

## Europe Arab Bank plc - Pillar III Disclosure

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31 December 2016

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## 1. Overview

### 1.1 Introduction

The aim of the capital adequacy regime is to promote safety and soundness in the financial system. It is structured around three 'pillars': Pillar 1 on minimum capital requirements; Pillar 2 on the supervisory review process; and Pillar 3 on market discipline. Pillar 3 requires firms to publish a set of disclosures which allow market participants to assess key pieces of information on that firm's capital, risk exposures and risk assessment process. The disclosures contained in this document cover the qualitative and quantitative disclosure requirements of Pillar 3, set out in the EU's Capital Requirements Regulation ("CRR"), and are based on data as at 31 December 2016 with comparative figures for 31 December 2015 where relevant.

### 1.2 Capital Requirement Framework

The capital framework which firms are required to apply is described below.

- Pillar 1 sets out the minimum capital requirements that firms are required to meet for credit, market and operational risk.
- Pillar 2A Individual capital guidance (ICG) sets out the requirements on firms with regard to their internal capital adequacy assessment processes (ICAAP's), internal procedures and control mechanisms. The PRA expect that firms should meet Pillar 2A with at least 56% of Common Equity Tier1 capital (CET1).
- The Institution Specific Countercyclical Buffer (CCyB) requires the firm to build up capital when aggregate growth in credit is judged to be associated with the buildup of system wide risk, and can be drawn down to absorb losses during periods of stress.
- Capital conservation buffer (CCB) is designed to enable firms to absorb losses in stressed periods. The CCB of 0.625% of risk weighted assets is comprised of CET1 capital and is required to be maintained above the regulatory capital minimum requirement.

### 1.3 Scope

Europe Arab Bank (“EAB”) plc, whose registered office is at 13-15 Moorgate, London EC2R 6AD, is registered in England and Wales with number 5575857, and is authorised by the Prudential Regulation Authority (“PRA”) and regulated by the UK Financial Conduct Authority (“FCA”) and the PRA. EAB has overseas branches in France, Germany and Italy. EAB is a wholly-owned subsidiary of Arab Bank plc.

EAB makes use of the provisions laid down in the CRR and has prepared the reporting to the PRA and the Pillar 3 disclosures on a solo-consolidated basis. The 2016 Annual Report has been prepared on a company only basis. The differences are not considered material and are noted in Appendix II.

EAB has not applied for any Internal Ratings Based (“IRB”) waivers and consequently no Pillar 3 IRB disclosures are included in this document.

### 1.4 Disclosures and Policy

In accordance with the requirements of the CRR, the disclosures contained in this document cover both the qualitative (e.g. processes and procedures) and quantitative (e.g. actual numbers) requirements. In addition, the disclosures should be read in conjunction with EAB’s most recent Annual Report.

The disclosures are required to be made on at least an annual basis and, if appropriate, some disclosures will be made more frequently. EAB has an Accounting Reference Date of 31 December, and such disclosures are made as soon as practicable after publication of the Annual Report and Accounts.

The disclosures are prepared by management, and reviewed and approved by the Board of Directors of EAB (“the Board”), prior to publication on EAB’s website ([www.eabplc.com](http://www.eabplc.com)).

## 2. Risk Management Objectives and Policies

EAB follows an 'Enterprise Risk Management' ("ERM") approach.

### 2.1 Overview

The Board reviews the Risk Management Framework on an annual basis.

The Risk Management Framework document sets out the high level arrangements for risk management, control, oversight and assurance at EAB. It is designed to provide a structured approach for identifying, managing, measuring, assessing, monitoring, controlling and reporting financial and non-financial risk within EAB - on behalf of customers, depositors, policyholders, employees, Arab Bank Group and EAB's regulators. Effective and efficient risk governance and oversight provide management with independent assurance that EAB's business activities will not be adversely impacted by risks. This in turn reduces the uncertainty of achieving EAB's strategic objectives.

The EAB Risk Management (ERM) Framework applies to the whole of EAB including EAB's branch network.

The ultimate responsibility for risk management lies with the Board. The Framework document describes the framework through which the Board satisfies itself that those responsibilities are discharged.

### 2.2 Risk Principles

EAB's ERM arrangements are based on the following five principles:

#### **Principle 1: Risk management and control accountability rests with each department**

Departments are responsible for the continuous and active management and control of their own risks (in line with the Board approved risk appetite and strategy) to ensure that risk and return are balanced.

They are accountable not only for the risks such as credit and market actively taken in order to generate returns, but also for any consequential operational and other risks arising from their businesses, functions and processes.

#### **Principle 2: Independent and effective risk oversight and assurance**

The risk oversight and risk assurance functions are independent, clearly mandated to oversee and challenge the business robustly, and have sufficient weight and standing in EAB to achieve this.

Risk oversight ensures that the tools, techniques and approaches utilised in fulfilling its mandate are robust, comprehensive, and proportionate, and balance the short and long-term interests of EAB.

Risk assurance as provided by Internal Audit ensures that risk management, control and oversight are effective - provided through risk based auditing, timely objective reporting, action tracking and disclosure.

#### **Principle 3: Risk disclosure**

The risk oversight process is underpinned by comprehensive, proportionate, transparent and objective disclosure of risk exposures to senior management, the Board, oversight committees, regulators, Arab Bank Group and other stakeholders.

#### **Principle 4: Capital, liquidity, earnings and reputation protection**

Capital, liquidity and earnings are protected by the effective management, control and oversight of the risk exposures across all material risk types and businesses.

External perception of EAB's reputation/brand is protected through the proactive management, control and oversight of risks incurred in the course of our business, including the avoidance of concentrated exposures of all kinds and limiting potential stress losses.

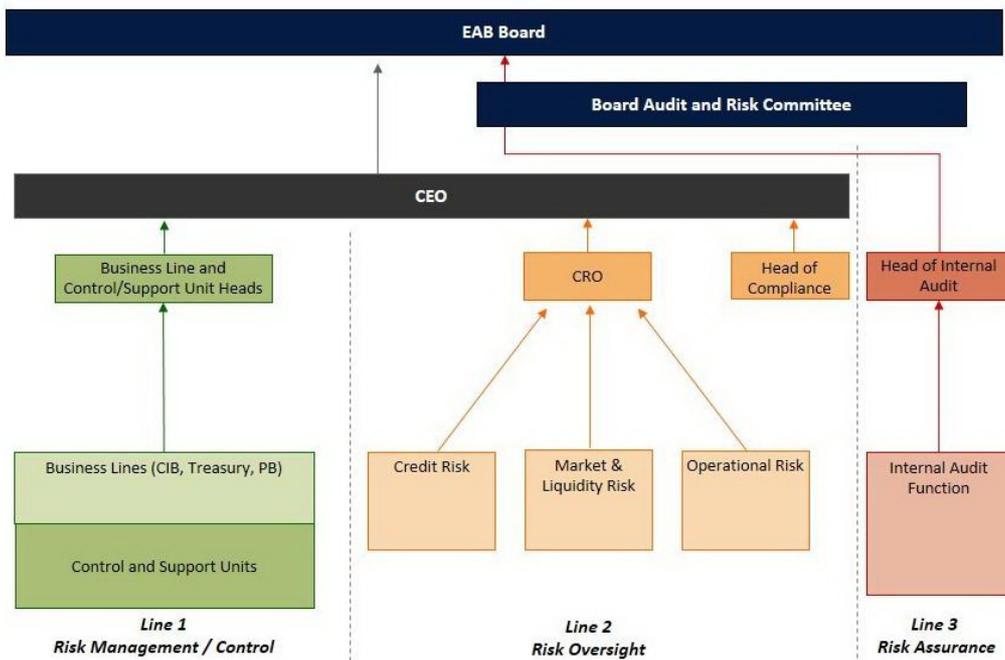
**Principle 5: Ethics, culture and embedding**

A strong ethical and risk culture is maintained so that risk awareness is embedded into all EAB activities. The Board takes the lead in embedding this risk culture.

**2.3 Risk Governance -overview**

EAB’s risk governance is predicated on the industry standard Three Lines of Defence Model, which encompasses the following key elements:

- Line 1 has the responsibility for risk management - comprising of areas where risk taking activities occur and the functions that enable or support these activities. Line 1 in EAB includes the Strategic Business Units (Corporate and Institutional Banking, Private Banking and Treasury) and Control / Support units (including Credit, Legal, Finance, Operations, Human Resources and IT).
- Line 2 is responsible for risk oversight - providing independent oversight and challenge of risk and compliance issues across EAB. As such, Risk and Compliance are located within Line 2.
- Line 3 is responsible for risk assurance - Internal Audit acts as the risk assurance function and provides confirmation that both the respective Line 1 risk management / control and Line 2 risk oversight activities are operating effectively and in accordance with the stipulated risk governance arrangements.



**2.4 Risk Governance –roles and responsibilities**

Within EAB’s “Three Lines of Defence model” of Risk Management, each line has a distinct but interrelated role to play to ensure that EAB as a whole manages risk. Each line has a number of responsibilities which are laid out below.

Heads of department are responsible for ensuring that policies and job descriptions are consistent with the responsibilities.

## LINE ONE – BUSINESS AND CONTROL/SUPPORT UNITS

*Line One has ownership, responsibility and accountability for assessing, controlling and mitigating their risks.*

- Line One complies with all aspects of the ERM Framework.
- Complies with the requirements of ICAAP, ILAAP and all risk policies.
- Complies with all regulatory requirements.
- Ensures that methodologies, systems, procedures, processes and controls are in place for all material risks, and that they are up-to-date, appropriate, robust and effective.
- Documents risks and controls using Risk Control Self-Assessment ('RCSA'), and ensures that RCSA is accurate and up-to-date.
- Within the business planning cycle, integrates risk, capital and liquidity tools and concepts.
- Monitors all high-level and detailed risk reporting.
- Conducts business and operates within EAB's Risk Appetite framework and risk limits, and in line with approved strategy.
- Performs remedial actions as a result of breaches, exceptions, events, variances, anomalies and errors.
- Ensures that internal and external audit, regulatory and other reports and findings are actioned.
- Manages all Disaster Recovery, Business Continuity and Information Security risks.
- Is proactive in the monitoring, measurement and assessment of all risks.
- Manages and resolves operational issues, including resourcing.
- Meets the requirements of the New Business process in the approval and implementation of new products.
- Owns major projects and change management programmes.
- Pro-actively engages and cooperates with Line Two and Line Three, and reports risk events, issues and any other matters on a timely basis
- Proposes improvements to, and supports the development of, risk management tools.
- Provides input into the updating and maintenance of ICAAP and ILAAP, and all risk policies.

The Control and Support units are independent from the Strategic Business Units and therefore provide a defence mechanism within Line One. Specific control responsibilities exist in Line One both in Business Control and Support units including the following (though the list is not exhaustive):

### CREDIT

- Independent review, analysis, challenge and approval of all new and annual credit recommendations in line with Credit Policy Manual ("CPM").
- Review and approval of industry and country limits and action on any breaches.
- Ongoing monitoring of all credit limits and review of Early Warning Signals.
- Monthly review of Special Monitoring, Watch, and Classified accounts.
- Control of problem loans in dedicated Business Support Unit.

## FINANCE

- Measurement, monitoring and reporting of market, liquidity and capital related risks. Reporting of breaches identified and monitor execution of remediation actions.
- Monitoring and reporting of large exposures of EAB including exposures to Arab Bank Group.
- Monitoring the execution of strategy and budgets established by the Board and reporting results achieved including cost control.
- Monitoring of regulatory requirements and undertake associated financial regulatory reporting ensuring compliance with the requirements.
- Monitoring and reporting of financial impact related to the defined benefit pension scheme.

## OPERATIONS

- Oversight of CASS transactions including regulatory reporting and breach reporting in conjunction with Compliance.
- Oversight and control of EAB's Nostro activity through Reconciliation and exception management.
- Identification and mitigation of all Operational transaction process related risks.
- Oversight and assessment of all Health and Safety Risks affecting EAB.

## PRIVATE BANKING

- Ensuring that procedures within UK Private Banking designed to mitigate operational or fraud losses are adhered to by Relationship Managers / Officers and Client Services Officers.
- Pro-actively ensuring that controls are appropriate, maintained and up to date at all times.
- Managing controls to ensure adherence to procedures within Private Banking.

## LINE TWO

### *Line Two is responsible for risk oversight*

The following responsibilities have been specified for Risk, though may also apply to Compliance, which is subject to its own governance documents.

### **Oversight and Assurance**

- Line Two enforces EAB's compliance with all aspects of the ERM Framework.
- Oversees the methodologies, systems, procedures, processes and controls that Line One has in place for all material risks, and gives assurance that they are up-to-date, appropriate, robust and effective.
- Controls the EAB's Risk Appetite framework, ensures that risk limits are aligned to Risk Appetite, measures and monitors EAB's Risk Appetite to ensure that thresholds and limits are complied with, and ensures actions are identified and completed for any exceptions to appetite.
- Identifies (from sources including management information, risk event and issue reporting, the RCSA process, and Stress Testing and Scenario Analysis) and reviews breaches, exceptions, events, variances, anomalies and errors, analyses the results, ensures that remedial actions are undertaken, and escalates where appropriate.
- Ensures that Line One documents risks and controls using RCSA, and supports Line One in ensuring that RCSA is accurate and up-to-date.

- Through RCSA and related key controls testing ensures that processes and controls are in place, up-to-date, robust and effective.
- Ensures the effectiveness of the Executive Risk & Compliance Committee and Operational Risk Committee process.
- Oversees the control of Disaster Recovery, Business Continuity and Information Security risks.

### Challenge

- Ensures that business is carried out, at both a portfolio and transactional level, in line with approved policy.
- Challenges any aspects of policy, limits, processes and controls.
- Probes and tests for concentrations of risk, key / emerging trends, variances and anomalies, challenges the business, and ensures that appropriate mitigation is taken.
- Develops early warning tools and identifies emerging regulatory requirements.
- Ensures that Line One has appropriate monitoring tools for the measurement and assessment of risk.
- Challenges any and all aspects of risk management, proposes improvements, and supports the development of risk management tools.
- Through the membership of committees, ensures that risk considerations are always taken into account.
- Performs reviews in any or all areas where risk exists.
- Drives the constant improvement and embedding of risk culture and awareness, ethical behaviour, and good practice.
- Challenges Line One regarding the resolution of operational issues.
- Develops the tools for Stress Testing and Scenario Analysis (including Disaster Recovery), analyses the results, communicates to Board and Line One, and identifies required actions.

### Coordination

- Manages all aspects of the ERM Framework, including design, implementation and maintenance.
- Co-ordinates the preparation, updating and maintenance of ICAAP, ILAAP and risk policies. Drives the embedding of these into the business.
- Co-ordinates the preparation, updating and maintenance of EAB's Recovery & Resolution Plans.
- Within the business planning cycle, ensures the integration of risk, capital and liquidity tools and concepts.
- Develops risk metrics, analytics and reporting capabilities. Prepares high-level risk reporting, such as dashboards.
- Oversees the New Business process, and supports Line One in the approval and implementation of new products.
- Contributes to major projects and change management programmes that impact on risk.
- Monitors developments in the market place relating to individuals risks, and to the evolution of risk management concepts, and ensures that lessons are learned from these.

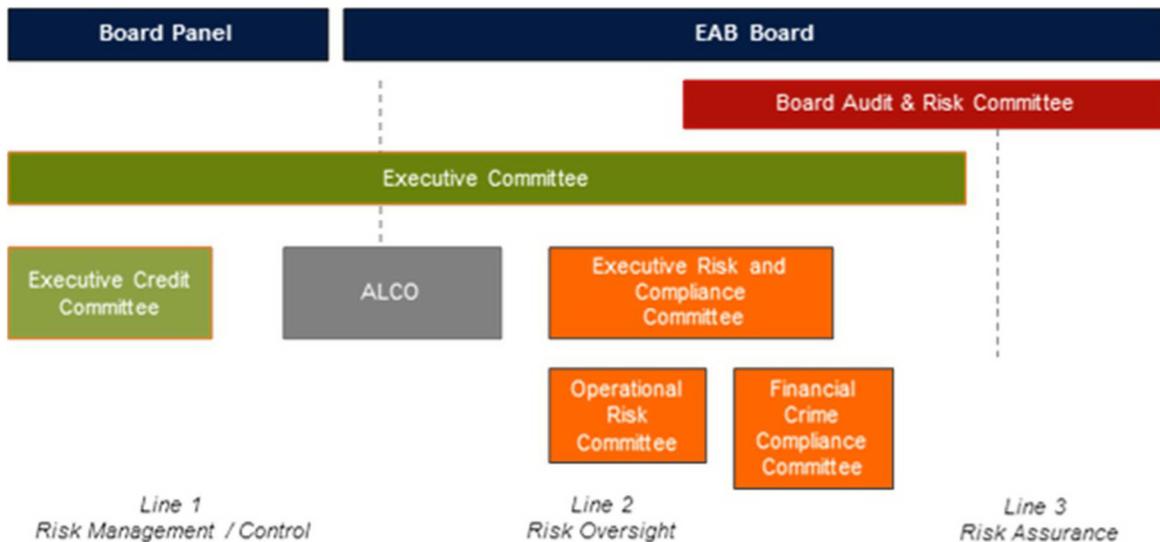
**LINE THREE**

*Line Three is responsible for risk assurance*

- Internal Audit provides independent and objective assurance to the Board, Board Audit & Risk Committee (BARC) and Executive Management through completion of the risk-based Annual Internal Audit Plan.
- Internal Audit acts as the risk assurance function and provides confirmation that risk management, control and oversight activities are operating effectively and in accordance with the stipulated risk governance arrangements.
- Internal Audit’s objectives are set out in the Internal Audit Charter and are to support and contribute to EAB’s success by bringing a systematic and disciplined approach to evaluating and improving the effectiveness of risk management, control, oversight and governance processes.
- The scope of its work includes all business operations, ventures, systems, projects, products, special activities and functional units in all locations as well as higher level controls exercised by the Board and by Executive Management.
- Completes special investigations on behalf of the BARC and/or Executive Management.
- Monitors the completion of management’s responses to audit actions and advises the status of audit actions to the BARC on a quarterly basis.

**2.5 Risk Committees**

The above classification between the lines of defence is also applicable to risk oversight committees. All of the key EAB Executive committees have their roles clearly defined in their terms of reference as to when they are operating in a Line 1 (Risk Management/Control) and/or when they are operating in a Line 2 (Risk Oversight) capacity. The committees that have a key role in relation to risk are as follows:



## **EAB Board**

The Board has overall accountability for risk governance and delegates responsibility for risk management and control to the Chief Executive Officer (“CEO”) and for oversight of independent risk assurance to the BARC. The Board contributes to EAB’s stress tests as part of the Stress Testing and Scenario Analysis setting and review process and receives appropriate reports setting out Key Risk Indicators to allow them to make informed decisions and set the appropriate risk policy and risk appetite for EAB. The Board also authorises appropriate management actions for crisis scenarios and approves the firm’s strategies, policies, processes and systems relating to the management of risk.

The Board ensures that EAB operates within an established framework of effective systems of internal control, risk management and compliance, in accordance with FCA / PRA requirements, and ensures that business is conducted in an efficient and effective manner, with a culture and behaviour which encompasses a conservative approach to business including prudent strategy with strong credit risk management and high capital adequacy in order to promote the long term success of EAB. The Board receives a Board pack covering the full spectrum of business activities ahead of every Board meeting.

Without limitation, the Board should ensure that all its members have knowledge of key elements of the Enterprise Risk Management Framework (“ERMF”) document from time to time in place, to include the ERMF principles, key objectives, implications and methodologies: the CEO is charged with the task of developing an effective risk management (including governance) framework and nominating for the Board approval a CRO to develop and manage this.

## **Board Audit & Risk Committee (BARC)**

This committee assists the Board in ensuring the Enterprise Risk Framework is implemented and properly maintained. Membership comprises non-executive directors.

Reviews and approves the framework of the risk management functions, to ensure that the risks to which the business is exposed have been appropriately identified and managed.

Reviews and recommends to the Board for approval:

- EAB Internal Capital Adequacy Assessment Process (ICAAP)
- EAB Internal Liquidity Adequacy Assessment Process (ILAAP)
- EAB Stress Testing and Scenario Analysis Policy
- EAB Liquidity Risk Policy
- EAB Risk Management Framework
- EAB Risk Map
- EAB Risk Appetite Statements and Measures including the Overarching Risk Appetite Summary
- Market Risk Policy
- Review of EAB’s Recovery and Resolution Plan including Contingency Funding Plan
- Review of the EAB’s Client Assets Sourcebook Recovery and Resolution Plan and any other Risk Policies recommended by the CRO

**Board Panel for Credit Sanctioning**

Responsible for approving credit recommendations and making other credit decisions in line with its delegated lending authority (being amounts in excess of Executive Credit Committee ("ECC") limits but which do not require full Board approval).

**Executive Committee (EXCO)**

This is the principal executive body of EAB to manage the business, chaired by the CEO. The EXCO represents the principal forum for conducting the business of EAB and takes day-to-day responsibility for the efficient running of the business. In addition, the EXCO is responsible for the implementation of Board approved strategies and plans. It is responsible for ensuring the performance of the business in accordance with Board approved Budget and plans

**Executive Risk and Compliance Committee (ERCC)**

Responsible for the control oversight of all the risks faced by EAB and advises the CEO, the Board and BARC on all risk management matters such as risk appetite statement, strategy, policies and limits.

The ERCC has been established under the authority of the CEO and EXCO to:

- Oversee all the risks faced by EAB and to advise the CEO and, in turn, the BARC on all risk management matters;
- Review EAB's risk exposures (including credit risk, market risk, capital and liquidity risks, operational risk, and regulatory compliance) in relation to the Board's risk appetite and the Company's financial resources; and
- Foster a culture within EAB that emphasises and demonstrates the benefits of a risk-based approach to internal control and management; ensuring consistent adequate communication to staff.

The ERCC's main objectives are to ensure risks are identified and assessed, there is appropriate risk mitigation in place, and that EAB's control environment is commensurate to its needs, based on the strategy adopted by the Board and Executive.

**Executive Credit Committee (ECC)**

The ECC is a credit sanctioning committee that is responsible for approving credit recommendations in line with delegated lending authorities.

The ECC is responsible for approving credit recommendations and making other credit decisions in line with its delegated lending authority, including decisions on individual credits, reviewing and recommending credit and Large Exposures to the Board and recommending other concentration limits for the Board's approval

**Assets & Liabilities Committee (ALCO)**

Oversees the execution and management of the balance sheet, capital management, liquidity and market risk. Oversees the management by the Head of Treasury of asset, liability and capital related risks faced by EAB, within delegated limits, encompassing:

- Asset and liability management, including the management of funding and liquidity as well as Interest rate risk in the banking book;
- Capital treatment, management and allocation;
- Transfer pricing;
- Adherence to the Board's risk appetite in terms of capital, liquidity, market, interest rate and FX risk across the firm, including investment portfolios; and

- Dealing and trading activities in capital markets, equities, foreign exchange and financial futures.

This should take into account the interest rate risk appetite, policies and objectives established by the Board and the ERCC, the limits and authorities delegated to ALCO and Head of Treasury by the CEO along with all financial and regulatory compliance requirements and associated thresholds.

### **Operational Risk Committee (ORC)**

The ORC is a sub-committee of the ERCC. Its purpose is to provide oversight over Operational Risk Management within EAB, and to ensure that actions are taken to mitigate Operational Risk ("OR") effectively and on a timely basis. ORC reviews all OR issues, ensures that agreed actions relating to OR Events are on track, and reviews the output of the Risk Control Self-Assessment process.

### **Financial Crime Compliance Committee (FCCC)**

The FCCC is a sub-committee of the ERCC. The aim of this committee is to achieve and evidence the formal engagement of senior management in EAB's approach for managing financial crime risk.

## **2.6 Material Risks**

EAB is exposed to the following material 'causal' risks:

- Credit
- Liquidity
- Operational
- Market
- Business
- Regulatory
- Conduct
- Capital

These material risks, along with specific risks within the material risks, are identified on the Risk Map. The Risk Map is used as one basis for determining the focus of the Risk Control teams and the level of effort and investment put into the related parts of the control framework. Risk Control works with all line managers to ensure that all material risks are mapped correctly to identify areas requiring attention. The Risk Map is approved by the Board and identifies the inter-linkages between the main risks so that the potential financial, reputational and regulatory impact can be assessed and reported on consistently. All the risks above are continually assessed. The process for assessing which risks require capital to be allocated is set out in the ICAAP, which is referred to later in this disclosure document.

## **2.7 Risk Appetite**

EAB's Risk Appetite defines the types and amounts of risk that EAB is willing to take in pursuit of its business strategy. This also ensures that EAB is compliant with one of the requirements of the UK Corporate Governance Code, which states that 'The Board is responsible for determining the nature and extent of the principal risks it is willing to take in achieving its strategic objectives.'

EAB's risk appetite is articulated in Board-approved Risk Appetite Statements:

- EAB's appetite is for doing business that is primarily aligned to the core 'Bridge to MENA' strategy and vision.

- EAB takes a conservative approach to credit risk, and will not sacrifice credit quality in order to make short-term gains.
- EAB closely manages and controls all liquidity and funding risks in order to strongly protect our depositors.
- EAB maintains healthy capital ratios, with headroom over any regulatory constraints.
- EAB takes a conservative approach to market risk, and will not take unnecessary risks in order to make short-term gains.
- EAB has limited appetite for operational losses that may arise from doing business.
- EAB has zero tolerance for financial crime or compliance breaches.

Risk Appetite measures are the most important measures which the Board has approved to ensure that the high-level risk objectives in the Risk Appetite Statements are met. Other more detailed Risk Appetite limits are approved by the Board and set out in the ICAAP, ILAAP, CPM, Market Risk limits and other Risk Acceptance Criteria documents.

## 2.8 Risk Management Process

In accordance with the ERM Framework, EAB maintains high standards of internal controls, with clear accountabilities for risk management, which enables effective oversight and management of risks.

EAB assesses the risks faced, and the controls to manage those risks, using a variety of quantitative and qualitative techniques. For example, EAB uses an internal credit rating system to derive the credit rating for individual corporate non-Bank counterparties.

EAB uses various methodologies for stress and scenario testing to analyse the probability of default and expected loss, as well as monitoring limits to avoid any breaches and to provide advance warning within a certain level of tolerance.

EAB's risk profile is assessed at all levels by producing management information that is relevant, consistent and timely for reporting to the Board, and other relevant committees.

Reporting of these risks is commensurate with the nature, size and complexity of EAB's operations and include comprehensive risk dashboards supplied to all meetings of the ERCC and the BARC, as well as management information packs for the ALCO, ECC and ORC.

## 2.9 Stress Testing

EAB engages in thorough stress testing, scenario analysis and contingency planning in order to better understand and prepare for low-frequency, high impact events (such as the 2007/2008 financial crisis). The stress testing in EAB includes multi-risk scenarios based on both macroeconomic scenarios (systemic scenarios) and EAB-specific scenarios (idiosyncratic scenarios) as well as combinations of both.

EAB's stress testing and contingency planning are set out in its Internal Capital Adequacy Assessment Process document ("ICAAP"), Individual Liquidity Adequacy Assessment Process document ("ILAAP") and Recovery Plan document ("RP"). These documents are updated at least annually and are reviewed by the various governance committees including the BARC and the Board.

The stress testing set out above is embedded in the risk management processes of EAB through at least quarterly updates which are included in risk reporting to governance committees.

In addition to the stress testing described above, EAB carries out at least annually a "reverse stress testing" exercise to identify scenarios that may undermine the viability of EAB's business model. This exercise is documented in the annual update of the ICAAP.

### 3. Capital Resources

At 31 December 2016 and throughout the financial year, EAB has complied with the capital requirements that were set out by regulators. EAB continues to use the standardised approach to credit, market and operational risk to calculate its capital requirements.

The table below represents EAB's composition of capital resources.

	2016 €'000	2015 €'000
Called up share capital	609,998	609,998
Retained earnings	(287,854)	(296,551)
Accumulated other comprehensive income and other reserves	(9,657)	(2,925)
<b>Common Equity Tier 1 (CET1) pre regulatory adjustments</b>	<b>312,487</b>	<b>310,522</b>
Regulatory adjustments	(1,752)	(1,049)
<b>Common Equity Tier 1 (CET1)</b>	<b>310,735</b>	<b>309,473</b>
<b>Tier 1 capital</b>	<b>310,735</b>	<b>309,473</b>
<b>Tier2 capital – subordinated debt <sup>*(a)</sup></b>	<b>238,749</b>	<b>231,165</b>
<b>Total capital resources</b>	<b>549,484</b>	<b>540,638</b>

*\*(a) EAB has issued US Dollar perpetual subordinated floating rate notes on terms which qualify for inclusion in Tier 2 Capital.*

(See Appendix II for the reconciliation of regulatory capital to the reported balance sheet and Appendix III for the transitional CRDIV disclosure template as published by the EBA in Implementing Technical Standards (ITS) 2013/01).

### 4. Leverage Ratio

The Leverage Ratio was introduced under the Basel III reforms as a simple, transparent, non-risk based ratio intended to restrict the build-up of leverage in the banking sector to avoid distressed deleveraging process that can damage the broader financial system. It is defined as the ratio of Tier 1 capital to total exposures (pre Credit risk mitigation and risk weighting of exposures).

The PRA has proposed that the leverage ratio requirements will apply to all banks from 1 January 2018. This proposed requirement comprises of a minimum ratio of 3%.

As at 31 December 2016 EAB has a leverage ratio of 7.19% (2015: 7.37%)

### 5. Capital Adequacy and Management

#### 5.1 Capital Management Approach

EAB maintains an actively managed capital base to cover risks inherent in the business. The primary objectives of capital management are to ensure that EAB complies with

regulatory capital requirements and maintains healthy capital ratios in order to support its current and future activities and maximise shareholder’s value.

EAB manages its capital structure and makes adjustments to it in the light of changes in the economic conditions, regulatory requirements and the risk characteristics of its activities.

An internal assessment of capital needs (“ICAAP”) is undertaken at least annually and is presented to the various governance committees for review, challenge and approval. The ICAAP governance process ensures that the Board is engaged in the process and reviews and approves the ICAAP. The ICAAP describes how risks are assessed, controlled, monitored, mitigated and reported and helps the management determine what might be required to maintain EAB’s solvency assuming certain stressed conditions. The process includes an analysis of the Pillar 2 capital required and includes appropriate “add-ons” to required capital to reflect Pillar 2 risks. In addition, the process incorporates stress testing of all components of EAB’s capital adequacy). In addition, reverse stress testing is also performed on all elements of capital adequacy and is used to inform the firm’s Recovery plan. EAB’s assessment during 2016 is that it had more than adequate capital resources to withstand the effects of a severe economic downturn.

The minimum amount of regulatory capital required is determined in accordance with the relevant rules and the Individual Capital Guidance (“ICG”) received from the PRA. At 31 December 2016, and throughout the year, EAB’s capital in place exceeded the minimum ICG requirement.

The table below provides a breakdown of EAB’s Pillar 1 capital requirements at 8% under the standardised approach.

	<b>2016</b>	<b>2015</b>
	<b>€’000</b>	<b>€’000</b>
Credit Risk -Credit	146,484	146,913
Credit Risk -Securitisations	8,367	10,404
Credit Risk -Counterparty Risk	669	849
Credit Valuation Adjustment	937	960
Market Risk -Debt Instruments	3,384	4,077
Market Risk -Foreign Exchange	634	1,035
Operational Risk	7,643	7,724
<b>Total Pillar 1 requirement</b>	<b>168,118</b>	<b>171,962</b>

## 5.2 Pillar 2

In addition to the capital required in respect of Pillar 1 risks, EAB in its ICAAP allocates additional capital in respect of other risks not addressed under the Pillar 1 minimum capital requirements. EAB has identified the following as additional risks under Pillar 2:

- Concentration Risk: this represents the capital that EAB estimates is necessary to adequately reflect the particular risk attaching to concentrations of credit risk in industries and/or regions.
- Pension Risk: this represents the capital that EAB considers necessary to adequately reflect the risk attaching to its obligations to ensure that EAB’s Defined Benefit Scheme is adequately funded both now and in the future.

- Interest rate risk in the banking book: this represents the capital that EAB estimates is necessary to adequately reflect the interest rate risk attaching to positions held in the non-trading book i.e. the banking book.
- Other Pillar 2 risks: this includes all other amounts that EAB considers appropriate to adequately reflect its exposure to Pillar 2 risks not set out above.

## 6. Credit Risk

### 6.1 Credit Risk Approach

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to EAB. EAB has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from default. EAB follows the standardised approach for the calculation of credit risk.

The ECC is responsible for approving credit recommendations and making other credit decisions in accordance with the delegated lending authorities within the CPM. This includes decisions on individual credits, and reviewing and making recommendations above the delegated authorities, to the Board Panel, which consists of the Chairman, CEO and a Non-Executive Director.

EAB's lending priorities are a function of the credit skills and experience of its lending officers. For reasons of safety and soundness and to maintain the quality of the portfolio, EAB will concentrate in those areas in which it has a competitive advantage, knowledge of the particular market and a good understanding of the commercial and political risks involved within those markets. EAB adopts Risk Acceptance Criteria ("RAC") that outline its underwriting standards for different products and segments. Management of limits is performed daily through exceptions reports.

The CPM refers to all direct (loans or overdrafts), indirect (borrower is guaranteed by a third-party) and contingent credit exposures. It includes details on credit culture, lending authorities, large exposures, portfolio management, transactions with parent and affiliates, country risk exposure, problematic exposures, industry limits, collateral and provisioning.

The Board approves the CPM and the RAC.

EAB also measures concentration exposure to each industry sector and country of risk. Credit exposures are also stress tested regularly. Portfolio risk and credit stress testing are reviewed by the ERCC, chaired by the CEO.

### 6.2 Use of Credit Mitigation Techniques

The policies and processes for collateral valuation and management are detailed within the CPM and Standard Operating Procedures of Credit Administration.

Collateral taken by EAB is detailed in the CPM and includes:

- Guarantees from financial institutions or corporates
- Listed equities (subject to haircut)
- Debt securities (subject to haircut)
- Cash
- Commercial and residential real estate

The table below represents the maximum collateral that EAB can use to mitigate exposures against direct credit facilities. This is subject to the provisions of what is deemed acceptable collateral for collateral mitigation per CRR.

	2016 €'000	2015 €'000
Cash collateral	57,373	56,346
Guarantees	183,161	211,039
Residential real estate	75,664	87,355
Commercial real estate	242,350	287,821
Equity and debt securities	47,698	77,002
Other collateral	1,747	15,938
	<b>607,993</b>	<b>735,501</b>

Financial assets that are used for risk mitigation are valued on a daily basis with non-financial assets being revalued on a periodic basis in line with the CPM.

EAB does not regularly use netting agreements except those embedded within the ISDA agreements plus specific netting agreements with certain Arab Bank Group entities. The CPM governs such arrangements.

### 6.3 Use of External Credit Rating Agencies (ECAI)

EAB uses the following external credit rating agencies (ECAI) to obtain ratings for its credit exposures (but not its country risk ratings):

- Moody's
- S&P
- Fitch

The above ECAI's are used to provide the ratings for any EAB's credit exposure relating to financial institutions, corporates, banks, sovereign agencies or entities, project finance (limited), structured debt (exit portfolio), export credit agencies and non-trading book securities.

#### 6.4 Credit Risk Exposures

The table below provides sectorial breakdown of EAB's net credit exposures (on and off balance sheet) pre credit risk mitigation ("CRM").

	2016 €'000	2015 €'000
Central governments or central banks	1,311,278	913,344
Institutions	923,163	920,898
Industrial and commercial	2,944,548	3,572,928
Retail	49,010	43,533
	<b>5,227,999</b>	<b>5,450,703</b>

The table below provides sectorial breakdown of EAB's net credit exposures (on and off balance sheet) pre and post CRM and credit conversion factors ("CCF") for 31 December 2016.

	Exposures Pre CRM and CCF €'000	Exposures Post CRM and CCF €'000
Central governments or central banks	1,311,278	1,377,479
Institutions	525,729	456,671
Corporates	2,574,448	1,347,772
Retail	49,010	48,993
Secured by mortgages on immovable property	263,426	263,426
Short term claims on institutions and corporates	397,434	397,434
Exposures in default	40,794	35,720
Items with particularly high risk	28,136	20,402
Other items	37,744	37,744
	<b>5,227,999</b>	<b>3,985,641</b>

The table below provides geographical breakdown of EAB's net credit exposures (on and off balance sheet, pre CRM).

	2016 €'000	2015 €'000
UK	594,757	602,182
Europe	2,991,112	2,797,686
MENA	1,267,280	1,322,275
North America	254,781	552,793
Asia	74,643	116,028
Other	45,426	59,739
	<b>5,227,999</b>	<b>5,450,703</b>

The table below provides EAB's net credit exposure (on and off balance sheet pre credit risk mitigation) by credit quality step ("CQS") using the external ratings sourced from the External Credit Assessment Institutions ("ECAI") for 31 December 2016.

	Central banks and Institutions €'000	Customer €'000	Available for Sale Securities €'000	Total €'000
CQS 1	1,290,565	107,126	173,074	1,570,765
CQS 2	297,889	99,526	220,633	618,048
CQS 3-5	190,374	617,869	188,832	997,075
CQS 6 and unrated	31,869	1,994,447	15,795	2,042,111
	<b>1,810,697</b>	<b>2,818,968</b>	<b>598,334</b>	<b>5,227,999</b>

## 6.5 Securitisations

EAB acts only as an investor in a limited number of securitisations which relate to debt securities and residential mortgages. These are legacy/ exit positions. The total credit exposure value as of 31 December 2016 amounts to €16m (2015: €35m).

## 6.6 Counterparty Credit Risk

Treasury is authorised only to execute trades with approved counterparties. A recommended list of desired counterparties, their credit ratings and counterparty limits has been drawn up by the Treasurer, reviewed by Credit Department and approved by the ECC and the Board. This approval is updated at least once a year.

Any adverse event affecting the credit standing of any names in the approved counterparty list will be advised immediately in a note to ALCO and the ECC for appropriate action. Treasury will act accordingly upon any notice received.

We do not believe that a downgrade in EAB's own credit rating will have a material impact on the amount of collateral that EAB itself would have to provide, though this is kept under close and constant review.

EAB's objectives and policies on managing the risks that arise in connection with derivatives are included in note 1(i) and note 30 of the Annual Financial Statements.

EAB uses the Mark to Market approach for the calculation of counterparty credit risk on its derivative population.

The gross notional amounts represent the amounts of all outstanding contracts at year-end. It is the sum of the absolute amount of all purchases and sales of derivative instruments. The notional amounts of the derivatives provide a basis for comparison with instruments recognised on the balance sheet, but does not indicate the amounts of future cash flows involved or the current fair value of the instruments and therefore, do not indicate EAB's exposure to credit or price risks.

Derivatives are measured at their fair value, which is calculated as the present value of future expected net contracted cash flows at market related rates as of the balance sheet date.

EAB enters into the following main types of derivative contracts:

### **Interest Rate Swaps**

These are over-the-counter ("OTC") agreements between two parties to exchange periodic payments of interest, or payments for a related index, over a set period based on notional principal amounts. EAB enters into interest rate swaps, exchanging fixed rates for floating rates of interest based on notional amounts. All Interest rate swap trades entered into from the beginning of 2016 are conducted through a Swap Clearer and placed into central clearing.

### **Interest rate futures**

Interest rate futures are derivative contracts that allow the buyer and seller agreeing to future delivery of an interest bearing asset and lock in a certain price for a future date.

### **Currency forward contracts**

Forward foreign exchange contracts are OTC agreements to deliver, or take delivery of, a specified amount of an asset or financial instrument based on a specified rate applied against the underlying asset or financial instrument, at a specified date.

### **Derivative financial instruments held or issued for trading purposes**

Most of EAB's derivatives trading activities relate to deals with customers that are normally offset by transactions with other counterparties. EAB may also take limited short term positions within the prescribed market risk limits approved by the Board. Also included under the classification are any derivatives entered into for risk management purposes that do not meet the IAS39 hedge accounting criteria.

### **Derivative financial instruments held or issued for hedging purposes**

As part of its asset and liability management, EAB uses derivatives for hedging purposes in order to reduce its exposure to market risk. This is achieved by hedging specific financial instruments, portfolios of fixed rate financial instruments and forecast transactions.

The accounting treatment, explained in note 1(i) hedge accounting, depends on the nature of the item hedged and compliance with IAS39 hedge accounting criteria.

The table below represents EAB's derivative positions by product type as at 31 December 2016.

	Notional €'000	FV Asset €'000	FV Liability €'000
<b>Derivatives held for trading</b>			
<i>Interest rate contracts:</i>			
Interest rate swaps	401,900	5,684	7,029
<i>Exchange rate contracts:</i>			
Currency forward contracts	618,255	3,455	5,379
Net Counterparty Credit Risk exposure due to derivative positions	1,020,155	9,139	12,408
<b>Derivatives used as fair value hedges</b>			
Interest rate swaps	390,609	2,147	1,607
<b>Total recognised derivative assets and liabilities</b>	<b>1,410,764</b>	<b>11,286</b>	<b>14,015</b>

## 7. Market Risk

EAB's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. EAB has some appetite for trading securities and other instruments, mainly in relation to the management of EAB's overall liquidity requirements, which expose it to financial risk of changes in bond prices.

Risks are managed individually through the use of limits and restricting product exposures. The management and measurement of market risk continues to evolve using more stress and scenario tests and a greater level of reporting, as well as using a variety of techniques, including sensitivities supported by analytical review.

Market risks are included under Pillar 1 following the requirements of the standardised approach for specific risk capital charge and the interest rate maturity method for general market risk.

All market risks are monitored and regularly considered by the Board, BARC, ALCO and the ERCC.

## Sensitivity Analysis

The following table details EAB's sensitivity to various risk variables. The analysis has been performed using the following assumptions:

- Reasonable changes in market risks are considered based on internal reporting to key management personnel and different economic environments.
- EAB has measured the EUR equivalent of movements in interest rates, FX rates and credit spreads for GBP, EUR and USD only. EAB does not have a material exposure to changes in other foreign interest rates, other foreign currency rates or bond prices in other currencies and as such sensitivity analyses have not been performed for other currencies.
- A positive number indicates an increase in profit and a negative number indicates increase in loss.
- All scenarios should be considered in isolation as they represent different risks and were calculated holding all other variables constant.

Interest rate sensitivity	2016 Impact on Profit/ (Loss) €'000
100bps increase in interest rate	1,066
100bps decrease in interest rate	(859)
25bps stepped increase to 100bps over 2 months	1,066
25bps stepped decrease to 100bps over 2 months	(859)

Please note that all interest rate risk exposures are transferred to and aggregated in the Treasury department and are included in the above analyses of interest rate sensitivity.

## 8. Liquidity Risk

EAB follows a conservative approach to liquidity risk. A liquidity buffer of high quality liquid assets is retained for risk management and prudential purposes.

EAB assesses its exposure to liquidity risk in three main categories and seeks to ensure that appropriate mitigation is effected where possible, and that adequate insurance and contingency plan steps have been adopted to address the possibility of severe liquidity shocks.

The three categories are:

- **Short term tactical liquidity risk**

The risk that EAB's liquid assets are insufficient to meet its short term commitments.

- **Structural liquidity risk**

The risk that EAB's business model (and consequently, its balance sheet) develops in a way that causes difficulty attracting adequate funding on reasonable terms; and/or

The risk that the structure of the balance sheet is unduly exposed to disruption in its funding markets.

- **Contingency liquidity risk**

The risk that EAB experiences unexpected and/or acute liquidity shocks

EAB manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows (both stressed and unstressed) and managing the maturity profiles of financial assets and liabilities.

An assessment of liquidity needs is normally undertaken at least annually and is presented to the ALCO, BARC and the Board to review and challenge. This is known as the Internal Liquidity Adequacy Assessment Process ("ILAAP") and is also available for review by the PRA upon request. The ILAAP describes how risks are assessed, controlled, monitored, mitigated and reported and helps the management determine what might be required to maintain EAB's liquidity assuming certain stressed conditions.

The minimum Liquidity Coverage Ratio ("LCR") is determined in accordance with the PRA and EU CRR rules, and EAB's assessment during 2016 is that EAB complied with the liquidity requirements set out by the PRA in the PRA rulebook section "Internal Liquidity Adequacy Assessment" as well as the EU CRR Part Six "Liquidity" and had more than adequate liquidity resources to withstand the effects of a severe liquidity shock.

## 9. Operational Risk

EAB actively manages operational risk in accordance with regulation and guidance from the FCA and the PRA (as well as guidelines stipulated by other bodies such as the Committee of European Banking Supervisors).

The objective is to maintain high standards of operational risk management and EAB has consequently adopted key tools such as RSCA, operational risk issue and event reporting.

Independent review and oversight of Operational risk is provided by the Head of Operational Risk who reports to the CRO.

This structure is supported by functional and geographic Operational Risk liaisons, an ORC, an Operational Risk Policy, and systems and controls which set the standards, approach and framework for identifying, assessing, measuring, reporting, controlling and managing operational risks.

EAB adopts the standardised approach for calculating Operational Risk capital and consequently embarks on rigorous risk identification exercises to establish any Pillar 2 requirement for Operational Risk.

## 10. Impairment Provisions

### 10.1 Policy

EAB's policy is to recognize impairment provisions in a timely manner through a focused approach to problem assets on the balance sheet. Impairment reviews including recommendations for new impairment provisions or releases of previously recognised impairment provisions are carried out regularly. These include both specific and collective impairment provisions.

Certain factors determine whether a specific impairment provision should be considered, and these include, but are not limited to:

- Significant financial difficulty of the borrower;
- A breach of contract such as a default or delinquency in payment of interest or principal;
- Forbearance, where EAB, for economic or legal reasons relating to the borrower's financial difficulty, grants to the borrower a concession that it would not otherwise consider;
- It becoming probable that the borrower will enter insolvency or other financial reorganization;
- The disappearance of an active market because of financial difficulties; or
- Observable data indicating that there is a measurable decrease in the estimated future cash flows.

In addition, a collective impairment assessment has been carried out for a set of financial assets with similar risk characteristics using EAB's internal credit rating system. This involves application of judgemental assumptions including potential impairment on default and forced sale discounts supported by discounted cash flow analysis prepared on a case by case basis for the relevant assets.

The table below details EAB's impairment balance movements:

	2016 €'000	2015 €'000
As at 1 January	69,961	194,557
Charged to income statement	6,764	4,036
Amounts written off / reversals	(294)	(127,776)
Recoveries/ releases during the year	(9,277)	(1,770)
Translation adjustments	(1,237)	912
	65,917	69,959

The policy on impairment measurement and methodology are provided in the Notes to the Annual Financial Statements. Impairment loss allowance includes collective impairment of €14.3m (2015: €17.8m).

Included in the impairment allowance are assets with a balance of €6.8m (2015: €34m) which have been placed under administration and/or liquidation.

## 10.2 Past due exposures

Past due amounts are monitored and followed up for settlement. Specific action is taken when the exposure is 30 days and 60 days overdue, including escalation to ECC. The exposure is classified and turned to Non-Performing if settlement is 90 days or more past due.

Once an exposure has been placed on non-performing status it can be removed only after all outstanding amounts of principal and interest have been received or where a suitable restructuring/rescheduling agreement has been approved and signed and the counterparty is current on all its obligations under the revised agreement.

The table below provides EAB's past due loans and impairments as at 31 December 2016:

	Balances with central banks and due from banks €'000	Loans and advances to customers €'000	Fair value through profit or loss and financial investments €'000	Derivatives €'000	Total €'000
Neither past due or impaired	1,586,639	1,194,064	920,729	11,286	3,712,718
Past due or impaired	-	75,421	24,404	-	99,825
Gross	1,586,639	1,269,485	945,133	11,286	3,812,543
Less: allowance for specific impairment	-	(35,382)	(16,202)	-	(51,584)
Less: allowance for collective impairment	-	(14,333)	-	-	(14,333)
Net	1,586,639	1,219,770	928,931	11,286	3,746,626

The majority of provisions relate to legacy business, which are no longer in the firm's strategy and would not meet current credit policy requirements.

The table below provides EAB's comparative past due loans and impairments as at 31 December 2015:

	Balances with central banks and due from banks €'000	Loans and advances to customers €'000	Fair value through profit or loss and financial investments €'000	Derivatives €'000	Total €'000
Neither past due or impaired	1,231,164	1,320,937	947,113	13,331	3,512,545
Past due or impaired	-	48,228	27,049	-	75,277
Gross	1,231,164	1,369,165	974,162	13,331	3,587,822
Less: allowance for specific impairment	-	(34,625)	(17,524)	-	(52,149)
Less: allowance for collective impairment	-	(17,811)	-	-	(17,811)
Net	1,231,164	1,316,729	956,638	13,331	3,517,862

EAB's provisions by the largest industry exposures are provided below.

	<b>2016</b>	<b>2015</b>
	<b>€'000</b>	<b>€'000</b>
Commercial real estate	7,168	9,180
Manufacturing and trading	26,747	23,905

71% of the provisions emanate from Europe (2015: 87%), as EAB's major geographic area of business.

## 11. Asset Encumbrance

Certain limited activities undertaken by EAB result in certain assets being encumbered. These activities are largely limited to correspondent banking services provided and derivatives. As of 31st December 2016, EAB's balance sheet was composed of encumbered assets of €93m (2015: €127m) and unencumbered assets of €3,721m (2015: €3,466m). Further details are provided in Appendix IV.

## 12. Remuneration

### 12.1 Decision making process

EAB has an established Nomination & Remuneration Committee ("N&RC") which comprises the Chairman of the Board of Directors, the Chairman of the BARC (an Independent Non-Executive Director) and a second Independent Non-Executive Director. The N&RC meets twice a year (or as and when required), and is responsible for ensuring that EAB has an adequate remuneration policy in place which is sufficient to attract and retain qualified individuals.

The N&RC develops and proposes to the Board for approval:

- EAB's Remuneration Policy on terms compliant with the Regulators' (EBA, FCA & PRA) expectations on remuneration; and
- Such other new, or amendments to the existing, compensation plans as the N&RC deems necessary to maintain the competitiveness of EAB in light of its current and anticipated future operations, all such compensation plans to be in compliance with local laws and regulatory requirements.

The N&RC is informed of and advised on any proposed major changes in employee benefit structures throughout EAB.

The N&RC reviews EAB's Remuneration Policy annually, taking into consideration input from Line 2 and Line 3 Risk control functions (Compliance, Risk and Internal Audit, together "Risk Management functions"). Any proposed amendment to the Remuneration Policy is submitted by the N&RC to the Board for review and approval.

The N&RC reviews EAB's Remuneration Policy Statement annually, in order to record EAB's self-assessment of compliance with the Regulators' expectations on remuneration.

The N&RC's primary responsibilities are to:

- Consider and recommend candidates for appointment to the Board and Board Committees;
- Appoint the EXCO;
- Regularly review succession planning;
- Set the remuneration packages of the EXCO members and Material Risk Takers ("MRT's") and review their performance assessments taking into consideration input from risk management functions;
- Recommend the terms of EAB's Remuneration Policy and undertake the annual review of the Remuneration Policy Statement in line with the Regulators' expectations on remuneration.

The performance related element of remuneration is a significant component in this regard, that shall be aligned with the best interests of the EAB stakeholders.

The Committee will take into account its Performance Measurement Duties set out in its Terms of Reference and EAB's Remuneration Policy when setting remuneration packages or evaluating bonuses.

The bonus pool is developed using a top-down process. The CEO makes the recommendation for the overall bonus pool amount to the N&RC and it is set formally by that N&RC, based on the information received from the relevant business units, control functions and support functions. Using all of the information available, the N&RC agrees the bonus pool based on EAB's performance over the year, individual performance, market conditions, the requirement to retain and motivate staff and, above all, affordability.

No MRT shall be involved in any decisions as to their own remuneration.

EAB's Compliance, Risk and Internal Audit functions provide input regarding the structure of EAB's remuneration arrangements, and report to the CEO and the N&RC, including where there are concerns about compliance with EAB's Compliance and Risk policies.

The N&RC have appointed Willis Towers Watson to advise on the determination of its remuneration policy and specifically in determining arrangements to ensure compliance with the FCA Remuneration Code.

## 12.2 Link between Pay and Performance

EAB has no pre-agreed numerical formula for performance awards. Awards are determined firstly on EAB's overall performance, then on the individual's performance, contribution and value, including assessment of their behavioural competencies. Performance related element of employee remuneration is aligned with the best interests of all EAB's stakeholders and is not based on the financial (sales) performance of any individual.

Individual objectives are set for each staff member, including MRT's, relevant to their specific role and include a range of performance measures designed to encourage adherence to EAB's Compliance and Risk Management policies, as well as desired behaviours.

The variable remuneration of staff is based on the firm's operating profit as this is reflective of the firm's performance. This bonus pool is based on EAB's performance and ability to pay for that year. The Committee liaises with Finance, Risk Management, Credit and other functions as necessary, to ensure that the remuneration scheme does not adversely affect EAB's Capital Adequacy Ratio.

### 12.3 Ratio of Fixed to Variable remuneration

The variable remuneration represents a percentage of salary and is not a multiple. The fixed component therefore will represent a sufficiently high proportion of the total remuneration to enable flexibility on any variable remuneration component, including the possibility that there will be no variable component payable.

### 12.4 Design characteristics of remuneration system

EAB's remuneration system is designed to support EAB's business strategy, objectives, values and long-term interests, in accordance with the Regulators' principles and regulations, and is applied in what EAB considers to be the most appropriate manner. It is intended to achieve the following:

- Promote a sound risk management culture within EAB.
- Encourage desired behaviours consistent with EAB's culture, values and principles of good governance.
- Attract and retain individuals with the appropriate experience, competence, knowledge and skills to deliver EAB's strategy.
- Be affordable and appropriate in line with employment market practises and conditions and peer organisations remuneration structures.
- Be consistent with EAB's performance and ability to pay

All incentive award arrangements are short-term, paid annually and are totally discretionary.

EAB has been designated as a Level 3 firm by the FCA and as such is not required to have a deferral policy. There is no deferred portion of bonus applicable, and the bonus is paid in cash only (no shares). There are currently no Long Term Incentive Plans or other executive incentive schemes in place and EAB has no plans to implement any in the future.

The N&RC will consider the input from the Risk Management functions and make any appropriate decisions regarding the application of any "malus" or "clawback" of MRT's variable remuneration.

The remuneration policy will not adversely affect EAB's Capital Adequacy Ratio.

As of 31 December 2016, EAB had 14 employees identified as MRT's, excluding the Chairman and the non-executive directors, whose professional activities were considered to have a material impact on the firm's risk profile.

The table below analyses the remuneration of the MRT's:

	<b>Aggregate Remuneration</b>
Strategic business units	€1,441m
Support, risk and control functions	€3,728m
Total	€5,169m

Appendices

Appendix I: Capital Instruments main features

Capital Instruments main features template				
Issuer	Europe Arab Bank	Europe Arab Bank	Europe Arab Bank	Europe Arab Bank
Unique identifier	n/a	GB00B5WCP47	GB00B2PRPV5	n/a
Governing laws of the instrument	English	English	English	English
Regulatory Treatment				
Transitional CRR rules	Tier1	Tier2	Tier2	Tier1
Post transitional rules	Tier1	Tier2	Tier2	Tier1
Eligible at Solo/ (sub-) consolidated/ Solo & (sub-) consolidated	Solo	Solo	Solo	Solo
Instrument type	Share capital	Subordinated debt	Subordinated debt	Deferred Shares
Amount recognised in regulatory capital	€ 609,925,540	€ 142,234,022	€ 96,515,266	€ 72,000
Nominal amount of instrument	€ 609,925,540	US\$150,000,000	US\$101,785,000	£50,000
Issue px	100	100	100	100
Redemption px	100	100	100	100
Accounting classification	Equity	Liability - amortised cost	Liability - amortised cost	Equity
Date of issue		12/07/2011	12/07/2011	
Perpetual or dated	n/a	Perpetual	Perpetual	n/a
Original Maturity	n/a	n/a	n/a	n/a
Issuer call subject to prior supervisory approval	No	No	No	No
Optional call date, contingent call dates and redemption amount	n/a	n/a	n/a	n/a
Subsequent call dates, if applicable	n/a	n/a	n/a	n/a
Coupon/ Dividends				
Fixed or floating dividend/ coupon	n/a	Floating	Floating	n/a
Coupon rate and any related index	n/a	Libor + 0.50% per annum	Libor + 0.35% per annum	n/a
Existence of a dividend stopper	No	No	No	No
Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary	Mandatory	Mandatory	Fully discretionary
Existence of step up or other incentive to redeem	No	No	No	No
Non cumulative or cumulative	n/a	n/a	n/a	n/a
Convertible or non -convertible	n/a	Non-convertible	Non-convertible	n/a
Write-down features	None	None	None	None
Position in subordinated hierarchy in liquidation	n/a	n/a	n/a	n/a
Non-compliant transitioned features	n/a	n/a	n/a	n/a
If yes, specify non-compliant features	n/a	n/a	n/a	n/a

Appendix II: Reconciliation between audited financial statements and regulatory own funds as at 31<sup>st</sup> December 2016

	Audited Financial Statements €000's	Consolidation Adjustments €000's	Regulatory Own Funds €000's
Called up share capital	609,998	-	609,998
Retained earnings & other reserves	(297,704)	193	(297,511)
<b>Total Shareholders Equity</b>	<b>312,294</b>	<b>193</b>	<b>312,487</b>
<b>Regulatory Adjustments</b>			<b>(1,752)</b>
<b>Tier 1 capital</b>			<b>310,735</b>
Subordinated notes*	238,749	-	238,749
<b>Tier2 capital</b>			<b>238,749</b>
<b>Total capital resources</b>			<b>549,484</b>

EAB has availed itself of the exemption available under Section 401 of the Companies Act 2006 and has published company only audited financial statements.

Appendix III: Transitional Own Funds disclosure as at 31<sup>st</sup> December 2016

Transitional Own funds disclosure template	Amount at disclosure date	Regulation (EU) No 575/2013 Article Reference	Amounts subject to Pre regulation (EU) No 575/ 2013 treatment
<b>Common Equity Tier 1 (CET1) capital: Instruments and reserves</b>			
Capital Instruments and the related share premium accounts	609,998	26 (1), 27, 28, 29, EBA list 26 (3)	-
of which: Instrument Type 1	609,998	EBA list 26 (3)	-
Retained Earnings	(287,854)	26 (1) c	-
Accumulated other comprehensive income (and other reserves)	(9,657)	26 (1)	-
Minority interest (amounts allowed in consolidated CET1)	-	84, 479, 480	-
<b>Common Equity Tier1 (CET1) capital before regulatory adjustments</b>	<b>312,487</b>		
<b>Common Equity Tier 1 (CET1) capital: Regulatory adjustments</b>			
Fair value reserves related to gains or losses on cashflow hedges	-	33 (a)	-
Intangible assets (net of related tax liability)	(812)		-
Deferred tax asset that rely on future profitability excluding those arising from temporary differences	-	36 (1) c, 38	-
Defined-benefit pension fund assets (negative amount)	-	36 (1) e, 41, 472 (7)	-
Exposure amount of the following items which qualify for a RW of 1250%, where the institution opts for the deduction alternative of which securitisation positions (negative amount)	-	36 (1) k	-
Losses for the current financial year	-	36 (1) kii, 243 (1) b, 244 (1) b, 258	-
Value adjustments due to the requirements for prudent valuation	(940)	36 (1) a, 472 (3)	-
Regulatory adjustments relating to unrealised gains and losses pursuant to Articles 467 and 468	-	105	-
Of which: Unrealised losses on debt securities	-	467	-
Of which: Unrealised gains on debt securities	-	468	-
<b>Total regulatory adjustments to Common Equity tier 1 (CET1)</b>	<b>(1,752)</b>		
<b>Common Equity Tier1 (CET1) capital</b>	<b>310,735</b>		
Additional Tier 1 (AT1) capital	-		-
<b>Tier 1 capital (T1 = CET1 + AT1)</b>	<b>310,735</b>		
<b>Tier 2 (T2) capital: Instruments and provisions</b>			
Capital instruments and the share premium accounts	238,749		-
<b>Total regulatory adjustments to Tier 2 (T2) capital</b>	<b>-</b>		
<b>Tier 2 (T2) Capital</b>	<b>238,749</b>		
<b>Total capital (TC = T1 + T2)</b>	<b>549,484</b>		
<b>Total Risk Weighted Assets</b>	<b>2,101,478</b>		
<b>Capital Ratios and Buffers</b>			
Common Equity Tier 1 (as a percentage of total risk exposure amount)	14.8%		
Tier 1 (as a percentage of total risk exposure amount)	14.8%		
Total capital (as a percentage of total risk exposure amount)	26.1%		

**Appendix IV: Disclosures on Asset Encumbrance**

EAB has not completed Asset Encumbrance Template B (Collateral received) and Template D (Significant information on importance of asset encumbrance) as EAB does not assess the significance of asset encumbrance within the section 11 of the Pillar 3 Disclosure.

<b>Template A-Assets</b>					
		Carrying amount of encumbered assets €000's	Fair value of encumbered assets €000's	Carrying amount of unencumbered assets €000's	Fair value of unencumbered assets €000's
		010	040	060	090
<b>010</b>	<b>Assets of the reporting institution</b>	93,091		3,720,921	
020	Loans on demand	47,411		84,805	
030	Equity instruments	-		-	
040	Debt securities	25,000	25,000	903,930	899,185
100	Loans and advances other than loans on demand	20,680		2,672,209	
120	Other assets	-		59,977	

<b>Template C-Sources of encumbrance</b>		
	Matching liabilities, contingent liabilities or securities lent €000's	Assets, collateral received and own debt securities issued other than covered bonds and ABSs encumbered €000's
	010	030
<b>010</b>	<b>Carrying amount of selected financial liabilities</b>	<b>10,131</b>
020	Derivatives	10,131
040	Deposits	-
090	Debt securities issued	-
<b>120</b>	<b>Other sources of encumbrance</b>	<b>82,960</b>