers. They are derecognised when either the borrower repays the obligations, the loans are written off or substantially all the risks and rewards of ownership are transferred.

All loans and advances are initially measured at fair value, including acquisition charges associated with the loans and advances.

Loans and advances originated or acquired by the Group that are not quoted in an active market and for which fair value has not been hedged, are stated at amortised cost less any amount written off and impairment for credit losses. For loans and advances which are hedged, the related portion of the hedged fair value is adjusted against the carrying amount.

### **l) Impairment of financial assets**

An assessment is made at each reporting date to determine whether there is an objective evidence that a financial asset or group of financial assets may be impaired. If such evidence exists, the net present value of future anticipated cash flows from that asset is determined and any impairment loss, is recognised for changes in its carrying amounts.

The Group considers evidence of impairment for loans and advances and held to maturity investments at both a specific asset and collective level.

When a financial asset is uncollectible, it is written off against the related allowances for impairment either directly or by a charge to the consolidated income statement. Financial assets are written off only in circumstances where effectively all possible means of recovery have been exhausted, and the amount of the loss has been determined.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the previously recognised impairment loss is reversed by adjusting the allowance account. The amount of the reversal is recognised in the consolidated income statement in impairment charge for credit losses.

#### *(i) Impairment of financial assets held at amortised cost*

A financial asset or group of financial assets is classified as impaired when there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the financial asset or group of financial assets and that a loss event has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

A specific allowance for credit losses due to impairment of a loan or any other financial asset held at amortised cost is established if there is objective evidence that the Group will not be able to collect all amounts due. The amount of the specific allowances is the difference between the carrying amount and the estimated recoverable amount. The estimated recoverable amount is the present value of expected future cash flows, including amounts estimated to be recoverable from guarantees and collateral, discounted based on the original effective commission rate.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

Consumer loans are considered to be impaired when a payment is overdue for specified number of days as per related product programs. Since the risk metrics for consumer loans are based on a collective “pool” basis, rather than on individual loans, the provisions for consumer loans are also computed on a “pool basis” using the “flow rate” methodology. The provision coverage is 70% for the non-performing loans (other than home loans), which are overdue by 90 days whereas the loans are considered as a total write off once overdue by 180 days.

In addition to specific provision for credit losses, provision for collective impairment is made on a portfolio basis for credit losses where there is objective evidence that unidentified losses exist at the reporting date. These are based on any deterioration in the risk rating (i.e. downward migration of risk ratings) of the financial assets since it was originally granted. This provision is estimated based on various factors including credit ratings allocated to a borrower or group of borrowers, the current economic conditions, the experience the Group has had in dealing with a borrower or group of borrowers and available historical default information.

Loans whose terms have been renegotiated are no longer considered to be past due but are treated as new loans. Restructuring policies and practices are based on indicators or criteria, which indicate that payment will most likely continue. The loans continue to be subject to an individual or collective impairment assessment, calculated using the loan’s original effective commission rate.

Loans and advances are generally renegotiated either as part of an ongoing customer relationship or in response to an adverse change in the circumstances of the borrower. In the latter case, renegotiation can result in an extension of the due date of payment or repayment plans under which the Group offers a revised rate of commission to genuinely distressed borrowers. This results in the asset continuing to be overdue and individually impaired as the renegotiated payments of commission and principal do not recover the original carrying amount of the loan. In other cases, renegotiation lead to a new agreement, this is treated as a new loan. Restructuring policies and practices are based on indicators or criteria which, indicate that payment will most likely continue. The loans continue to be subject to an individual or collective impairment assessment, calculated using the loan’s original effective commission rate.

### ***(ii) Impairment of available-for-sale financial assets***

In the case of debt instruments classified as available for sale, Management assesses individually whether there is objective evidence of impairment based on the same criteria as financial assets carried at amortised cost. However, the amount recorded for impairment is the cumulative loss measured as the difference between the amortised cost and the current fair value, less any impairment loss on that investment previously recognised in the consolidated income statement.

If, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to a credit event occurring after the impairment loss was recognised in the consolidated income statement, the impairment loss is reversed through the consolidated income statement.

For equity investments held as available for sale, a significant or prolonged decline in fair value below its cost represents objective evidence of impairment. The impairment loss cannot be reversed through the consolidated income statement as long as the asset continues to be recognised i.e. any increase in fair value after impairment has been recorded can only be recognised in the consolidated statement of changes in shareholders’ equity. On derecognition, any cumulative gain or loss previously recognised in the consolidated shareholders’ equity is included in the consolidated income statement for the year.

### **m) Other real estate**

The Group, in the ordinary course of business, acquires certain real estate against settlement of due loans and advances. Such real estate are considered as assets held for sale and are initially stated at the lower of net realisable value of due loans and advances and the current fair value of the related properties, less any costs to sell (if material). No depreciation is charged on such real estate. Rental income from other real estate is recognised in the consolidated income statement.

Subsequent to initial recognition, any subsequent write down to fair value, less costs to sell, are charged to the consolidated income statement. Any subsequent revaluation gain in the fair value less costs to sell these assets to the extent this does not exceed the cumulative write down is recognised in the income statement. Gains or losses on disposal are recognised in the consolidated income statement.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### **n) Impairment of non-financial assets**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs to sell and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

For assets excluding goodwill, if any, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceeds the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated income statement.

### **o) Property and equipment**

Property and equipment are measured at cost less accumulated depreciation and accumulated impairment loss. Freehold land is not depreciated. Changes in the expected useful life are accounted for by changing the period or method, as appropriate, and treated as changes in accounting estimates. The cost of other property and equipment is depreciated / amortised on the straight-line method over the estimated useful lives of the assets as follows:

Buildings	33 years
Leasehold improvements	Over the shorter of lease period or economic useful life i.e 10 years
Furniture and fixtures, computer hardware and software and motor vehicles	4 to 10 years

The residual values and useful lives of assets are reviewed, and adjusted if appropriate, at each reporting date.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the consolidated income statement.

All assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Any carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

### **p) Financial Liabilities**

All money market deposits, customer deposits, subordinated debts and other debt securities in issue are initially recognised at fair value less transaction costs. Financial liabilities at FVIS are recognised initially at fair value and transaction costs are taken directly to the consolidated income statement. Subsequently all commission-bearing financial liabilities other than those held at FVIS or where fair values have been hedged are measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium. Premiums are amortised and discounts accreted on an effective commission rate method to maturity and taken to special commission expense.

Financial liabilities are designated as FVIS on initial recognition if doing so significantly reduces measurement inconsistencies which would otherwise arise. After initial recognition these liabilities are measured at fair value and the resulting gain or loss is included in the consolidated income statement.

Financial liabilities in an effective fair value hedge relationship are adjusted for fair value changes to the extent of the risk being hedged. The resultant gain or loss is recognised in the consolidated income statement. For financial liabilities carried at amortised cost, any gain or loss is recognised in the consolidated income statement when derecognised.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### **q) Financial guarantees and loan commitments**

In the ordinary course of business, the Group issues financial guarantees, letters of credit and acceptances. Financial guarantees are initially recognised in the consolidated financial statements at fair value in other liabilities, being the value of the premium received. Subsequent to the initial recognition, the Group's liability under each guarantee is measured at the higher of the unamortised premium and the best estimate of expenditure required to settle any financial obligations arising as a result of guarantees. Any increase in the liability relating to the financial guarantee is taken to the consolidated income statement in "impairment charge for credit losses, net". The premium received is recognised in the consolidated income statement in "fees and commission income, net" on a straight line basis over the life of the guarantee.

Loan commitments are firm commitments to provide credit under pre-specified terms and conditions.

### **r) Provisions**

Provisions are recognised when Management can reliably estimate a present legal or constructive obligation as a result of past events and it is more likely than not that an outflow of resources will be required to settle the obligation.

### **s) Accounting for leases**

Leases entered into by the Group as a lessee are all operating leases. Payments made under operating leases are charged to the consolidated income statement on a straight-line basis over the period of the lease.

When an operating lease is terminated before the lease period has expired, any penalty required to be paid to the lessor is recognised as an expense in the period in which termination takes place.

### **t) Cash and cash equivalents**

For the purpose of the consolidated statement of cash flows, "cash and cash equivalents" include notes and coins on hand, balances with SAMA excluding statutory deposit, and due from banks and other financial institutions with original maturity of three months or less which are subject to insignificant risk of changes in their fair value.

### **u) Derecognition of financial instruments**

A financial asset (or a part of a financial asset, or a part of a group of similar financial assets) is derecognised, when contractual rights to receive the cash flows from the financial asset expire or the asset is transferred and the transfer qualifies for de-recognition.

In instances where the Group is assessed to have transferred a financial asset, the asset is derecognised if the Group has transferred substantially all the risks and rewards of ownership. Where the Group has neither transferred nor retained substantially all the risks and rewards of ownership, the financial asset is derecognised only if the Group has not retained control of the financial asset. The Group recognises separately as assets or liabilities any rights and obligations created or retained in the process.

A financial liability or a part of a financial liability can only be derecognised when it is extinguished, that is when the obligation specified in the contract is either discharged, cancelled or expires.

### **v) Share based plan transactions**

The Group's share plan is classified as an equity settled plan. The fair value of shares which the Group expects will eventually vest is determined at the grant date and is expensed on a straight line basis over the vesting period with corresponding increase in staff share based plan reserve. Details regarding the plan and determination of the fair value are set out in Note 38.

At each reporting date, management revises its estimates of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the consolidated income statement over the remaining vesting period, with a corresponding adjustment to the staff share base plan reserve.

### **w) End of service benefits**

The liability for employees' end of service benefits is determined based on an actuarial valuation conducted by an independent actuary. The actuarial valuation process takes into account the provisions of the Saudi Arabian Labour and Workmen law.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2014 and December 31, 2013

### x) Short term employee benefits

Short term employee benefits are measured on a undiscounted basis and is expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short term cash bonus or profit sharing plans if Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### y) Zakat and income tax

Under Saudi Arabian Zakat and Income tax laws, Zakat and income taxes are the liabilities of Saudi and foreign shareholders, respectively. Zakat is computed on the Saudi shareholders' share of equity or net income using the basis defined under the Zakat regulations. Income taxes are computed on the foreign shareholders share of net income for the year.

Zakat and income taxes are not charged to the Group's consolidated income statement and are deducted from current and future dividends payable to shareholders.

### z) Investment management services

The Group offers investment services to its customers through its subsidiary SHC. The services include the management of certain investment funds in consultation with professional investment advisors. The Group's share of these funds is included in FVIS or available-for-sale investments and fees earned are disclosed under related parties' transactions.

Assets held in trust or in a fiduciary capacity are not treated as assets of the Group and accordingly are not included in the consolidated financial statements.

### aa) Non-commission based banking products

In addition to conventional banking, the Group also offers its customers certain non-commission based banking products, which are approved by its independent Shariah Board, as follows:

#### High level definitions of non-commission based products:

(i) **Murabaha** is an agreement whereby the Group sells to a customer a commodity or an asset, which the Group has purchased and acquired based on a promise received from the customer to buy. The selling price comprises the cost plus an agreed profit margin.

(ii) **Ijarah** is an agreement whereby the Group, acting as a lessor, purchases or constructs an asset for lease according to the customer request (lessee), based on his promise to lease the asset for an agreed rent and specific period that could end by transferring the ownership of the leased asset to the lessee.

(iii) **Musharaka** is an agreement between the Group and a customer to contribute to a certain investment enterprise or the ownership of a certain property ending up with the acquisition by the customer of the full ownership. The profit or loss is shared as per the terms of the agreement.

(iv) **Tawaruq** is a form of Murabaha transactions where the Group purchases a commodity and sells it to the customer. The customer sells the underlying commodity at spot and uses the proceeds for his financing requirements.

All non-commission based banking products are included in "loans and advances" and "customers' deposits" and are in conformity with the related accounting policies described in these consolidated financial statements.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 4 CASH AND BALANCES WITH SAMA

	<u>2014</u>	<u>2013</u>
Cash in hand	569,803	390,803
Statutory deposit	3,752,004	3,103,679
Current accounts	247,690	177,061
Reverse repo with SAMA	4,953,966	2,990,979
<b>Total</b>	<b>9,523,463</b>	<b>6,662,522</b>

In accordance with the requirements of the Banking Control Law and Regulations issued by SAMA, the Group is required to maintain a statutory deposit with SAMA at stipulated percentages of its demand, savings, time and other deposits, calculated at the end of each month. The statutory deposit with SAMA is not available to finance the Group's day-to-day operations and therefore does not form part of cash and cash equivalents (Note-27).

### 5 DUE FROM BANKS AND OTHER FINANCIAL INSTITUTIONS

	<u>2014</u>	<u>2013</u>
Current accounts	351,089	804,827
Money market placements	187,700	946,540
<b>Total</b>	<b>538,789</b>	<b>1,751,367</b>

### 6 INVESTMENTS, NET

a) Investments are classified as follows:

	<u>Domestic</u>		<u>International</u>		<u>Total</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
<i>i) Available-for-sale, net</i>						
Fixed rate securities	33,056	51,850	-	-	33,056	51,850
Floating rate securities	168,000	168,000	-	-	168,000	168,000
Equities	230,488	259,714	-	-	230,488	259,714
Mutual funds	135,382	52,031	-	-	135,382	52,031
<b>Total available-for-sale, net</b>	<b>566,926</b>	<b>531,595</b>	<b>-</b>	<b>-</b>	<b>566,926</b>	<b>531,595</b>

Equities reported under available for sale investments include unquoted shares of SAR 3.4 million (2013: SAR 3.4 million) that are carried at cost. In the opinion of management the fair value approximates the carrying value of these investments.

	<u>Domestic</u>		<u>International</u>		<u>Total</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
<i>ii) Other investments held at amortised cost</i>						
Fixed rate securities	15,746,287	13,488,239	684,091	1,241,612	16,430,378	14,729,851
Floating rate securities	1,301,903	1,094,876	399,001	397,011	1,700,904	1,491,887
<b>Total other investments held at amortised cost</b>	<b>17,048,190</b>	<b>14,583,115</b>	<b>1,083,092</b>	<b>1,638,623</b>	<b>18,131,282</b>	<b>16,221,738</b>

	<u>Domestic</u>		<u>International</u>		<u>Total</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
<i>iii) Held to maturity</i>						
Fixed rate securities	25,695	35,821	-	-	25,695	35,821
Floating rate securities	-	-	60,064	60,008	60,064	60,008
<b>Total held to maturity</b>	<b>25,695</b>	<b>35,821</b>	<b>60,064</b>	<b>60,008</b>	<b>85,759</b>	<b>95,829</b>
<b>Total investments, net</b>	<b>17,640,811</b>	<b>15,150,531</b>	<b>1,143,156</b>	<b>1,698,631</b>	<b>18,783,967</b>	<b>16,849,162</b>



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### b) Investments reclassification

Management identified certain AFS investments, for which at July 1, 2008, it had a clear intention to hold the instruments for the foreseeable future rather than to exit or trade in the short term. As a result these instruments were reclassified at that date from AFS to OI at fair value. Had the reclassification not been made, other reserves would have included unrealised fair value gains amounting to SAR 12.7 million (2013: SAR 5.6 million) and the shareholders' equity would have been higher by the same amount.

The following table shows carrying values and fair values of the reclassified investments:

	<u>2014</u>		<u>2013</u>	
	<u>Carrying value</u>	<u>Fair value</u>	<u>Carrying value</u>	<u>Fair value</u>
AFS securities reclassified to OI	<u>148,516</u>	<u>149,617</u>	<u>146,482</u>	<u>142,457</u>

Further, with effect from July 20, 2011, the Group had reclassified certain trading investments amounting to SAR 17.5 million to OI, as it no longer had the intention to hold these investments for the purpose of selling in the short term. The Group had the intention and ability to hold these reclassified investments for the foreseeable future or until maturity. These investments matured during the current year.

### c) The composition of investments is as follows:

	<u>2014</u>			<u>2013</u>		
	<u>Quoted</u>	<u>Unquoted</u>	<u>Total</u>	<u>Quoted</u>	<u>Unquoted</u>	<u>Total</u>
Fixed rate securities	815,452	15,673,677	16,489,129	1,508,437	13,309,085	14,817,522
Floating rate securities	1,295,968	633,000	1,928,968	1,251,895	468,000	1,719,895
Equities	227,050	3,438	230,488	256,276	3,438	259,714
Mutual funds	135,382	-	135,382	52,031	-	52,031
<b>Total investments, net</b>	<u>2,473,852</u>	<u>16,310,115</u>	<u>18,783,967</u>	<u>3,068,639</u>	<u>13,780,523</u>	<u>16,849,162</u>

Unquoted securities principally comprise of treasury bills and other Saudi Government Bonds. Such securities are traded in the inter-bank market within Saudi Arabia and values are determined according to an appropriate pricing model.

### d) The analysis of unrealised gains and losses and fair values of other investments held at amortised cost and held to maturity are as follows:

	<u>2014</u>				<u>2013</u>			
	<u>Carrying value</u>	<u>Gross unrealised gains</u>	<u>Gross unrealised losses</u>	<u>Fair value</u>	<u>Carrying value</u>	<u>Gross unrealised gains</u>	<u>Gross unrealised losses</u>	<u>Fair value</u>
<b>i) Other investments held at amortised cost</b>								
Fixed-rate securities	16,430,378	26,889	(26,985)	16,430,282	14,729,851	44,047	(64,906)	14,708,992
Floating rate securities	<u>1,700,904</u>	<u>3,748</u>	<u>(10)</u>	<u>1,704,642</u>	<u>1,491,887</u>	<u>8,601</u>	<u>(4,033)</u>	<u>1,496,455</u>
<b>Total</b>	<u>18,131,282</u>	<u>30,637</u>	<u>(26,995)</u>	<u>18,134,924</u>	<u>16,221,738</u>	<u>52,648</u>	<u>(68,939)</u>	<u>16,205,447</u>

	<u>2014</u>				<u>2013</u>			
	<u>Carrying value</u>	<u>Gross unrealised gains</u>	<u>Gross unrealised losses</u>	<u>Fair value</u>	<u>Carrying value</u>	<u>Gross unrealised gains</u>	<u>Gross unrealised losses</u>	<u>Fair value</u>
<b>ii) Held to maturity</b>								
Fixed-rate securities	25,695	1,467	-	27,162	35,821	2,753	-	38,574
Floating rate securities	<u>60,064</u>	<u>-</u>	<u>(2,720)</u>	<u>57,344</u>	<u>60,008</u>	<u>-</u>	<u>(2,724)</u>	<u>57,284</u>
<b>Total</b>	<u>85,759</u>	<u>1,467</u>	<u>(2,720)</u>	<u>84,506</u>	<u>95,829</u>	<u>2,753</u>	<u>(2,724)</u>	<u>95,858</u>

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**e) The analysis of investments by counter party is as follows:**

	<u>2014</u>	<u>2013</u>
Government and quasi-government	<b>15,695,809</b>	13,748,486
Corporates	<b>1,357,136</b>	1,334,965
Banks and other financial institutions	<b>1,592,202</b>	1,710,242
Others	<b>138,820</b>	55,469
<b>Total investments, net</b>	<b><u>18,783,967</u></b>	<b><u>16,849,162</u></b>

Other investments held at amortized cost amounting to SAR 5,060 million (2013: SAR 3,350 million) are pledged under repurchase agreements with customers. The market value of these investments is SAR 5,059 million (2013: SAR 3,345 million).

**f) Credit risk exposures of investments**

	<u>2014</u>	<u>2013</u>
Saudi Sovereign bonds	<b>14,213,977</b>	11,849,560
Investments grade	<b>3,748,997</b>	4,376,903
Unrated	<b>820,993</b>	622,699
<b>Total investments, net</b>	<b><u>18,783,967</u></b>	<b><u>16,849,162</u></b>

Investment grade includes those investments having an external agency ratings of AAA to BBB-. Where specific bonds are not rated, but the issuer of the bond has been rated, issuer ratings have been used. Bonds falling in to this category amounted to SAR 1,979 million (2013: SAR 1,936 million).

**7 LOANS AND ADVANCES, NET**

**a) Loans and advances held at amortised cost**

<u>2014</u>	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer loans</u>	<u>Commercial loans</u>	<u>Total</u>
Performing loans and advances, gross	3,142,126	271,756	11,342,508	50,901,867	65,658,257
Non performing loans and advances, net	<u>303,769</u>	<u>5,568</u>	<u>36,422</u>	<u>495,863</u>	<u>841,622</u>
Total loans and advances	3,445,895	277,324	11,378,930	51,397,730	66,499,879
Allowances for impairment of credit losses	<u>(340,385)</u>	<u>(6,616)</u>	<u>(138,920)</u>	<u>(866,130)</u>	<u>(1,352,051)</u>
<b>Total loans and advances, net</b>	<b><u>3,105,510</u></b>	<b><u>270,708</u></b>	<b><u>11,240,010</u></b>	<b><u>50,531,600</u></b>	<b><u>65,147,828</u></b>

  

<u>2013</u>	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer Loans</u>	<u>Commercial loans</u>	<u>Total</u>
Performing loans and advances, gross	2,189,802	249,392	8,066,492	43,159,518	53,665,204
Non performing loans and advances, net	<u>341,647</u>	<u>4,879</u>	<u>40,064</u>	<u>352,029</u>	<u>738,619</u>
Total loans and advances	2,531,449	254,271	8,106,556	43,511,547	54,403,823
Allowances for impairment of credit losses	<u>(364,446)</u>	<u>(6,007)</u>	<u>(116,366)</u>	<u>(705,744)</u>	<u>(1,192,563)</u>
<b>Total loans and advances, net</b>	<b><u>2,167,003</u></b>	<b><u>248,264</u></b>	<b><u>7,990,190</u></b>	<b><u>42,805,803</u></b>	<b><u>53,211,260</u></b>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### b) Movements in allowances for impairment of credit losses:

	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer loans</u>	<u>Commercial loans</u>	<u>Total</u>
<b><u>2014</u></b>					
Balance at beginning of the year	364,446	6,007	116,366	705,744	1,192,563
Provided during the year	100,223	16,709	94,748	218,218	429,898
Recoveries of amounts previously provided	(13,131)	(10,874)	(31,917)	(28,369)	(84,291)
	87,092	5,835	62,831	189,849	345,607
Bad debts written off	(111,153)	(5,226)	(40,277)	(29,463)	(186,119)
<b>Balance at the end of the year</b>	<b>340,385</b>	<b>6,616</b>	<b>138,920</b>	<b>866,130</b>	<b>1,352,051</b>
	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer Loans</u>	<u>Commercial loans</u>	<u>Total</u>
<b><u>2013</u></b>					
Balance at beginning of the year	455,211	11,326	75,670	561,342	1,103,549
Provided during the year	85,061	11,455	101,436	206,113	404,065
Recoveries of amounts previously provided	(83,936)	(10,273)	(29,648)	(61,711)	(185,568)
	1,125	1,182	71,788	144,402	218,497
Bad debts written off	(91,890)	(6,501)	(31,092)	-	(129,483)
<b>Balance at the end of the year</b>	<b>364,446</b>	<b>6,007</b>	<b>116,366</b>	<b>705,744</b>	<b>1,192,563</b>

During the current year, the Bank revisited the allocation of collective impairment of credit losses across products. Accordingly comparative figures are also presented on a consistent basis.

### c) Credit quality of loans and advances

#### i) Loans and advances neither past due nor impaired

The Group has categorised the loans and advances portfolio that is neither past due nor impaired into three sub categories according to its internal rating system, i.e. strong, satisfactory and watch .

Loans and advances under the Strong category are performing, have sound fundamental characteristics and include those that exhibit neither current nor potential weaknesses.

Loans and advance under the Satisfactory category are loans where borrowers are capable to meet their financial obligations in the medium term, but could be impacted by adverse business or economic conditions.

The Watch category includes loans and advances that are performing, current and up to date in terms of principal and special commission payments. However, they require close management attention as they may have potential weaknesses that could, at some future date, result in the deterioration of the repayment prospects of either the principal or the special commission. Loans and advances in the watch category are not expected to expose the Group to high enough level of risk to warrant a worse classification.

	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer loans</u>	<u>Commercial loans</u>	<u>Total</u>
<b><u>2014</u></b>					
Strong	749,133	-	-	25,192,681	25,941,814
Satisfactory	2,233,702	247,183	11,055,133	25,158,210	38,694,228
Watch	58,889	-	-	438,816	497,705
<b>Total</b>	<b>3,041,724</b>	<b>247,183</b>	<b>11,055,133</b>	<b>50,789,707</b>	<b>65,133,747</b>
	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer Loans</u>	<u>Commercial loans</u>	<u>Total</u>
<b><u>2013</u></b>					
Strong	742,008	-	-	23,138,087	23,880,095
Satisfactory	1,348,061	225,809	7,742,122	19,383,338	28,699,330
Watch	70,224	-	-	380,845	451,069
<b>Total</b>	<b>2,160,293</b>	<b>225,809</b>	<b>7,742,122</b>	<b>42,902,270</b>	<b>53,030,494</b>

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**ii) Ageing of past due but not impaired loans and advances**

	<u>Overdraft</u>	<u>Credit cards</u>	<u>Consumer loans</u>	<u>Commercial loans</u>	<u>Total</u>
<b><u>2014</u></b>					
From 1 day to 30 days	62,751	16,955	213,809	84,481	377,996
From 31 days to 90 days	37,651	7,618	73,566	7,614	126,449
From 91 days to 180 days	-	-	-	20,065	20,065
More than 180 days	-	-	-	-	-
<b>Total</b>	<b>100,402</b>	<b>24,573</b>	<b>287,375</b>	<b>112,160</b>	<b>524,510</b>
	<u>Overdraft</u>	<u>Credit Cards</u>	<u>Consumer Loans</u>	<u>Commercial loans</u>	<u>Total</u>
<b><u>2013</u></b>					
From 1 day to 30 days	21,523	16,427	277,114	111,839	426,903
From 31 days to 90 days	3,456	7,156	47,256	117,378	175,246
From 91 days to 180 days	4,530	-	-	-	4,530
More than 180 days	-	-	-	28,031	28,031
<b>Total</b>	<b>29,509</b>	<b>23,583</b>	<b>324,370</b>	<b>257,248</b>	<b>634,710</b>

During the current year, the basis used for categorization of loans and advances portfolio was reassessed and the comparative figures are also presented on a consistent basis.

**d) Economic sector risk concentration for loans and advances and allowances for impairment are as follows:**

	<u>Performing</u>	<u>Non performing</u>	<u>Allowances for impairment</u>	<u>Loans and advances, net</u>
<b><u>2014</u></b>				
Government and quasi-government	1,263,299	-	-	1,263,299
Banks and other financial institutions	2,485,717	-	-	2,485,717
Agriculture and fishing	1,065,303	-	-	1,065,303
Manufacturing	10,416,664	39,372	(39,372)	10,416,664
Mining and quarrying	312,759	-	-	312,759
Electricity, water, gas and health services	1,987,431	33,677	(33,677)	1,987,431
Building and construction	8,563,054	349,851	(349,851)	8,563,054
Commerce	18,000,160	298,674	(298,674)	18,000,160
Transportation and communication	870,344	-	-	870,344
Services	5,338,646	19,060	(19,060)	5,338,646
Consumer loans and credit cards	11,614,264	41,990	(29,391)	11,626,863
Others	3,740,616	58,998	(58,998)	3,740,616
	<b>65,658,257</b>	<b>841,622</b>	<b>(829,023)</b>	<b>65,670,856</b>
Portfolio impairment allowance	-	-	(523,028)	(523,028)
<b>Total</b>	<b>65,658,257</b>	<b>841,622</b>	<b>(1,352,051)</b>	<b>65,147,828</b>

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<u>2013</u>	<u>Performing</u>	<u>Non performing</u>	<u>Allowances for impairment</u>	<u>Loans and advances, net</u>
Government and quasi-government	1,535,354	-	-	1,535,354
Banks and other financial institutions	2,282,368	-	-	2,282,368
Agriculture and fishing	914,817	-	-	914,817
Manufacturing	9,445,016	99,701	(99,701)	9,445,016
Mining and quarrying	290,965	-	-	290,965
Electricity, water, gas and health services	1,872,189	8,300	(8,300)	1,872,189
Building and construction	6,076,752	231,321	(231,321)	6,076,752
Commerce	14,943,638	275,291	(275,291)	14,943,638
Transportation and communication	768,524	7,800	(7,800)	768,524
Services	4,166,079	2,495	(2,495)	4,166,079
Consumer loans and credit cards	8,315,884	44,943	(35,930)	8,324,897
Others	3,053,618	68,768	(68,768)	3,053,618
	53,665,204	738,619	(729,606)	53,674,217
Portfolio impairment allowance	-	-	(462,957)	(462,957)
Total	53,665,204	738,619	(1,192,563)	53,211,260

As at December 31 2013, the Group had master netting arrangements with certain customers, where there was a legal right and an intention to settle on a net basis. This resulted in loans and advances and customers' deposits amounting to SAR 411.05 million been netted off under the said arrangements. However, as at December 31 2014, there were no such netting off arrangements.

Loans and advances, include Islamic products amounting to SAR 32.10 billion (2013: SAR 24.32 billion)

### e) Collateral

The Group, in the ordinary course of its lending activities holds collaterals to mitigate the associated credit risk. These mostly consists of time, demand and other cash deposits, financial guarantees, local and international equities, real estate and other fixed assets. Collaterals are mainly held against commercial and consumer loans and are managed against relevant exposures at their net realisable value.

## 8 INVESTMENT IN AN ASSOCIATE

	<u>2014</u>	<u>2013</u>
Balance at beginning of the year	17,233	18,050
Share in loss of an associate	(4,440)	(817)
Balance at end of the year	12,793	17,233

Investment in an associate represents a 20% (2013: 20%) shareholding in Wataniya Insurance Company formed in the Kingdom of Saudi Arabia, pursuant to Royal Decree No. M/53 dated Shawwal 21, 1430H (corresponding to October 10, 2009).

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 9 PROPERTY AND EQUIPMENT, NET

Property and equipment details are as follows:

	<u>Land and Buildings</u>	<u>Leasehold improvements</u>	<u>Computer hardware / software</u>	<u>Furniture / fixtures</u>	<u>Motor vehicles</u>	<u>Capital work in progress (CWIP)</u>	<u>Total</u>
<b>Cost:</b>							
Balance at beginning of the year	187,577	286,900	776,634	188,313	5,154	129,642	1,574,220
Additions during the year	-	-	-	-	1,287	124,442	125,729
Disposal during the year	-	-	-	-	(441)	-	(441)
Transfers from CWIP during the year	6,313	27,073	89,397	25,634	-	(148,417)	-
<b>Balance at end of the year</b>	<b>193,890</b>	<b>313,973</b>	<b>866,031</b>	<b>213,947</b>	<b>6,000</b>	<b>105,667</b>	<b>1,699,508</b>
<b>Accumulated depreciation/ amortisation:</b>							
Balance at beginning of the year	47,160	248,584	605,048	164,705	3,921	-	1,069,418
Charge for the year	5,755	15,752	73,669	8,537	430	-	104,143
Disposal during the year	-	-	-	-	(441)	-	(441)
<b>Balance at end of the year</b>	<b>52,915</b>	<b>264,336</b>	<b>678,717</b>	<b>173,242</b>	<b>3,910</b>	<b>-</b>	<b>1,173,120</b>
<b>Net book value:</b>							
<b>As at 31 December 2014</b>	<b>140,975</b>	<b>49,637</b>	<b>187,314</b>	<b>40,705</b>	<b>2,090</b>	<b>105,667</b>	<b>526,388</b>
As at 31 December 2013	140,417	38,316	171,586	23,608	1,233	129,642	504,802

### 10 OTHER ASSETS

Accrued special commission receivable:

	<u>2014</u>	<u>2013</u>
Banks and other financial institutions	135	10,109
Investments	37,744	44,797
Loans and advances	238,467	200,567
Others	66,952	65,211
<b>Total accrued special commission receivable</b>	<b>343,298</b>	<b>320,684</b>
Accounts receivable	1,387,695	860,899
Positive fair value of derivatives (note 11)	354,622	286,343
Others	375	3,989
<b>Total</b>	<b>2,085,990</b>	<b>1,471,915</b>

### 11 DERIVATIVES

In the ordinary course of business, the Group utilises the following derivative financial instruments for both trading and hedging purposes:

#### a) Swaps

Swaps are commitments to exchange one set of cash flows for another. For commission rate swaps, counterparties generally exchange fixed and floating rate commission payments in a single currency without exchanging principal. For cross-currency commission rate swaps, principal and fixed and floating commission payments are exchanged in different currencies.

#### b) Forwards and futures

Forwards and futures are contractual agreements to either buy or sell a specified currency, commodity or financial instrument at a specified price and date in the future. Forwards are customised contracts transacted in the over-the-counter market. Foreign currency and commission rate futures are transacted in standardised amounts on regulated exchanges and changes in futures contract values are settled daily.

#### c) Forward-rate agreements

Forward-rate agreements are individually negotiated commission rate contracts that call for a cash settlement of the difference between a contracted commission rate and the market rate on a specified future date and are based on a notional principal and an agreed period of time.

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### d) Options

Options are contractual agreements under which the seller (writer) grants the purchaser (holder) the right, but not the obligation, to either buy or sell at a fixed future date or at any time during a specified period a specified amount of a currency, commodity or financial instrument at a pre-determined price.

### Derivatives held for trading purposes

Most of the Group's derivative trading activities relate to sales, positioning and arbitrage. Sales activities involve offering products to customers and banks in order to inter alia, enable them to transfer, modify or reduce current and future risks. Positioning involves managing market risk positions with the expectation of profiting from favourable movements in prices, rates or indices. Arbitrage involves identifying price differentials between markets or products with the expectation of profiting.

### Derivatives held for hedging purposes

The Group has adopted a comprehensive process for the measurement and management of risk. Part of the risk management process involves managing the Group's exposure to fluctuations in foreign exchange and commission rates to acceptable levels as determined by the Board of Directors and within guidelines issued by SAMA.

The Board of Directors has established levels of currency risk by setting limits on counterparty and currency positions. Positions are monitored on a daily basis and hedging strategies are used to ensure that positions are maintained within the established limits. The Board of Directors has also established the levels of commission rate risk by setting limits on special commission rate gaps for stipulated periods. Asset and liability commission rate gaps are reviewed on a periodic basis and hedging strategies are used to reduce commission rate gaps within the established limits. As part of its asset and liability management process, the Group uses derivatives for hedging purposes in order to adjust its own exposure to currency and commission rate risks. This is generally achieved by hedging specific transactions.

The Group uses commission rate swaps to hedge against the commission rate risk arising from specifically identified fixed commission rate exposures. The Group also uses commission rate swaps to hedge against the cash flow risk arising on certain floating-rate exposures. In all such cases, the hedging relationship and objective, including details of the hedged items and hedging instrument, are formally documented and the transactions are accounted for as fair value or cash flow hedges.

The tables below summarises the positive and negative fair values and notional amounts of derivative financial instruments, analysed by the term to maturity and monthly average. The notional amounts, which provide an indication of the volumes of transactions outstanding at year-end, do not necessarily reflect the amounts of future cash flows involved. These notional amounts are, therefore, neither indicative of the Group's exposure to market risk and credit risk. The latter is generally limited to the positive fair value of derivatives.

<u>Derivative financial instruments 2014</u>	<u>Positive fair value</u>	<u>Negative fair value</u>	<u>Notional amount total</u>	<u>Notional amounts by maturity</u>				<u>Monthly Average</u>
				<u>Within three months</u>	<u>3-12 Months</u>	<u>1-5 Years</u>	<u>Over 5 Years</u>	
<b>Held for trading:</b>								
Commission rate swaps	121,637	35,434	27,079,104	606,375	2,722,187	22,079,658	1,670,884	26,713,272
Foreign exchange and commodity forward contracts	113,854	96,299	21,060,276	9,417,218	11,643,058	-	-	20,539,454
Currency and commodity options	119,130	119,130	44,267,042	8,904,006	20,494,383	14,868,653	-	37,459,040
Forward rate agreements	-	-	-	-	-	-	-	-
Commission rate options	1	1	1,000,000	-	1,000,000	-	-	1,018,273
<b>Held as fair value hedges:</b>								
Commission rate swaps	-	2,402	187,730	56,319	93,865	37,546	-	301,630
<b>Total</b>	<b>354,622</b>	<b>253,266</b>	<b>93,594,152</b>	<b>18,983,918</b>	<b>35,953,493</b>	<b>36,985,857</b>	<b>1,670,884</b>	

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<u>Derivative financial instruments 2013</u>	<u>Positive fair value</u>	<u>Negative fair value</u>	<u>Notional amount total</u>	<u>Notional amounts by maturity</u>					<u>Monthly Average</u>
				<u>Within three months</u>	<u>3-12 Months</u>	<u>1-5 Years</u>	<u>Over 5 Years</u>		
<b>Held for trading:</b>									
Commission rate swaps	139,669	70,968	23,343,399	937,977	2,726,619	18,170,022	1,508,781		22,013,974
Foreign exchange and commodity forward contracts	81,976	34,313	15,641,511	9,439,627	6,201,884	-	-		20,771,284
Currency and commodity options	64,653	64,653	27,548,514	5,997,229	12,970,597	8,580,688	-		29,381,505
Forward rate agreements	44	-	200,000	-	200,000	-	-		200,000
Commission rate options	1	1	1,219,279	219,279	-	1,000,000	-		1,219,279
<b>Held as fair value hedges:</b>									
Commission rate swaps	-	5,958	375,630	1,000	163,772	173,353	37,505		505,443
<b>Total</b>	<b>286,343</b>	<b>175,893</b>	<b>68,328,333</b>	<b>16,595,112</b>	<b>22,262,872</b>	<b>27,924,063</b>	<b>1,546,286</b>		

The gross positive and negative fair values of commission rate swaps amounted to SAR 1,074 million (2013: SAR 1,020 million) and SAR 990 million (2013: SAR 957 million) respectively. The fair values of these derivatives, as presented in the above table, are on net basis as certain derivatives can be settled under master netting arrangements.

The tables below shows a summary of hedged items, the nature of the risk being hedged, the hedging instrument and its fair value:

<u>Description of hedged items</u>	<u>Fair value</u>	<u>Hedge inception value</u>	<u>Risk</u>	<u>Hedging Instrument</u>	<u>Positive fair value</u>	<u>Negative fair value</u>
<b><u>2014</u></b>						
Fixed commission rate investments	199,766	187,700	Fair Value	Commission rate swaps	-	2,402
<b><u>2013</u></b>						
Fixed commission rate investments	370,464	348,797	Fair Value	Commission rate swaps	-	5,680
Loans and advances	27,998	27,333	Fair Value	Commission rate swaps	-	278

The net losses on the hedging instruments held for fair value hedge are SAR 3.56 million (2013: SAR 5.96 million). The net fair value of the derivatives is SAR 101.36 million (2013: SAR 110.45 million). The net gains on the hedged items attributable to the hedged risk are SAR 3.58 million (2013: SAR 16.86 million).

Approximately 26.5% (2013: 67.7%) of the positive fair value of the Group's derivatives are entered into with financial institutions and less than 17% (2013: 11%) of the total positive fair value of the derivatives are with any single counterparty at the reporting date. Derivative activities are carried out by the Group's treasury segment.

## 12 DUE TO BANKS AND OTHER FINANCIAL INSTITUTIONS

	<u>2014</u>	<u>2013</u>
Current accounts	1,473,553	1,302,974
Money market deposits	1,581,087	1,191,304
<b>Total</b>	<b>3,054,640</b>	<b>2,494,278</b>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 13 CUSTOMERS' DEPOSITS

	<u>2014</u>	<u>2013</u>
Time	45,257,743	35,575,566
Demand	29,964,157	24,951,832
Saving	407,754	434,877
Others	1,184,211	913,174
<b>Total</b>	<b>76,813,865</b>	<b>61,875,449</b>

	<u>2014</u>	<u>2013</u>
Time deposits include:		
i) Deposits under repurchase agreements with customers	5,072,314	3,367,370
ii) Islamic deposits	19,549,247	16,914,356

Customers' deposits include SAR 967 million (2013: SAR 713 million) of margins held for irrevocable commitments and non commission based deposits amounting to SAR 31 billion (2013: SAR 25 billion).

Foreign currency deposits at December 31, 2014 are as follows:

	<u>2014</u>	<u>2013</u>
Time	3,533,264	4,952,255
Demand	3,355,694	2,761,124
Saving	34,574	27,765
Others	130,041	123,349
<b>Total</b>	<b>7,053,573</b>	<b>7,864,493</b>

### 14 SUBORDINATED DEBT

Subordinated debt represents the following debt securities:

#### *Issued on December 12, 2013:*

The Group issued SAR 2,500 million unsecured subordinated Tier II Sukuk which are due in 2023. The Group has the option, subject to the prior written approval of SAMA, to redeem these Sukuk at their redemption amount in December 2018 or in the event of certain changes affecting the taxation and regulatory capital treatment of these Sukuk. The commission rate paid on the above averaged 6 months SIBOR plus 155 basis points (2013: 6 months SIBOR plus 155 basis points).

#### *Issued on November 26, 2012:*

The Group issued SAR 1,400 million unsecured subordinated Tier II Sukuk which are due in 2019. The Group has the option, subject to the prior written approval of SAMA, to redeem these Sukuk at their redemption amount in November 2017 or in the event of certain changes affecting the taxation and regulatory capital treatment of these Sukuk. The commission rate paid on the above averaged 6 months SIBOR plus 115 basis points (2013: 6 months SIBOR plus 115 basis point).

#### *Issued on December 30, 2009:*

The Group issued SAR 725 million unsecured subordinated Sukuk "Mudaraba Certificates", which were due in 2019 with an option to call at the end of five years (2014). The Group exercised the option of early redemption of these certificates at their redemption amount in December 2014. The commission rate paid on the above averaged 6 months SIBOR plus 190 basis points (2013: 6 months SIBOR plus 190 basis points). All the required approvals from regulatory authorities were obtained for the purpose of redemptions.

The Group has not defaulted on any principal or commission repayments and there has been no breaches with regard to any of these liabilities during 2014 or 2013.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 15 OTHER LIABILITIES

<i>Accrued special commission payable:</i>	<u>2014</u>	<u>2013</u>
Banks and other financial institutions	203	195
Customer deposits	215,194	143,977
Subordinated debt	6,029	6,603
Others	74,048	76,534
<b>Total accrued special commission payable</b>	<b>295,474</b>	<b>227,309</b>
Accrued expenses and accounts payable	1,256,759	1,322,238
Negative fair value of derivatives (note 11)	253,266	175,893
Others	303,332	346,666
<b>Total</b>	<b>2,108,831</b>	<b>2,072,106</b>

### 16 SHARE CAPITAL

The authorised, issued and fully paid share capital consists of 476.28 million (2013: 396.90 million) shares of SAR 10 (2013: SAR 10) each.

The ownership of the Bank's share capital is as follows:

	<u>Percentage</u>	<u>2014</u>	<u>2013</u>
Saudi shareholders	60%	2,857,680	2,381,400
ABN AMRO Bank N.V. (The Netherlands)	40%	1,905,120	1,587,600
<b>Total</b>	<b>100%</b>	<b>4,762,800</b>	<b>3,969,000</b>

The Extraordinary General Assembly approved during its meeting held on March 18, 2014 the proposal of the Board of Directors to increase the Bank's share capital by SAR 793.8 million through bonus shares of one for every five shares held.

On December 17, 2014, the Board of Directors has approved the transfer of SAR 952.6 million to a reserve with the intention to increase the Bank's share capital through a one-for-five bonus share dividend subject to a final approval of the Extraordinary General Assembly meeting.

### 17 STATUTORY RESERVE

In accordance with Saudi Arabian Banking Control Law and the By-Laws of the Bank, a minimum of 25% of the annual net income is required to be transferred to a statutory reserve until this reserve equals the paid up share capital of the Bank. Accordingly, SAR 455.23 million (2013: SAR 375.40 million) has been transferred from net income. The statutory reserve is not available for distribution.

### 18 OTHER RESERVES

<u>2014</u>	<u>Available for sale investments</u>	<u>Cash flow hedges</u>	<u>Total</u>
Balance at beginning of the year	21,690	-	21,690
Net change in fair value	139	-	139
Net amounts transferred to consolidated income statement	(18,265)	-	(18,265)
Balance at end of the year	3,564	-	3,564
<u>2013</u>	<u>Available for sale investments</u>	<u>Cash flow hedges</u>	<u>Total</u>
Balance at beginning of the year	565	(6,355)	(5,790)
Net change in fair value	19,329	-	19,329
Net amounts transferred to consolidated income statement	1,796	6,355	8,151
Balance at end of the year	21,690	-	21,690



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 19 COMMITMENTS AND CONTINGENCIES

#### a) Legal proceedings

As at December 31, 2014 and 2013, there were certain legal proceedings outstanding against the Group that arose in the normal course of business. No provision has been made during the year (2013: Nil) as professional legal advice indicates that it is not probable that any further losses will arise with respect to these proceedings.

#### b) Capital commitments

The Group has capital commitments of SAR 63.51 million (2013: SAR 41.28 million) in respect of leasehold improvements and computer hardware and software purchases.

#### c) Credit related commitments and contingencies

The primary purpose of these instruments is to ensure that funds are available to customers as required.

Guarantees and stand-by letters of credit, which represent irrevocable assurances that the Group will make payments in the event that a customer cannot meet its obligations to third parties, carry the same credit risk as loans and advances. Cash requirements under guarantees and standby letters of credit are considerably less than the amount of the commitment because the Group does not generally expect the third party to draw the full funds under the agreement.

Documentary letters of credit are written undertakings by the Group on behalf of a customer authorising a third party to draw drafts on the Group up to a stipulated amount under specific terms and conditions and are generally collateralised by the underlying shipments of goods to which they relate and therefore, have significantly less risk.

Acceptances comprise undertakings by the Group to pay bills of exchange drawn on customers. The Group expects most acceptances to be presented before being reimbursed by the customers.

Commitments to extend credit represent the unused portion of authorisations to extend credit, principally in the form of loans and advances, guarantees and letters of credit. With respect to credit risk on commitments to extend credit, the Group is potentially exposed to a loss of an amount equal to the total unused commitments. However, the likely amount of loss, which cannot readily be quantified, is expected to be considerably less than the total unused commitment as most commitments to extend credit are contingent upon customers maintaining specific credit standards. The total outstanding commitments to extend credit do not necessarily represent future cash requirements as many of the commitments could expire or terminate without being funded.

#### i) The contractual maturities of the Group's commitments and contingencies are as follows:

	<u>Within 3</u> <u>months</u>	<u>3 to 12</u> <u>months</u>	<u>1 to 5</u> <u>Years</u>	<u>Over 5</u> <u>Years</u>	<u>Total</u>
<b><u>2014</u></b>					
Letters of guarantee	2,879,290	9,763,949	10,325,112	211,399	23,179,750
Letters of credit	2,006,054	2,760,395	155,277	-	4,921,726
Acceptances	2,002,663	507,577	178,759	-	2,688,999
Irrevocable commitments to extend credit	1,308	-	410,466	860,679	1,272,453
<b>Total</b>	<b>6,889,315</b>	<b>13,031,921</b>	<b>11,069,614</b>	<b>1,072,078</b>	<b>32,062,928</b>
	<u>Within 3</u> <u>months</u>	<u>3 to 12</u> <u>months</u>	<u>1 to 5</u> <u>Years</u>	<u>Over 5</u> <u>Years</u>	<u>Total</u>
<b><u>2013</u></b>					
Letters of guarantee	2,111,972	7,966,129	9,259,428	174,901	19,512,430
Letters of credit	2,166,986	3,385,254	157,073	-	5,709,313
Acceptances	2,155,141	516,792	17,962	-	2,689,895
Irrevocable commitments to extend credit	31,879	4,031	358,557	1,782,148	2,176,615
<b>Total</b>	<b>6,465,978</b>	<b>11,872,206</b>	<b>9,793,020</b>	<b>1,957,049</b>	<b>30,088,253</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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The outstanding unused portion of commitments that can be revoked unilaterally at any time by the Group amounts to SAR 18.95 billion (2013: SAR 13.48 billion).

*ii) Commitments and contingencies by counterparty are as follows:*

	<u>2014</u>	<u>2013</u>
Government and quasi-government	119,662	202,070
Corporate	29,199,688	26,233,613
Banks and other financial institutions	2,371,012	3,375,331
Other	372,566	277,239
<b>Total</b>	<b>32,062,928</b>	<b>30,088,253</b>

**d) Operating lease commitments**

The future minimum lease payments under non-cancellable operating leases where the Group is a lessee, are as follows:

	<u>2014</u>	<u>2013</u>
Less than 1 year	62,120	49,657
1 to 5 years	187,527	150,963
Over 5 years	165,706	127,673
<b>Total</b>	<b>415,353</b>	<b>328,293</b>

## 20 SPECIAL COMMISSION INCOME AND EXPENSE

**Special commission income**

<b>Investments:</b>	<u>2014</u>	<u>2013</u>
Available for sale	7,637	4,960
Held to maturity	2,968	3,497
Other investments held at amortised cost	218,537	192,613
	229,142	201,070
Due from banks and other financial institutions	16,416	22,766
Loans and advances	2,240,366	1,871,669
<b>Total</b>	<b>2,485,924</b>	<b>2,095,505</b>

**Special commission expense**

	<u>2014</u>	<u>2013</u>
Due to banks and other financial institutions	2,753	7,276
Customers' deposits	397,530	375,993
Subordinated debt	119,862	88,524
<b>Total</b>	<b>520,145</b>	<b>471,793</b>

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**21 FEE AND COMMISSION INCOME, NET**

	<u>2014</u>	<u>2013</u>
<b>Fee and commission income:</b>		
Share brokerage and fund management	66,297	48,368
Trade finance	347,540	262,859
Corporate finance and advisory	386,389	347,616
Credit card products	103,812	100,431
Other banking services	48,192	47,967
<b>Total fee and commission income</b>	<b>952,230</b>	<b>807,241</b>
<b>Fee and commission expenses:</b>		
Credit card products	63,903	60,296
Other banking services	24,355	14,720
<b>Total fee and commission expenses</b>	<b>88,258</b>	<b>75,016</b>
<b>Fee and commission income, net</b>	<b>863,972</b>	<b>732,225</b>

**22 TRADING INCOME, NET**

	<u>2014</u>	<u>2013</u>
Foreign exchange, net	96,292	58,639
Derivatives	69,640	77,405
Others	236	355
<b>Total</b>	<b>166,168</b>	<b>136,399</b>

**23 GAINS / (LOSSES) ON NON-TRADING INVESTMENTS, NET**

	<u>2014</u>	<u>2013</u>
Available for sale investments	20,062	(750)
<b>Total</b>	<b>20,062</b>	<b>(750)</b>

**24 SALARIES AND EMPLOYEE-RELATED EXPENSES**

The following table summarizes the Group's employee categories defined in accordance with SAMA's rules on compensation practices and includes the total amounts of fixed and variable compensation paid to employees during the year ended December 31, 2014 and December 31, 2013, and the forms of such payments.

<u>2014</u>	<u>Number of employees</u>	<u>Fixed compensation paid</u>	<u>Variable Compensation</u>		<u>Total</u>
<u>Categories of employees</u>			<u>Cash</u>	<u>Shares</u>	
Senior executives who require SAMA's no objection	16	23,326	8,724	8,177	40,227
Employees engaged in control and risk management functions	109	29,980	3,654	1,117	34,751
Employees engaged in risk taking activities	507	118,800	15,377	7,551	141,728
Other employees	1,763	233,156	20,649	4,163	257,968
<b>Total</b>	<b>2,395</b>	<b>405,262</b>	<b>48,404</b>	<b>21,008</b>	<b>474,674</b>
Variable Compensation accrued during the year		65,612			
Other employee related expenses paid during the year		91,297			
Other employee related expenses accrued during the year		11,610			
<b>Total Salaries and employee related expenses</b>		<b>573,781</b>			

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### 2013

<u>Categories of employees</u>	<u>Number of employees</u>	<u>Fixed compensation paid</u>	<u>Variable Compensation</u>		
			<u>Cash</u>	<u>Shares</u>	<u>Total</u>
Senior executives who require SAMA's no objection	16	22,101	6,629	6,624	35,354
Employees engaged in control and risk management functions	96	28,055	3,361	1,402	32,818
Employees engaged in risk taking activities	452	105,706	16,276	6,385	128,367
Other employees	1,620	206,824	23,911	4,862	235,597
<b>Total</b>	<b>2,184</b>	<b>362,686</b>	<b>50,177</b>	<b>19,273</b>	<b>432,136</b>
Variable Compensation accrued during the year		51,700			
Other employee related expenses paid during the year		83,398			
Other employee related expenses accrued during the year		11,072			
<b>Total Salaries and employee related expenses</b>		<b>508,856</b>			

#### ***Senior executives requiring SAMA's no objection:***

This comprises senior management having responsibility and authority for formulating strategies and directing and controlling the activities of the Group. This covers the Managing Director (MD) and certain other employees directly reporting to the MD.

#### ***Employees engaged in control and risk management functions:***

This refers to employees working in divisions that are not involved in risk taking activities but are engaged in review and control functions, for example Risk Management, Compliance, Internal Audit, Operations and Finance. These functions are fully independent from the risk taking units.

#### ***Employees engaged in risk taking activities:***

This comprises staff within business lines (Corporate Banking, Personal Banking, Treasury and SHC), who are responsible for executing and implementing the business strategy on behalf of the Group, for example staff involved in recommending credit limits, pricing of loans, undertaking and executing business proposals, treasury dealing activities, investment management and brokerage services.

#### ***Other employees:***

This includes all other employees of the Group, excluding those already mentioned above.

#### ***Group Compensation policy:***

The purpose of the policy is to establish and apply compensation policies and processes which support delivery of business strategy, reinforce the desired organisational culture, reflect prudent risk management and comply with SAMA Regulations.

The Group's compensation policy is aimed at rewarding both risk-adjusted performance and appropriate behaviour in line with the Group's core values. To this end, performance measurements are risk adjusted and reviewed by the independent Risk Management function. In addition, the Compensation Policy is reviewed by Risk Management to ensure rewards are adjusted for the level of risk incurred.

The Board of Directors are responsible for ensuring the effective implementation of the compensation policy. The Board is advised by the Nominations and Remuneration Committee (The "Committee"), which comprises of six Non Executive Directors out of which two are independent. The Committee receives reports and recommendations from Executive Management supported by Human Resources. The Committee reviews and approves all compensation decisions relating to all employees.

Heads of business units and control functions being monitored and/or controlled by Internal Audit, Compliance, Risk Management and Credit Risk will not have any input to compensation decisions of employees in the control functions. Compensation recommendations are determined based on a clear understanding of the intended total reward package and decisions are taken considering the balance between external competitiveness and affordability together with focusing attention on building motivational and performance related compensation arrangements.

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### 25 EARNINGS PER SHARE

Basic and diluted earnings per share for the years ended December 31, 2014 and 2013 are calculated by dividing the net income for the year attributable to the equity holders by 476.28 million shares to give a retroactive effect of change in the number of shares increased as a result of the bonus shares (Note-16).

### 26 PROPOSED GROSS DIVIDENDS, ZAKAT AND INCOME TAX

The Board of Directors has proposed gross final dividends of SAR 619.16 million for the current year (2013: SAR 468.34 million). The dividends are paid to the Saudi and non-Saudi shareholders after deduction of Zakat and income tax respectively as follows:

#### a) Saudi shareholders:

Zakat attributable to Saudi Shareholders for the year is an estimated SAR 64 million (2013: SAR 49 million), which will be deducted from their share of future dividends. Zakat of SAR 86.34 million paid in prior years will be deducted from the current year's proposed dividend resulting in a net dividend of SAR 1 per share (2013: SAR 1 per share).

#### b) Non-Saudi shareholders:

Income tax payable on the current year's share of income of foreign shareholders is an estimated SAR 140 million (2013: SAR 119 million). Tax liability amounting to SAR 64 million will be deducted from current year's proposed dividend resulting in a net dividend of SAR 0.92 per share (2013: SAR 0.55 per share).

#### c) Status of Zakat and tax assessments

The Bank has filed its Zakat and tax returns for the financial years up to and including the year 2013 with the Department of Zakat and Income Tax (the "DZIT"). The Bank has received Zakat and tax assessments for the years 2005 to 2009 and a partial assessment for the year 2010 raising additional demands aggregating to SAR 115 million. This additional exposure is mainly relating to Zakat arising on account of disallowances of certain long term investments by the DZIT. The basis for this additional liability is being contested by the Bank in conjunction with all the Banks in Saudi Arabia. The Bank has also formally contested these assessments and is awaiting a response from DZIT.

The Zakat and tax assessment for the years 2011 to 2013 have not been finalized by the DZIT and the Bank is not be able to determine reliably the impact of such assessments.

### 27 CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the consolidated statement of cash flows comprise the following:

	<u>2014</u>	<u>2013</u>
Cash and balances with SAMA excluding statutory deposit (note 4)	5,771,459	3,558,843
Due from banks and other financial institutions maturing within three months or less from the acquisition date	<u>538,789</u>	<u>814,367</u>
<b>Total</b>	<u><b>6,310,248</b></u>	<u><b>4,373,210</b></u>

### 28 OPERATING SEGMENTS

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the senior management responsible for operational decision making in the Bank in order to allocate resources to the segments and to assess performance. Transactions between operating segments are on normal commercial terms and conditions. Funds are ordinarily reallocated between operating segments, resulting in funding cost transfers. Commission is charged to operating segments based on a pool rate, which approximates the marginal cost of funds. The revenue from external parties reported to the senior management, is measured in a manner consistent with that in the consolidated income statement. There have been no changes to the basis of segmentation or the measurement basis for the segment profit or loss since December 31, 2013. Following are the reportable operating segments of the Group:

#### Corporate banking

The corporate banking group offers a range of products and services to corporate and institutional customers. It accepts customer deposits and provides financing, including term loans, overdrafts, syndicated loans and trade finance services. Services provided to customers include internet banking, global transaction services and a centralised service that manages all customer transfers, electronic or otherwise.

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### Personal banking

The personal banking group operates through a national network of branches and ATMs supported by a 24-hour phone banking centre. The group accepts customers' deposits in various savings and deposit accounts and provides retail banking products and services, including consumer loans, overdrafts and credit cards to individuals and small-to-medium-sized enterprises.

### Treasury

Treasury transacts mainly in money market, foreign exchange, commission rate and other derivatives for corporate and institutional customers as well as for the Group's own benefit. It is also responsible for managing the Group's investment portfolio.

### Investment banking and investment services

The investment banking and investment services group offers security dealing, managing, arranging, advising and maintaining custody services in relation to securities.

### Others

Others include the group-wide assets and liabilities management of the Group's operations other than the Treasury's core activities, maintaining group-wide liquidity and managing its consolidated financial position. It also includes the net interdepartmental revenues / charges on Funds Transfer Pricing based on the Group's methodology as approved by ALCO, the unallocated income and expenses relating to Head Office and other departments and the unallocated assets and liabilities.

a) The following is an analysis of the Group's assets, revenues and results by operating segments for the years ended December 31, 2014 and 2013.

<u>2014</u>	<u>Corporate Banking</u>	<u>Personal Banking</u>	<u>Treasury</u>	<u>Investment banking and investment services</u>	<u>Others</u>	<u>Total</u>
Total assets	52,094,272	13,330,038	24,289,515	535,817	6,369,576	96,619,218
Total liabilities	36,545,798	21,341,065	3,054,640	28,449	24,907,384	85,877,336
Net special commission income	1,113,419	692,550	454,360	3,959	(298,509)	1,965,779
Fee and commission income, net	669,941	181,198	-	77,226	(64,393)	863,972
Trading income, net	113,373	3,667	47,486	1,575	67	166,168
Total operating income	2,016,523	917,518	527,941	82,760	(362,591)	3,182,151
Impairment charge for credit losses, net	276,941	68,666	-	-	-	345,607
Depreciation and amortisation	36,727	58,802	8,614	-	-	104,143
Total operating expenses	617,162	607,972	87,024	44,644	-	1,356,802
Net operating income for the year	1,399,361	309,546	440,917	38,116	(362,591)	1,825,349

<u>2013</u>	<u>Corporate Banking</u>	<u>Personal Banking</u>	<u>Treasury</u>	<u>Investment banking and investment services</u>	<u>Others</u>	<u>Total</u>
Total assets	43,856,382	9,552,567	21,608,741	505,568	4,945,003	80,468,261
Total liabilities	31,552,195	20,331,500	2,494,278	24,771	16,664,089	71,066,833
Net special commission income	927,858	559,103	384,751	4,808	(252,808)	1,623,712
Fee and commission income, net	596,565	138,600	-	54,106	(57,046)	732,225
Trading income, net	85,445	7,573	45,898	4,356	(6,873)	136,399
Total operating income	1,701,957	734,133	433,925	63,270	(317,290)	2,615,995
Impairment charge for credit losses, net	145,527	72,970	-	-	-	218,497
Depreciation and amortisation	32,985	55,226	7,901	-	-	96,112
Total operating expenses	452,961	544,073	74,904	41,634	-	1,113,572
Net operating income for the year	1,248,996	190,060	359,021	21,636	(317,290)	1,502,423



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b) The Group's credit exposure by operating segments is as follows:

	<i>Corporate Banking</i>	<i>Personal Banking</i>	<i>Treasury</i>	<i>Total</i>
<b><u>2014</u></b>				
Non derivative financial assets	52,094,272	13,330,038	19,335,549	84,759,859
Commitments and contingencies	15,005,776	-	-	15,005,776
Derivatives	-	-	1,971,903	1,971,903
<b><u>2013</u></b>				
Non derivative financial assets	43,856,382	9,552,567	18,617,762	72,026,711
Commitments and contingencies	14,523,365	-	-	14,523,365
Derivatives	-	-	1,312,922	1,312,922

Credit exposure comprises the carrying value of non derivative financial assets, excluding cash and balances with SAMA, property and equipment and other assets. The credit equivalent value of commitments, contingencies and derivatives are also included in credit exposure.

## 29 CREDIT RISK

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Credit exposures arise principally in lending activities that lead to loans and advances, and investment activities. There is also a credit risk on credit related commitments, contingencies and derivatives. The Group controls credit risk by monitoring credit exposures, limiting transactions with specific counterparties, and continually assessing the creditworthiness of counterparties.

In addition to monitoring credit limits, the Group manages the credit exposure relating to its trading activities by entering into master netting agreements and collateral arrangements with counterparties in appropriate circumstances, and by limiting the duration of exposure. In certain cases management may also close out transactions or assign them to other counterparties to mitigate credit risk. The Group's credit risk on derivatives represents the potential cost to replace the derivative contracts if counterparties fail to fulfill their obligation. To control the level of credit risk taken, management assesses counter parties using the same techniques as for its lending activities.

Concentrations of credit risk arise when a number of counterparties are engaged in similar business activities or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions.

Concentrations of credit risk indicate the relative sensitivity of the Group's performance to developments affecting a particular industry or geographical location.

Management seeks to manage concentration of credit risk through the diversification of lending activities to ensure that there is no undue concentration of risks with individuals or groups of customers in specific locations or businesses. It also takes security when appropriate or seeks additional collateral from the counterparty as soon as impairment indicators are noticed.

Management monitors on a regular basis the market value of collateral and requests additional collateral in accordance with the underlying agreement, if required. In addition it also specifically monitors the market value of collateral during its review of the adequacy of the allowances for impairment losses. Management regularly reviews its risk management policies and systems to reflect changes in markets products and emerging best practice.

The debt securities included in the investment portfolio are mainly sovereign risk. Analysis of investments by class of counter party is provided in note 6. For details of the composition of loans and advances refer to note 7. Information on credit risk relating to derivative instruments and commitments and contingencies are provided in note 11 and 19 respectively . Information on the Group's maximum credit exposure by operating segment is provided in note 28.

The Group's maximum exposure to credit risk computed as per SAMA guidelines as at December 31, 2014 and 2013, without taking into account of any collateral held or credit enhancements attached is reflected below:

	<b><u>2014</u></b>	<b><u>2013</u></b>
Due from banks and other financial institutions	538,789	1,751,367
Investments, net	18,783,967	16,849,162
Loans and advances, net	65,147,828	53,211,260
Derivatives	1,971,903	1,312,922
Credit related commitments and contingencies	15,005,776	14,523,365
<b>Total</b>	<b><u>101,448,263</u></b>	<b><u>87,648,076</u></b>

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The Group uses a credit classification system as a tool to assist in managing the quality of credit risk within the lending portfolio. In addition to the three categories mentioned in note 7, management maintains further classification grades that differentiates between performing and impaired portfolios and allocates portfolio and specific allowances respectively. Management determines each individual borrower's grade based on specific objectives and criteria such as activity, cash flows, capital structure, security, quality of management and borrower's character. A further quality classification is performed over existing borrowers and the results of this exercise are validated by the independent risk management unit.

### 30 GEOGRAPHICAL CONCENTRATION

The Group's credit exposure by geographical region is as follows:

	<i>Saudi Arabia</i>	<i>Other GCC and Middle East</i>	<i>Europe</i>	<i>North America</i>	<i>South East Asia</i>	<i>Other Countries</i>	<i>Total</i>
<b><u>2014</u></b>							
<b><u>Assets</u></b>							
Cash and balances with SAMA	9,523,463	-	-	-	-	-	9,523,463
Due from banks and other financial institutions	1,019	90,685	394,846	42,155	3,819	6,265	538,789
Investments, net	17,640,811	668,009	375,400	-	-	99,747	18,783,967
Loans and advances, net	65,147,828	-	-	-	-	-	65,147,828
<b>Total</b>	<b>92,313,121</b>	<b>758,694</b>	<b>770,246</b>	<b>42,155</b>	<b>3,819</b>	<b>106,012</b>	<b>93,994,047</b>
<b><u>Liabilities</u></b>							
Due to banks and other financial institutions	766,318	1,730,059	477,303	58,344	189	22,427	3,054,640
Customers' deposits	76,813,865	-	-	-	-	-	76,813,865
Subordinated debt	3,900,000	-	-	-	-	-	3,900,000
Other liabilities	2,062,257	2,395	37,777	6,402	-	-	2,108,831
<b>Total</b>	<b>83,542,440</b>	<b>1,732,454</b>	<b>515,080</b>	<b>64,746</b>	<b>189</b>	<b>22,427</b>	<b>85,877,336</b>
<b>Commitments and Contingencies</b>	<b>30,268,760</b>	<b>407,784</b>	<b>1,008,126</b>	<b>63,591</b>	<b>11,202</b>	<b>303,465</b>	<b>32,062,928</b>

#### Maximum credit exposure (stated at credit equivalent amounts)

Commitments and contingencies	14,099,623	152,192	492,811	33,484	5,601	222,065	15,005,776
Derivatives	1,007,657	119,221	841,184	3,839	-	2	1,971,903

	<i>Saudi Arabia</i>	<i>Other GCC and Middle East</i>	<i>Europe</i>	<i>North America</i>	<i>South East Asia</i>	<i>Other Countries</i>	<i>Total</i>
<b><u>2013</u></b>							
<b><u>Assets</u></b>							
Cash and balances with SAMA	6,662,522	-	-	-	-	-	6,662,522
Due from banks and other financial institutions	632,663	453,663	481,263	166,699	2,665	14,414	1,751,367
Investments, net	15,150,531	1,223,963	375,050	-	-	99,618	16,849,162
Loans and advances, net	53,211,260	-	-	-	-	-	53,211,260
<b>Total</b>	<b>75,656,976</b>	<b>1,677,626</b>	<b>856,313</b>	<b>166,699</b>	<b>2,665</b>	<b>114,032</b>	<b>78,474,311</b>



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### Liabilities

Due to banks and other financial institutions	1,475,198	928,018	39,892	35,256	368	15,546	2,494,278
Customers' deposits	61,875,449	-	-	-	-	-	61,875,449
Subordinated debt	4,625,000	-	-	-	-	-	4,625,000
Other liabilities	2,059,149	8,545	3,834	564	-	14	2,072,106
<b>Total</b>	<b>70,034,796</b>	<b>936,563</b>	<b>43,726</b>	<b>35,820</b>	<b>368</b>	<b>15,560</b>	<b>71,066,833</b>
Commitments and Contingencies	27,287,819	366,408	604,424	148,218	2,023	1,679,361	30,088,253
Maximum credit exposure (stated at credit equivalent amounts)							
Commitments and contingencies	13,149,403	262,938	376,165	62,394	1,011	671,454	14,523,365
Derivatives	564,855	41,276	703,235	3,554	2	-	1,312,922

Credit equivalent amounts reflect the amounts that result from translating the Group's contingent liabilities and commitments into the risk equivalent of loans, using credit conversion factors prescribed by SAMA. The Credit conversion factor is meant to capture the potential credit risk related to the exercise of that commitment. Impaired loans and advances and allowances for credit losses are all within the Kingdom of Saudi Arabia.

## 31 MARKET RISK

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as commission rates, foreign exchange rates, and equity prices. Management classifies exposures to market risk into either trading, non-trading or banking book.

The market risk for the trading book is managed and monitored using a Value at Risk (VaR) methodology. Market risk for the non-trading book is managed and monitored using a combination of VaR, stress testing and sensitivity analysis.

### a) MARKET RISK - TRADING BOOK

The Board of Directors has set limits for the acceptable level of risk in managing the trading book. In order to manage market risk in the trading book, Management applies a VaR methodology daily to assess the market risk positions held and also to estimate the potential economic loss based on a set of assumptions and changes in market conditions.

A VaR methodology estimates the potential negative change in the market value of a portfolio at a given confidence level and over a specified time horizon. The Group uses simulation models to assess the possible changes in the market value of the trading book based on historical data. VaR models are usually designed to measure the market risk in a normal market environment and therefore the use of VaR has limitations because it is based on historical correlations and volatilities in market prices and assumes that the future movements will follow a statistical distribution.

VaR that management uses is an estimate, using a confidence level of 99% of the potential loss that is not expected to be exceeded if the current market positions were to be held unchanged for one day. The use of 99% confidence level depicts that within a one-day horizon, losses exceeding VaR figure should occur, on average, not more than once every hundred days.

The VaR represents the risk of portfolios at the close of a business day, and it does not account for any losses that may occur beyond the defined confidence interval. The actual trading results may differ from the VaR calculations and, in particular, the calculation does not provide a meaningful indication of profits and losses in stressed market conditions.

To overcome the VaR limitations mentioned above, management maintains a framework of non-modeled limits that show potential loss for a given change in a market factor and makes no assumption about the behaviour of market factors. Furthermore, management employs stop loss limits on market risk positions and carries out stress tests of its portfolio to simulate conditions outside normal confidence intervals. The potential losses occurring under stress test conditions are reported regularly to the Asset and Liability Committee (ALCO) for review.

The Group's VaR related information for the year ended December 31, 2014 is as provided below. Total VaR takes into account correlations across asset classes and accordingly it is not the total of individual VaR.

	<i>Foreign exchange rate risk</i>	<i>Special Commission rate risk</i>	<i>Foreign Exchange Forwards</i>	<i>Overall Risk</i>
<b>2014 (VaR)</b>				
As at December 31	<b>142</b>	<b>433</b>	<b>7</b>	<b>582</b>
Average for the year	<b>218</b>	<b>696</b>	<b>60</b>	<b>974</b>

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	<i>Foreign exchange rate risk</i>	<i>Special Commission rate risk</i>	<i>Foreign Exchange Forwards</i>	<i>Overall Risk</i>
2013 (VaR)				
As at December 31	108	871	34	1,013
Average for the year	172	499	70	741

### b) MARKET RISK – NON-TRADING OR BANKING BOOK

Market risk on non-trading or banking positions mainly arises from commission rate, foreign currency exposures and equity price changes.

#### i) COMMISSION RATE RISK

Commission rate risk arises from the possibility that changes in commission rates will affect either the fair values or the future cash flows of the financial instruments. The Board of Directors has established commission rate gap limits for stipulated periods. Management monitors positions daily and uses hedging strategies to ensure maintenance of positions within established gap limits.

The following table depicts the sensitivity to a reasonable possible change in commission rates, with other variables held constant, on the Group's consolidated income statement or equity. The sensitivity of the income is the effect of the assumed changes in commission rates on the net commission income for one year, based on the floating rate non-trading financial assets and financial liabilities held at year end including the effect of hedging instruments. The sensitivity of equity is calculated by revaluing the fixed rate available for sale financial assets, including the effect of any associated hedges at year end for the effect of assumed changes in commission rates. The sensitivity of equity is analyzed by maturity of the asset or swap.

Banking book exposures are monitored and analyzed in currency concentrations and relevant sensitivities are disclosed in SAR million below:

#### 2014

<u>Currency</u>	Increase/ (decrease) in <u>basis points</u>	special <u>commission income</u>	<u>Sensitivity of equity</u>				
			6 months or less	6 to12 months	1-5 Yrs	Over 5Years	Total
USD	25	(2)	-	-	-	-	-
	(25)	2	-	-	-	-	-
SAR	25	49	(8)	(16)	(48)	-	(72)
	(25)	(49)	8	16	48	-	72
Others	25	1	-	-	-	-	-
	(25)	(1)	-	-	-	-	-

#### 2013

<u>Currency</u>	Increase/ (decrease) in <u>basis points</u>	special <u>commission income</u>	<u>Sensitivity of equity</u>				
			6 months or less	6 to12 months	1-5 Yrs	Over 5Years	Total
USD	25	(5)	-	-	-	-	-
	(25)	5	-	-	-	-	-
SAR	25	32	(7)	(17)	(155)	-	(179)
	(25)	(32)	7	17	155	-	179
Others	25	1	-	-	-	-	-
	(25)	(1)	-	-	-	-	-

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The exposure to the effect of various risks associated with fluctuations in the prevailing levels of market commission rates on the Group's financial position and cash flows is managed.

The Board of Directors sets limits on the level of commission rate re-pricing mismatch that may be undertaken. These limits are monitored daily by the Group's Treasury. The Group is exposed to commission rate risk as a result of mismatches or gaps in the amounts of assets and liabilities and other derivative financial instruments that mature or re-price in a given period. This risk is managed by matching the re-pricing of assets and liabilities through risk management strategies. The table below summarises the Group's exposure to commission rate risks. Included in the table are the Group's assets and liabilities at carrying amounts, categorised by the earlier of the contractual re-pricing or the maturity dates.

	<i>Within 3</i>	<i>3 to 12</i>	<i>1 to 5</i>	<i>Over 5</i>	<i>Non</i>	
	<i>Months</i>	<i>Months</i>	<i>years</i>	<i>Years</i>	<i>commission</i>	<i>Total</i>
<u>2014</u>					<i>bearing</i>	
<u>Assets</u>						
Cash and balances with SAMA	4,953,966	-	-	-	4,569,497	9,523,463
Due from banks and other financial institutions	187,700	-	-	-	351,089	538,789
Investments, net	6,633,427	9,969,422	109,778	1,705,470	365,870	18,783,967
Loans and advances, net	41,302,544	12,821,658	5,041,286	5,982,340	-	65,147,828
Investment in an associate	-	-	-	-	12,793	12,793
Property and equipment, net	-	-	-	-	526,388	526,388
Other assets	-	-	-	444,722	1,641,268	2,085,990
<b>Total</b>	<b>53,077,637</b>	<b>22,791,080</b>	<b>5,151,064</b>	<b>8,132,532</b>	<b>7,466,905</b>	<b>96,619,218</b>
	<i>Within 3</i>	<i>3 to 12</i>	<i>1 to 5</i>	<i>Over 5</i>	<i>Non</i>	
	<i>Months</i>	<i>Months</i>	<i>years</i>	<i>Years</i>	<i>commission</i>	<i>Total</i>
<u>Liabilities and shareholders' equity</u>					<i>bearing</i>	
Due to banks and other financial institutions	1,557,744	18,144	5,200	-	1,473,552	3,054,640
Customers' deposits	30,840,151	13,911,342	1,265,379	-	30,796,993	76,813,865
Other liabilities	-	-	-	-	2,108,831	2,108,831
Subordinated debt	-	3,900,000	-	-	-	3,900,000
Shareholders' equity	-	-	-	-	10,741,882	10,741,882
<b>Total liabilities and shareholders' equity</b>	<b>32,397,895</b>	<b>17,829,486</b>	<b>1,270,579</b>	<b>-</b>	<b>45,121,258</b>	<b>96,619,218</b>
<b>Commission rate sensitivity - financial position gap</b>	<b>20,679,742</b>	<b>4,961,594</b>	<b>3,880,485</b>	<b>8,132,532</b>	<b>(37,654,353)</b>	<b>-</b>
<b>Commission rate sensitivity on derivative financial instruments</b>	<b>1,156,678</b>	<b>(485,432)</b>	<b>(624,879)</b>	<b>(77,597)</b>	<b>31,230</b>	<b>-</b>
<b>Total commission rate sensitivity gap</b>	<b>21,836,420</b>	<b>4,476,162</b>	<b>3,255,606</b>	<b>8,054,935</b>	<b>(37,623,123)</b>	<b>-</b>
<b>Cumulative commission rate sensitivity gap</b>	<b>21,836,420</b>	<b>26,312,582</b>	<b>29,568,188</b>	<b>37,623,123</b>	<b>-</b>	<b>-</b>
<u>2013</u>	<i>Within 3</i>	<i>3 to 12</i>	<i>1 to 5</i>	<i>Over 5</i>	<i>Non</i>	
<u>Assets</u>	<i>Months</i>	<i>Months</i>	<i>years</i>	<i>Years</i>	<i>commission</i>	<i>Total</i>
Cash and balances with SAMA	2,990,979	-	-	-	3,671,543	6,662,522
Due from banks and other financial institutions	946,540	-	-	-	804,827	1,751,367
Investments, net	4,952,099	9,223,435	617,250	1,744,633	311,745	16,849,162
Loans and advances, net	32,310,142	10,143,253	6,455,174	4,302,691	-	53,211,260
Investment in an associate	-	-	-	-	17,233	17,233
Property and equipment, net	-	-	-	-	504,802	504,802
Other assets	-	-	-	-	1,471,915	1,471,915
<b>Total</b>	<b>41,199,760</b>	<b>19,366,688</b>	<b>7,072,424</b>	<b>6,047,324</b>	<b>6,782,065</b>	<b>80,468,261</b>

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	<i>Within 3</i>	<i>3 to 12</i>	<i>1 to 5</i>	<i>Over 5</i>	<i>Non</i>	
	<i>Months</i>	<i>Months</i>	<i>years</i>	<i>Years</i>	<i>commission</i>	<i>Total</i>
<b>Liabilities and shareholders' equity</b>					<i>bearing</i>	
Due to banks and other financial institutions	1,185,154	1,150	5,000	-	1,302,974	2,494,278
Customers' deposits	30,734,219	5,244,082	717,453	-	25,179,695	61,875,449
Subordinated debt	-	4,625,000	-	-	-	4,625,000
Other liabilities	-	-	-	-	2,072,106	2,072,106
Shareholders' equity	-	-	-	-	9,401,428	9,401,428
<b>Total liabilities and shareholders' equity</b>	<b>31,919,373</b>	<b>9,870,232</b>	<b>722,453</b>	<b>-</b>	<b>37,956,203</b>	<b>80,468,261</b>
Commission rate sensitivity - financial position gap	9,280,387	9,496,456	6,349,971	6,047,324	(31,174,138)	-
Commission rate sensitivity on derivative financial instruments	1,045,442	(722,274)	(406,335)	(7,659)	90,826	-
<b>Total commission rate sensitivity gap</b>	<b>10,325,829</b>	<b>8,774,182</b>	<b>5,943,636</b>	<b>6,039,665</b>	<b>(31,083,312)</b>	<b>-</b>
<b>Cumulative commission rate sensitivity gap</b>	<b>10,325,829</b>	<b>19,100,011</b>	<b>25,043,647</b>	<b>31,083,312</b>	<b>-</b>	<b>-</b>

Commission rate sensitivity gap represents the net notional amounts of derivative financial instruments that are used to manage commission rate risk. The effective yield of a monetary financial instrument is the yield that the Group earns from its clients taking into consideration the contractual commission rate.

### ii) CURRENCY RISK

Currency risk represents the risk of change in the value of financial instruments due to changes in foreign exchange rates. The Board of Directors have set limits on positions by currencies, which are monitored daily. Hedging strategies are also used to ensure that positions are maintained within these limits. The table below shows the currencies to which the Group has a significant exposure as at year end on its non-trading monetary assets and liabilities and forecasted cash flows. The analysis calculates the effect on the consolidated income statement (due to the fair value of the currency sensitive non-trading monetary assets and liabilities) of a potential movement in the foreign currency against SAR, with all other variables held constant. A positive effect shows a potential increase in consolidated income statement or equity, whereas a negative effect shows a potential net reduction in consolidated income statement or equity.

### 2014

Currency exposure	Change in Currency Rate (%)	Effect on Net Income
USD	5 (5)	(19,681) 19,681
CHF	5 (5)	(4) 4
EUR	5 (5)	(100) 100
GBP	5 (5)	(61) 61
JPY	5 (5)	8 (8)
Others	5 (5)	(88) 88

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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2013

Currency exposure	Change in Currency Rate (%)	Effect on Net Income
USD	5 (5)	(12,667) 12,667
CHF	5 (5)	(3,484) 3,484
EUR	5 (5)	898 (898)
GBP	5 (5)	(25) 25
JPY	5 (5)	20 (20)
Others	5 (5)	155 (155)

Exposure to the effects of fluctuations in prevailing foreign currency exchange rates on the Group's financial position and cash flows is managed by the Board of Directors setting limits on the level of exposure by currency and in total for both overnight and intra-day positions. These limits are monitored daily.

At the end of the year, the Group had the following significant net exposures denominated in foreign currencies:

	Long / (short) SAR ' 000	
	<u>2014</u>	<u>2013</u>
US Dollar	(393,612)	(253,344)
Swiss Franc	(80)	(69,676)
Euro	(1,990)	17,955
Pound Sterling	(1,216)	(505)
Japanese Yen	159	409
Others	(1,762)	3,101

### iii) EQUITY PRICE RISK

Equity price risk refers to the risk of a decrease in the fair values of equities in the Group's non-trading investment portfolio as a result of reasonable possible changes in levels of equity indices and the value of individual stocks. The effect on the Bank's equity investments held as available for sale due to reasonable possible change in equity indices, with all other variables held constant is as follows:

Market Indices	<u>2014</u>		<u>2013</u>	
	Change in equity prices%	Effect in SAR m	Change in equity prices%	Effect in SAR m
Tadawul	+ 5	11,353	+ 5	12,814
	- 5	(11,353)	- 5	(12,814)
	+ 10	22,705	+ 10	25,628
	- 10	(22,705)	- 10	(25,628)

## 32 LIQUIDITY RISK

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or other financial assets. Liquidity risk can be caused by market disruptions or credit downgrades, which may cause certain sources of funding to dry up at short notice. To mitigate this risk, management has diversified funding sources and assets are managed considering liquidity positions to maintain a healthy balance of cash and cash equivalents and readily marketable securities.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### i) Maturity profile of assets and liabilities

The tables below summarise the maturity profile of the Group's assets and liabilities. The contractual maturities of assets and liabilities have been determined on the basis of the remaining period to contractual maturity date as at year end and do not take into account the effective maturities as indicated by the Group's deposit retention history. Management monitors the maturity profile to ensure that adequate liquidity is maintained. The daily liquidity position is monitored and regular liquidity stress testing is conducted under a variety of scenarios covering both normal and more severe market conditions. All liquidity policies and procedures are subject to review and approval by ALCO. Daily reports cover the liquidity position of both the Bank and other operating subsidiaries. A summary report, including any exceptions and remedial action taken, is submitted regularly to ALCO.

In accordance with the Banking Control Law and the regulations issued by SAMA, the Bank maintains a statutory deposit with SAMA equal to 7 % (2013: 7%) of total demand deposits and 4% (2013: 4 %) of savings and time deposits. In addition to the statutory deposit, the Bank also maintains liquid reserves of no less than 20% of its deposits liabilities, in the form of cash, Saudi Government Development Bonds or assets which can be converted into cash within a period not exceeding 30 days or the Bank may raise additional funds through repo facilities available with SAMA against securities issued by the Saudi Government up to 75% of the nominal value of bonds held.

### ii) The maturity profile of assets and liabilities at year end is as follows:

<u>2014</u>	<u>No fixed maturity</u>	<u>Within 3 Months</u>	<u>3 to 12 Months</u>	<u>1 to 5 Years</u>	<u>Over 5 Years</u>	<u>Total</u>
<b><u>Assets</u></b>						
Cash and balances with SAMA	3,752,004	5,771,459	-	-	-	9,523,463
Due from banks and other financial institutions	351,089	187,700	-	-	-	538,789
Investments, net	365,870	5,319,248	9,774,841	917,364	2,406,644	18,783,967
Loans and advances, net	2,631,696	17,779,707	12,745,931	19,962,190	12,028,304	65,147,828
Investment in an associate	12,793	-	-	-	-	12,793
Property and equipment, net	526,388	-	-	-	-	526,388
Other assets	2,085,990	-	-	-	-	2,085,990
<b>Total</b>	<b>9,725,830</b>	<b>29,058,114</b>	<b>22,520,772</b>	<b>20,879,554</b>	<b>14,434,948</b>	<b>96,619,218</b>
	<u>No fixed maturity</u>	<u>Within 3 Months</u>	<u>3 to 12 Months</u>	<u>1 to 5 Years</u>	<u>Over 5 Years</u>	<u>Total</u>
<b><u>Liabilities and shareholders' equity</u></b>						
Due to banks and other financial institutions	1,473,552	1,557,744	18,144	5,200	-	3,054,640
Customers' deposits	31,556,122	30,081,022	13,911,342	1,265,379	-	76,813,865
Other liabilities	2,108,831	-	-	-	-	2,108,831
Subordinated debt	-	-	-	1,400,000	2,500,000	3,900,000
Shareholders' equity	10,741,882	-	-	-	-	10,741,882
<b>Total</b>	<b>45,880,387</b>	<b>31,638,766</b>	<b>13,929,486</b>	<b>2,670,579</b>	<b>2,500,000</b>	<b>96,619,218</b>
	<u>No fixed maturity</u>	<u>Within 3 Months</u>	<u>3 to 12 Months</u>	<u>1 to 5 Years</u>	<u>Over 5 Years</u>	<u>Total</u>
<u>2013</u>						
<b><u>Assets</u></b>						
Cash and balances with SAMA	3,103,679	3,558,843	-	-	-	6,662,522
Due from banks and other financial institutions	804,827	946,540	-	-	-	1,751,367
Investments, net	311,745	3,471,204	9,060,942	1,721,639	2,283,632	16,849,162
Loans and advances, net	1,735,858	15,783,093	10,687,065	16,570,573	8,434,671	53,211,260
Investment in an associate	17,233	-	-	-	-	17,233
Property and equipment, net	504,802	-	-	-	-	504,802
Other assets	1,471,915	-	-	-	-	1,471,915
<b>Total</b>	<b>7,950,059</b>	<b>23,759,680</b>	<b>19,748,007</b>	<b>18,292,212</b>	<b>10,718,303</b>	<b>80,468,261</b>



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	<i>No fixed maturity</i>	<i>Within 3 Months</i>	<i>3 to 12 Months</i>	<i>1 to 5 Years</i>	<i>Over 5 Years</i>	<i>Total</i>
<b><u>Liabilities and shareholders' equity</u></b>						
Due to banks and other financial institutions	1,302,974	1,185,154	1,150	5,000	-	2,494,278
Customers' deposits	26,299,883	29,314,031	5,544,082	717,453	-	61,875,449
Other liabilities	2,072,106	-	-	-	-	2,072,106
Subordinated debt	-	-	-	-	4,625,000	4,625,000
Shareholders' equity	9,401,428	-	-	-	-	9,401,428
<b>Total</b>	<b>39,076,391</b>	<b>30,499,185</b>	<b>5,545,232</b>	<b>722,453</b>	<b>4,625,000</b>	<b>80,468,261</b>

The cumulative maturity of commitments and contingencies and derivatives are given in note 19 (c) and note 11 of the consolidated financial statements respectively.

### iii) Analysis of financial liabilities by remaining contractual maturities

The table below summarises the maturity profile of the Group's financial liabilities at year end based on contractual undiscounted repayment obligations. As special commission payments up to contractual maturity are included in the table, totals do not match with the consolidated statement of financial position. The contractual maturities of liabilities have been determined based on the remaining period at year end to the contractual maturity date and do not take into account the effective expected maturities. The Group expects that many customers will not request repayment on the earliest date the Group could be required to pay and therefore the table does not reflect the expected cash flows indicated by the Group's deposit retention history.

	<i>No fixed maturity</i>	<i>Within 3 months</i>	<i>3 to 12 months</i>	<i>1 to 5 years</i>	<i>Over 5 years</i>	<i>Total</i>
<b><u>2014</u></b>						
<b><u>Financial Liabilities</u></b>						
Due to banks and other financial institutions	1,473,552	1,557,750	19,580	5,298	-	3,056,180
Customers' deposits	31,556,122	30,167,067	14,126,814	1,288,537	-	77,138,540
Subordinated debts	-	26,957	69,391	2,100,105	2,878,857	5,075,310
<b><u>Derivatives</u></b>						
Contractual amounts payable	-	(66,676)	(214,139)	(696,942)	(134,291)	(1,112,048)
Contractual amounts receivable	-	74,956	240,205	735,590	139,156	1,189,907
<b>Total undiscounted financial liabilities</b>	<b>33,029,674</b>	<b>31,760,054</b>	<b>14,241,851</b>	<b>3,432,588</b>	<b>2,883,722</b>	<b>85,347,889</b>
<b><u>2013</u></b>						
<b><u>Financial Liabilities</u></b>						
Due to banks and other financial institutions	1,302,974	1,186,198	1,159	5,290	-	2,495,621
Customers' deposits	26,299,883	29,413,139	5,595,905	842,229	-	62,151,156
Subordinated debts	-	6,603	112,910	1,086,934	5,356,397	6,562,844
<b><u>Derivatives</u></b>						
Contractual amounts payable	-	(65,752)	(208,396)	(657,724)	(155,513)	(1,087,385)
Contractual amounts receivable	-	70,064	227,042	680,639	168,266	1,146,011
<b>Total undiscounted financial liabilities</b>	<b>27,602,857</b>	<b>30,610,252</b>	<b>5,728,620</b>	<b>1,957,368</b>	<b>5,369,150</b>	<b>71,268,247</b>

## 33 FAIR VALUES OF FINANCIAL INSTRUMENTS

### Determination of fair value and the fair value hierarchy

Management uses the following hierarchy for determining and disclosing the fair value of financial instruments:

Level 1: Quoted prices in active markets for the same instrument (i.e., without modification or repacking):

Level 2: Quoted prices in active markets for similar assets and liabilities or other valuation techniques for which all significant inputs are based on observable market data; and

Level 3: valuation techniques for which significant inputs are not based on observable market data.

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### 2014

<u>Financial assets</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Derivative financial instruments	-	354,622	-	354,622
Financial investments available for sale	362,432	201,056	3,438	566,926
<b>Total</b>	<b>362,432</b>	<b>555,678</b>	<b>3,438</b>	<b>921,548</b>

### Financial liabilities

Derivative financial instruments	-	253,266	-	253,266
<b>Total</b>	<b>-</b>	<b>253,266</b>	<b>-</b>	<b>253,266</b>

### 2013

<u>Financial assets</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Derivative financial instruments	-	286,343	-	286,343
Financial investments available for sale	308,307	219,850	3,438	531,595
<b>Total</b>	<b>308,307</b>	<b>506,193</b>	<b>3,438</b>	<b>817,938</b>

### Financial liabilities

Derivative financial instruments	-	175,893	-	175,893
<b>Total</b>	<b>-</b>	<b>175,893</b>	<b>-</b>	<b>175,893</b>

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous accessible market for the asset or liability.

The fair values of financial instruments included in the consolidated statement of financial position, except for those held to maturity, other investments held at amortised costs, loans and advances and customers' deposits that are carried at amortised cost, are not significantly different from the carrying values included in the consolidated financial statements. The estimated fair values of other investments held at amortised cost and held-to-maturity investments are based on quoted market prices, when available, or pricing models in the case of certain fixed rate bonds. The fair values of these investments are disclosed in note 6. The fair value of loans and advances held at amortised cost and commission-bearing customers' deposits are not significantly different from their book values since the current market commission rates for similar financial assets are not significantly different from the contracted rates. The fair values of due from banks and other financial institutions and due to financial institutions are not significantly different from the carrying values since the underlying amounts for these categories are for shorter durations which indicates that their booking rates are not significantly different from the current market rates. The fair value of subordinated debt approximates carrying value since this is a floating rate liability with commission rates re-priced every six months.

The value obtained from a valuation model may differ from the transaction price of a financial instrument on transaction date. The difference between the transaction price and the model value is commonly referred to as 'day one profit and loss'. It is either amortised over the life of the transaction, deferred until the instrument's fair value can be determined using market observable data or realised through disposal. Subsequent changes in fair value are recognised immediately in the consolidated income statement without reversal of deferred day one profits and losses.

## 34 RELATED PARTY TRANSACTIONS

In the ordinary course of its activities, the Group transacts business with related parties. The related party transactions are performed on an arm's length basis. Banking transactions with related parties are governed by limits set by the Banking Control Law and regulations issued by SAMA.

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The balances at reporting date, resulting from such transactions are as follows:

<b>ABN AMRO Bank N.V.</b>	<b><u>2014</u></b>	<b><u>2013</u></b>
Due from banks and other financial institutions	<b>107,608</b>	175,888
Investments	<b>93,850</b>	93,763
Due to banks and other financial institutions	<b>42,343</b>	45,932
Derivatives at fair value, net	<b>(8,456)</b>	(1,559)
Commitments and contingencies	<b>151,965</b>	101,234

### **Associates & other major shareholders and their affiliate entities with significant influence:**

Loans and advances	<b>603,101</b>	590,166
Derivatives at fair value, net	<b>5,007</b>	(14,747)
Investments	<b>40,000</b>	40,000
Customers' deposits	<b>7,356,400</b>	5,757,398
Subordinated debt	<b>697,000</b>	797,000
Commitments and contingencies	<b>2,803</b>	5,743

### **Mutual funds managed by the Group:**

Investments	<b>135,382</b>	52,031
Loans and advances	<b>23,885</b>	17,354
Subordinated debt	<b>15,000</b>	17,500
Customers' deposits, net	<b>408,935</b>	88,563

Other major shareholders represent shareholdings (excluding the non-Saudi shareholder) of more than 5% of the Bank's issued share capital. Income and expenses pertaining to transactions with related parties included in the consolidated financial statements are as follows:

	<b><u>2014</u></b>	<b><u>2013</u></b>
Special commission income	<b>15,404</b>	20,186
Special commission expense	<b>92,614</b>	87,458
Fees from banking services, net	<b>3,632</b>	1,998
Fees from management services	<b>12,835</b>	14,317
General and administrative expenses	<b>594</b>	609
Directors' remuneration	<b>3,720</b>	3,720
Compensation paid to key management personnel	<b>40,227</b>	35,354

Key management personnel are those persons having responsibility and authority for formulating strategies and directing and controlling the activities of the Group.

## **35 CAPITAL ADEQUACY**

The Group's objectives when managing capital are to comply with the capital requirements set by SAMA and to safeguard the Group's ability to continue as a going concern by maintaining a strong capital base.

Capital adequacy and the use of regulatory capital are monitored daily by management. SAMA requires holding the minimum level of regulatory capital and maintaining a ratio of total regulatory capital to the Risk-Weighted Assets (RWA) at or above the agreed minimum of 8%.

Management monitors the adequacy of its capital using ratios established by SAMA. These ratios expressed as a percentage, measure capital adequacy by comparing the Group's eligible capital with its consolidated statement of financial position assets, commitments and contingencies and notional amount of derivatives at amounts weighted to reflect their relative risk.

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The components of RWA, capital and ratios are as follows:

	<u>2014</u>	<u>2013</u>
Credit Risk RWA	<b>85,399,158</b>	71,695,801
Operational Risk RWA	<b>4,041,288</b>	3,653,600
Market Risk RWA	<b>558,494</b>	440,854
<b>Total Pillar-I RWA</b>	<b>89,998,940</b>	75,790,255
Tier I Capital	<b>10,094,585</b>	8,910,966
Tier II Capital	<b>4,171,160</b>	4,970,076
<b>Total Tier I &amp; II Capital</b>	<b>14,265,745</b>	13,881,042
Capital Adequacy Ratio %		
Tier I	<b>11.22</b>	11.76
Tier I + Tier II	<b>15.85</b>	18.32

### 36 DISCLOSURES UNDER BASEL III FRAMEWORK

Certain qualitative and quantitative disclosures are required under the Basel III framework. These disclosures will be made available on the Bank's website [www.shb.com.sa](http://www.shb.com.sa) within prescribed time as required by SAMA. Such disclosures are not subject to audit by the external auditors of the Group.

### 37 INVESTMENT MANAGEMENT AND BROKERAGE SERVICES

The Group offers investment management services to its customers that include the management of investment funds with total assets of SAR 3.03 billion (2013: SAR 2.01 billion) in consultation with professional investment advisors. This includes funds managed under Shariah approved portfolios amounting to SAR 1.21 billion (2013: SAR 0.83 billion). The financial statements of these funds are not consolidated with the consolidated financial statements of the Group. The Group's investment in these funds is included in available for sale investments. Fees earned from management services are disclosed under "related party transactions". Assets held in trust or in a fiduciary capacity are not treated as assets of the Group and, therefore, are not included in the consolidated financial statements.

### 38 STAFF SHARE BASED PLAN RESERVE

In January 2008, the Group launched an equity settled share-based payment plan (the "Plan") for executives and senior employees (eligible employees). The initial Plan was approved by the Board of Directors in their meeting held on 10 Dhu-al-Qa'dah 1428H (corresponding November 20, 2007) and SAMA in their letter dated 26 Safar 1429H (corresponding March 4, 2008). The vesting conditions were amended in 2009 as approved by the Board of Directors in their meeting held on 5 Shabaan 1430H (corresponding July 27, 2009) and SAMA in their letter dated 20 Dhualqada 1430H (corresponding November 9, 2009). According to the amended Plan, eligible employees will receive shares in the Bank if the following terms and conditions are met:

- Eligible employees are required to continue their employment with the Group for a period of two years from the grant date to have half of their shares vest and another year for the remainder to vest; and
- The Group achieves specific growth thresholds as approved by the Board of Directors where each threshold will accrue a certain value of shares to the eligible employees.

Under the provisions of the Plan, the Group at no point becomes the legal owner of the underlying shares. Until such time as these shares vest they will not carry voting rights. As per the plan, SHC manages the Staff Share Plan Fund (the Fund) which will operate in accordance with the terms and conditions as approved by the Board of Directors in their above referred meeting and by SAMA in their above referred letter. Any further modifications in the terms and conditions of the plan require prior approval of SAMA. Due to restrictions regarding its operations as agreed by SAMA the results and assets and liabilities of the Fund are not consolidated in these consolidated financial statements of the Group.

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During 2008, the Fund purchased 2.15 million Bank's shares for a total consideration of SR 114 million which are held by it in fiduciary capacity until the shares vest to the eligible employees. During 2012, the Fund purchased further one million shares worth of SAR 27 million. At the vesting date the ownership of these shares will pass to the employees. The acquisition of shares was financed by the Bank and the amount is included in Other Assets.

The number of shares granted is calculated in accordance with the performance based formula approved by the Board of Directors and is subject to approval of the Nomination and Remuneration Committee.

In accordance with the terms of the Plan, shares will be granted to eligible employees annually and will vest as described above. The first tranche was granted in 2008 and was vested in year 2011. The second tranche was granted in March 2011 and vested in January 2013 and 2014. The Group granted third, fourth and fifth tranche of the Plan in March 2012, 2013 and 2014 respectively. These Plans are currently under their vesting periods. The Plan details are as follows:-

	<u>Grant in 2014</u>	<u>Grant in 2013</u>	<u>Grant in 2012</u>
Plan Commencement date	March 2014	March 2013	March 2012
Value of shares granted on the grant date	21,007,936	18,623,988	15,775,890
Fair value per share at grant date	40.24	27.24	30
Number of shares granted	522,066	683,700	525,863
Vesting period	March 2016 - 2017	March 2015 - 2016	March 2014 - 2015
Method of settlement	Bank's shares	Bank's shares	Bank's shares

The following is the movement in number of shares in grant at December 31, 2014

	<b>Number of shares</b>	
	<u>2014</u>	<u>2013</u>
Beginning of the year	1,343,611	878,729
Granted during the year	816,524	707,555
Shares vested during the year	(393,386)	(141,309)
Forfeited during the year	(168,404)	(101,364)
	<u>1,598,345</u>	<u>1,343,611</u>

### 39 PROSPECTIVE CHANGES IN THE INTERNATIONAL FINANCIAL REPORTING FRAMEWORK

The Group has chosen not to early adopt the following new standards which have been issued but not yet effective for the Bank's accounting years beginning on or after January 2015 and is currently assessing their impact. Following is a brief on the new IFRS and amendments to IFRS effective for annual periods beginning on or after January 1, 2015.

#### - IFRS 9 Financial Instruments

IFRS 9 Financial Instruments (2009) issued in November 2009 introduces new requirements for the classification and measurement of financial assets. IFRS 9 Financial Instruments (2010) revised in October 2010 includes the requirements for the classification and measurement of financial liabilities, and carrying over the existing derecognition requirements from IAS 39 Financial Instruments: Recognition and Measurement. This is effective for annual periods beginning on or after January 1, 2018

IFRS 9 Financial Instruments (2013) was revised in November 2013 to incorporate a hedge accounting chapter and permit the early application of the requirements for presenting in other comprehensive income the own credit gains or losses on financial liabilities designated under the fair value option without early applying the other requirements of IFRS 9. This is effective for annual periods beginning on or after January 1, 2018.

#### - IFRS 7 Financial Instruments: Disclosures

IFRS 7 Financial Instruments: Additional hedge accounting disclosures (and consequential amendments) resulting from the introduction of the hedge accounting chapter in IFRS 9. This is effective from the date of IFRS 9 adoption.

Amendments to IFRS 7 Financial Instruments: Disclosures relating to disclosures about the initial application of IFRS 9. This is effective from the date of IFRS 9 adoption.

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Amounts in SAR'000

### - **IFRS 15 Revenue from Contracts with Customers**

IFRS 15 Revenue from Contracts with Customers was issued in May 2014 which established a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. IFRS 15 will supersede the current revenue recognition guidance including IAS 18 Revenue, IAS 11 Construction Contracts and the related interpretations when it becomes effective from January 2017.

### - **Amendments of IFRS 11**

Accounting for acquisitions of interests in joint operations applicable from 1 January 2016.

### - **Amendments to IAS 16 and IAS 38**

These amendments clarify acceptable methods of depreciation and amortization and are applicable from 1 January 2016.

### - **Amendments to IAS 27**

Amendments to IAS 27 allow an entity to account for investments in subsidiaries, joint ventures and associates either at cost, in accordance with IAS 39/IFRS 9 or using the equity method in an entity's separate financial statements. This is effective for annual periods beginning on or after January 1, 2016.

### - **Amendments to IFRS 10 and IAS 28**

These amendments clarify that the recognition of the gain or loss on the sale or contribution of assets between an investor and its associate or joint venture depends on whether the assets sold or contributed constitute a business. This is effective for annual periods beginning on or after January 1, 2016.

### - **Amendments to IFRS 10, IFRS 12 and IAS 28**

These amendments clarifying certain aspects of applying the consolidation exception for investment entities. This is effective for annual periods beginning on or after January 1, 2016.

### - **Amendments to IAS 1**

Amendments to IAS 1 to address perceived impediments to preparers exercising their judgment in presenting their financial reports. This is effective for annual periods beginning on or after January 1, 2016

### - **Amendments to IFRS 5, IFRS 7, IAS 19 and IAS 34**

Annual Improvements to IFRSs 2012 - 2014 Cycle that include amendments to IFRS 5, IFRS 7, IAS 19 and IAS 34. This is effective for annual periods beginning on or after January 1, 2016.

## **40 COMPARATIVE FIGURES**

Certain prior year figures have been reclassified to conform to the current year's presentation.

## **41 BOARD OF DIRECTORS' APPROVAL**

The consolidated financial statements were approved by the Board of Directors on Rabi Al-Awwal 8, 1436H (corresponding to January 28, 2015).