

بنك الإمارات
للاستثمار

EMIRATES INVESTMENT BANK



2023 INTEGRATED REPORT

2023 INTEGRATED REPORT

بنك الإمارات
للاستثمار

EMIRATES INVESTMENT BANK

Contents

Board of Directors' Report

Auditors' Report

Annual Financial Statements

Sustainability Report

Governance Report

Emirates Investment Bank P.J.S.C.

Report and consolidated financial statements

for the year ended 31 December 2023

Emirates Investment Bank P.J.S.C.

Report and consolidated financial statements for the year ended 31 December 2023

Contents	Pages
Report of the Board of Directors	1
Independent auditor's report	2 - 6
Consolidated statement of financial position	7
Consolidated statement of profit or loss	8
Consolidated statement of other comprehensive income	9
Consolidated statement of cash flows	10
Consolidated statement of changes in equity	11-12
Notes to the consolidated financial statements	13 – 64

REPORT OF THE BOARD OF DIRECTORS

For the year ended 31 December 2023

The Directors are pleased to place before the shareholders of Emirates Investment Bank PJSC (the “Bank”) the consolidated financial statements for the year ended 31 December 2023.

LICENSE, RECAPITALIZATION AND STRATEGY

During 2023, the Bank has converted its investment banking license into a Restricted License Bank under the Restricted License Bank Regulation (Circular 23/2022), which will allow the Bank to expand the scope of licensed activities and the related client base. As the new License requires a minimum issued and paid-up capital of AED 1 billion to be maintained, the Bank obtained the relevant regulatory approval and increased the share capital of the Bank to AED 1 billion.

In line with the Bank’s focus of serving the needs of high-net-worth individuals and corporates, we were comforted during 2023 with tangible signs of success in implementing our strategy. We increased our client base by 10% by onboarding new local and international wealth management client relationships, while continuing to build the infrastructure required for growth.

FINANCIAL PERFORMANCE

The Bank closed 2023 with an annual net profit of AED 107.5 million owing to continued expansion in net interest and investment income caused by the high interest rate environment and increased client fee and commission income demonstrating our ongoing strategic focus on deepening client relationships. This compares with an annual net loss in 2022 of AED 23.7 million because of impairment provisions recorded on certain investments. The operating income of the Bank increased by 59% amounting to AED 161.4 million (AED 101.4 million in 2022).

During 2023, total client assets with the Bank increased by 4% to AED 7,412 million (2022: AED 7,143 million). The value of the Bank’s fiduciary assets increased by 12% to AED 4,216 million (2022: AED 3,764 million) while customer deposits decreased by 5% to reach AED 3,196 million (2022: AED 3,379 million). Total balance sheet assets reached AED 4,540 million, an increase of 17% over the previous year (AED 3,886 million).

The Capital Adequacy Ratio (CAR) of the Bank has been bolstered with the capital increase during the year. The Bank maintained a healthy CAR at 57.4% at 31 December 2023 (2022: 20.9%).

The fundamentals of the Bank remain sound, as demonstrated by the Capital Adequacy Ratio and the client assets, and the Bank is well positioned to benefit from the continuing emergence of the UAE as a globally recognized financial center attracting businesses and talent from across the world.

It is proposed that this year’s profit be appropriated as follows:

	AED’000
– Transfer to legal reserve in accordance with the requirements of Article 57(A) of the Articles of association of the Bank	10,754

The Directors recommend not to distribute dividends to the shareholders in order to facilitate the growth strategy of the Bank.

As we continue our growth journey, we extend our gratitude to our clients for their support and to our staff for their dedication and hard work. We also express our special thanks and highest consideration to the Central Bank of the UAE for the support the Bank has received throughout 2023.

Board of Directors
13 February 2024

Dubai, United Arab Emirates



Independent auditor's report to the shareholders of Emirates Investment Bank P.J.S.C. Group

Report on the audit of the consolidated financial statements

Our opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Emirates Investment Bank PJSC (the "Bank") and its subsidiary (together the "Group") as at 31 December 2023, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the IFRS Accounting Standards.

What we have audited

The Group's consolidated financial statements comprise:

- the consolidated statement of financial position as at 31 December 2023;
- the consolidated statement of profit or loss for the year then ended;
- the consolidated statement of other comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) and the ethical requirements that are relevant to our audit of the consolidated financial statements in the United Arab Emirates. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Independent auditor's report to the shareholders of Emirates Investment Bank P.J.S.C. Group (continued)

Our audit approach

Overview

Key Audit Matter	Measurement of Expected Credit Losses (ECL)
------------------	---

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where the Directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Measurement of Expected Credit Losses ("ECL"): The Group applies ECL on all the financial assets measured at amortised cost, debt instruments measured at fair value through other comprehensive income, and financial guarantee contracts including financing commitments. The Group exercises significant judgements and makes a number of assumptions in developing its ECL models, which includes probability of default, loss given default and determining exposure at default for both funded and unfunded exposures, forward looking adjustments and staging criteria. For defaulted exposures, the Group exercises judgements to estimate the expected future cash flows related to individual exposures, including the value of collateral. The Group's impairment policy as per IFRS 9 is presented in Note 5 to the consolidated financial statements.	We performed the following audit procedures on the computation of the ECL and the IFRS 7 and IFRS 9 disclosures included in the Group's consolidated financial statements for the year ended 31 December 2023: ➤ We tested the completeness and accuracy of data used in the calculation of ECL. ➤ We involved our internal experts to assess the following areas for the ECL model for the investments portfolio of the Bank: • Conceptual framework used for developing the Group's impairment policy in the context of its compliance with the requirements of IFRS 9. • Reasonableness of the assumptions made in developing the modelling framework including assumptions used for estimating forward looking scenarios and significant increase in credit risk. • For a sample of exposures, we checked the appropriateness of determining Exposure at Default (EAD), Probability of Default (PD) and Loss Given Default (LGD) including the consideration of repayments and the resultant arithmetical calculations.



Independent auditor's report to the shareholders of Emirates Investment Bank P.J.S.C. Group (continued)

Our audit approach (continued)

Key audit matters (continued)

➤ Key audit matter	➤ How our audit addressed the key audit matter
Measurement of ECL is considered as a key audit matter as the Group applies significant judgments and makes a number of assumptions affecting the staging criteria applied to the financial assets and in developing ECL models for assessing its impairment provisions.	➤ For a sample of exposures, we checked the appropriateness of the Group's application of staging criteria. ➤ In addition, for the Stage 3 portfolio, the appropriateness of provisioning assumptions were independently assessed for a sample of exposures selected on the basis of risk and the significance of individual exposures. ➤ We assessed the consolidated financial statements disclosures to ensure compliance with IFRS 7 and IFRS 9 and the disclosures made relating to the impact of the macro-environment on ECL.

Other information

The Directors are responsible for the other information. The other information comprises the Board of Directors' report (but does not include the consolidated financial statements and our auditor's report thereon) which we obtained prior to the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

The Directors are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and their preparation in compliance with the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, and Article (114) of the Decretal Federal Law No. (14) of 2018, as amended, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Independent auditor's report to the shareholders of Emirates Investment Bank P.J.S.C. Group (continued)

Responsibilities of management and those charged with governance for the consolidated financial statements (continued)

In preparing the consolidated financial statements, the Directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Independent auditor's report to the shareholders of Emirates Investment Bank P.J.S.C. Group (continued)

Auditor's responsibilities for the audit of the consolidated financial statements (continued)

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other regulatory requirements

Further, as required by the UAE Federal Decree Law No. 32 of 2021, we report that:

- we have obtained all the information we considered necessary for the purposes of our audit;
- the consolidated financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Decree Law No. 32 of 2021;
- the Group has maintained proper books of account;
- the financial information included in the Directors' report is consistent with the books of account of the Group;
- note 9 to the consolidated financial statements discloses the shares purchased by the Group during the financial year ended 31 December 2023;
- note 24 to the consolidated financial statements discloses material related party transactions, and the terms under which they were conducted;
- based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Group has contravened during the financial year ended 31 December 2023 any of the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, or in respect of the Bank, its Articles of Association which would materially affect its activities or its financial position as at 31 December 2023; and
- based on the information that has been available to us, no social contributions were made during the year.

Further, as required by Article (114) of the Decretal Federal Law No. (14) of 2018, as amended, we report that we have obtained all the information and explanations we considered necessary for the purpose of our audit.

PricewaterhouseCoopers Limited Partnership Dubai Branch
13 February 2024

Murad Alnsour
Registered Auditor Number: 1301
Place: Dubai, United Arab Emirates

Emirates Investment Bank P.J.S.C.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2023

	Notes	2023 AED'000	2022 AED'000
ASSETS			
Cash and balances with Central Bank of the UAE	6	1,065,963	402,248
Due from banks and financial institutions, net	7	653,549	912,420
Loans and advances, net	8	484,949	990,998
Investments, net	9	2,294,006	1,538,584
Investment in associate	11	72	-
Other assets	12	37,834	37,904
Property and equipment	13	3,190	2,505
Intangible assets	13	844	1,246
TOTAL ASSETS		4,540,407	3,885,905
LIABILITIES AND EQUITY			
LIABILITIES			
Customer deposits	14	3,195,712	3,379,162
Other liabilities	15	130,370	79,829
TOTAL LIABILITIES		3,326,082	3,458,991
EQUITY			
Share capital	16	1,000,000	70,000
Legal reserve	16	45,754	35,000
Special reserve	16	-	44,251
Credit impairment reserve		25,306	21,844
Cumulative changes in fair value		11,089	(20,281)
Retained earnings		132,176	275,872
Equity attributable to equity holders of the Parent		1,214,325	426,686
Non-controlling interests		-	228
TOTAL EQUITY		1,214,325	426,914
TOTAL LIABILITIES AND EQUITY		4,540,407	3,885,905

The consolidated financial statements were approved by the Board of Directors on 13 February 2024 and signed on its behalf by:



Omar Abdullah Al Futtaim
(Chairman)



Edward Quinlan
(Director)



Gaurav Shah
(Chief Executive Officer)

The accompanying notes from pages 13 to 64 form an integral part of these consolidated financial statements.

Emirates Investment Bank P.J.S.C.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2023

	Notes	2023 AED'000	2022 AED'000
Interest income	17	115,415	53,697
Net income from investments	18	61,044	54,459
		<u>176,459</u>	<u>108,156</u>
Interest expense		(59,233)	(35,547)
INTEREST AND INVESTMENT INCOME, NET		<u>117,226</u>	<u>72,609</u>
Fee, commission and other income	19	29,181	23,696
Exchange gain, net		14,963	5,095
OPERATING INCOME		<u>161,370</u>	<u>101,400</u>
General and administrative expenses	20	(76,910)	(70,543)
Net impairment reversal/(loss)on financial assets	10.1	23,084	(54,530)
OPERATING EXPENSES		<u>(53,826)</u>	<u>(125,073)</u>
PROFIT/(LOSS) FOR THE YEAR		<u>107,544</u>	<u>(23,673)</u>
Attributable to:			
Equity holders of the Parent		107,544	(23,673)
Non-controlling interests		-	-
PROFIT/(LOSS) FOR THE YEAR		<u>107,544</u>	<u>(23,673)</u>
BASIC AND DILUTED EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT (in AED)	22	<u>14.62</u>	<u>(6.48)</u>

The accompanying notes from pages 13 to 64 form an integral part of these consolidated financial statements.

Emirates Investment Bank P.J.S.C.

CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2023

	2023 AED'000	2022 AED'000
PROFIT/(LOSS) FOR THE YEAR	107,544	(23,673)
<i>Other comprehensive income/(loss)</i>		
<i>Items that will not be reclassified subsequently to profit or loss</i>		
Changes in the fair value of equity investments at fair value through other comprehensive income	7,026	14,916
<i>Items that may be reclassified subsequently to profit or loss</i>		
Changes in the fair value of debt instruments at fair value through other comprehensive income, net	24,344	(45,438)
Other comprehensive income/(loss) for the year	31,370	(30,522)
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR	138,914	(54,195)
Attributable to:		
Equity holders of the Parent	138,914	(54,195)
Non-controlling interests	-	-
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR	138,914	(54,195)

The accompanying notes from pages 13 to 64 form an integral part of these consolidated financial statements.

Emirates Investment Bank P.J.S.C.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2023

	Notes	2023 AED'000	2022 AED'000
OPERATING ACTIVITIES			
Profit/(loss) for the year		107,544	(23,673)
Adjustments for:			
Depreciation on property and equipment	13	960	914
Amortisation of intangible assets	13	402	261
Depreciation on right-of-use assets	21	3,509	3,494
Net impairment (reversal)/loss on financial assets	10.1	(23,084)	54,530
Operating profit before changes in operating assets and liabilities		89,331	35,526
Change in statutory reserve deposits with Central Bank of the UAE	6	(951,690)	(87,747)
Change in due from bank with original maturity of over three months		87,773	(93,282)
Change in loans and advances, net	8	506,040	(76,543)
Change in investments, net	9	(700,780)	(262,637)
Change in other assets	12	(3,667)	1,278
Change in due to bank		-	(350,996)
Change in customer deposits	14	(183,450)	1,400,427
Change in other liabilities	15	50,541	20,678
Net cash (used in)/ generated from operating activities		(1,105,902)	586,704
INVESTING ACTIVITY			
Purchase of property, equipment and intangible assets	13	(1,645)	(991)
Net cash used in investing activity		(1,645)	(991)
FINANCING ACTIVITIES			
Proceeds from rights issue	16	650,000	-
Right shares issuance cost		(1,275)	-
Net cash generated from financing activities		648,725	-
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS			
		(458,822)	585,713
Cash and cash equivalents at 1 January		1,107,653	521,940
CASH AND CASH EQUIVALENTS AT 31 DECEMBER			
		648,831	1,107,653
Cash and cash equivalents comprise the following amounts in the statement of financial position with original maturities of three months or less:			
Cash and balances with Central Bank of the UAE (excluding statutory reserve deposits)	6	427	288,402
Due from banks	7	648,404	819,251
		648,831	1,107,653
Operational cash flows from interest and dividends			
Interest paid		85,193	15,557
Interest received (including interest from investments)		172,721	97,989
Dividends received		8,094	9,946

The accompanying notes from pages 13 to 64 form an integral part of these consolidated financial statements.

Emirates Investment Bank P.J.S.C.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2023

	<i>Share capital AED'000</i>	<i>Legal reserve AED'000</i>	<i>Special reserve AED'000</i>	<i>Credit impairment reserve* AED'000</i>	<i>Cumulative changes in fair values AED'000</i>	<i>Retained earnings AED'000</i>	<i>Total AED'000</i>	<i>Non- controlling interests AED'000</i>	<i>Total AED'000</i>
At 1 January 2023	70,000	35,000	44,251	21,844	(20,281)	275,872	426,686	228	426,914
Profit for the year	-	-	-	-	-	107,544	107,544	-	107,544
Other comprehensive income for the year	-	-	-	-	31,370	-	31,370	-	31,370
Total comprehensive income for the year	-	-	-	-	31,370	107,544	138,914	-	138,914
Transfer to legal reserve	-	10,754	-	-	-	(10,754)	-	-	-
Transfer to credit impairment reserve	-	-	-	3,462	-	(3,462)	-	-	-
Issuance of bonus shares (note 16)	280,000	-	(44,251)	-	-	(235,749)	-	-	-
Rights issue (note 16)	650,000	-	-	-	-	-	650,000	-	650,000
Right shares issuance cost	-	-	-	-	-	(1,275)	(1,275)	-	(1,275)
Movement in non-controlling interests	-	-	-	-	-	-	-	(228)	-
Balance at 31 December 2023	1,000,000	45,754	-	25,306	11,089	132,176	1,214,325	-	1,214,325

* In accordance with the requirements of Central Bank of the UAE ("CBUAE"), the excess of the credit impairment provisions calculated in accordance with CBUAE requirements over the ECL allowance calculated under IFRS 9 is transferred to 'credit impairment reserve' as an appropriation from retained earnings. This reserve is not available for payment of dividends.

The accompanying notes from pages 13 to 64 form an integral part of these consolidated financial statements.

Emirates Investment Bank P.J.S.C.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

For the year ended 31 December 2022

	<i>Share Capital AED'000</i>	<i>Legal reserve AED'000</i>	<i>Special reserve AED'000</i>	<i>Credit impairment reserve* AED'000</i>	<i>Cumulative changes in fair values AED'000</i>	<i>Retained earnings AED'000</i>	<i>Total AED'000</i>	<i>Non- controlling interests AED'000</i>	<i>Total AED'000</i>
At 1 January 2022	70,000	35,000	44,251	13,412	10,241	307,977	480,881	228	481,109
Loss for the year	-	-	-	-	-	(23,673)	(23,673)	-	(23,673)
Other comprehensive loss for the year	-	-	-	-	(30,522)	-	(30,522)	-	(30,522)
Total comprehensive Loss for the year	-	-	-	-	(30,522)	(23,673)	(54,195)	-	(54,195)
Transfer to credit impairment reserve	-	-	-	8,432	-	(8,432)	-	-	-
Balance at 31 December 2022	70,000	35,000	44,251	21,844	(20,281)	275,872	426,686	228	426,914

The accompanying notes from pages 13 to 64 form an integral part of these consolidated financial statements.

1 GENERAL INFORMATION

Emirates Investment Bank P.J.S.C. (the “Bank”) was incorporated on 17 February 1976 in Dubai, United Arab Emirates by a decree of HH The Ruler of Dubai. In 1999, the Bank was registered under the UAE Commercial Companies Law No. (8) Of 1984 (as amended) as a Public Joint Stock Company. UAE Federal Law No. 32 of 2021 (“Company law”) on Commercial Companies came into effect from 2 January 2022, replacing the existing Federal Law No. 2 of 2015 and the Bank has complied with the requirements of the law.

The Bank is engaged in the business of investment advisory and wealth management. The address of the Bank’s registered office is P. O. Box 5503, Dubai, United Arab Emirates.

The consolidated financial statements for the year ended 31 December 2023 comprise the financial information of the Bank and its subsidiary (together referred to as the “Group”).

The Bank is a subsidiary of Al Futtaim Private Company LLC which holds 92.39% (2022: 52.85%) of the shares in the Bank (refer note 16).

2 BASIS OF PREPARATION AND CONSOLIDATION

2.1 Basis of preparation

Statement of compliance

The consolidated financial statements of the Group have been prepared in accordance with IFRS Accounting Standards (“IFRS”) as issued by International Accounting Standards Board (“IASB”) and comply with the applicable requirements of the laws of the United Arab Emirates (“UAE”) and the guidance of the Central Bank of the UAE (“CBUAE”).

Basis of measurement

The consolidated financial statements of the Group have been prepared on the historical cost basis except for debt securities, equity shares and derivatives that are classified as either fair value through profit and loss (FVPL) or fair value through other comprehensive income (FVOCI) that are measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Presentation currency

The consolidated financial statements are presented in United Arab Emirates Dirham (AED) and all values are rounded to the nearest thousands AED, except where otherwise indicated.

Implementation of UAE Corporation Tax Law and application of IAS 12 Income Taxes

On 9 December 2022 UAE Federal Decree-Law no 47 of 2022 was published setting in place a general corporate income tax for the first time. The profit threshold of AED 375,000 at which the 9% tax will apply was set in place by Cabinet Decision No 116 of 2022 which was published on 16 January 2023 and at this point the tax law was considered enacted and substantively enacted for accounting purposes. While current taxes are not payable on profits generated before the Company’s financial year commencing on 1 January 2024, the existence of an enacted tax law results in the need to immediately record deferred taxes on assets and liabilities where the carrying amount differs from the tax base.

Based on the assessment, the Group has noted no potential deferred tax impact for the year ended 31 December 2023. The Group will continue to assess the expected impact and continue to evaluate its interpretation in light of the Decisions and related guidance.

2 BASIS OF PREPARATION AND CONSOLIDATION (continued)**2.2 Basis of consolidation**

During the year the Bank's interest in its subsidiary EIB Investment Co. LLC changed such that it no longer had effective control over the entity. EIB Investment Co. LLC was therefore accounted for as an investment in an associate from the date that effective control was lost (see note 11). Further details are provided below.

The following subsidiary in which the Bank exercises control is consolidated in these financial statements based on the financial statements of the subsidiary:

<i>Name of subsidiary</i>	<i>Country</i>	<i>% Holding</i>		<i>Principal activities</i>
		31 December 2023	31 December 2022	
EIB Investment Co. LLC	U.A.E	24%	24%*	Investment in commercial, industrial and agricultural enterprises and their respective management.

* The Bank had the ability to exercise control over EIB Investment Co. LLC (the entity) as it has rights to variable returns and has the ability to affect the returns. Consequently, it was consolidated in the comparatives based on the financial statements of the subsidiary.

Control

Control is achieved when the Bank is exposed, 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. Specifically, the Bank controls an investee if, and only if, the Bank 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.

The Bank reassesses 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 listed above.

When the Bank has less than a majority of the voting or similar rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Bank considers all relevant facts and circumstances in assessing whether or not the Bank's voting rights in an investee are sufficient to give it power, including:

- the size of the Bank's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Bank, other vote holders or other parties;
- rights arising from the contractual arrangements; and
- any additional facts and circumstances that indicate that the Bank has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at shareholders' meetings.

Consolidation of a subsidiary begins when the Bank obtains control over the subsidiary and ceases when the Bank loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss from the date the Bank gains control until the date when the Bank ceases to control the subsidiary. Profit or loss and each component of other comprehensive income are attributed to the owners of the Bank and to the non-controlling interests. Total comprehensive income of a subsidiary is attributed to the owners of the Bank and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of a subsidiary to bring their accounting policies into line with the Group's accounting policies.

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

2 BASIS OF PREPARATION AND CONSOLIDATION (continued)

2.2 Basis of consolidation (continued)

Changes in the Group's ownership interests in existing subsidiary(s)

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to owners of the Bank.

When the Group loses control of a subsidiary, a gain or loss is recognized in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognized in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRSs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IAS 39, when applicable, the cost on initial recognition of an investment in associate or a joint venture.

3 SIGNIFICANT MANAGEMENT JUDGMENTS AND ESTIMATES

In the application of the Group's accounting policies, which are described in note 5, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Significant areas where management has used estimates, assumptions or exercised judgements are as follows:

Classification of financial assets

In accordance with IFRS 9 guidance, the Group classifies its financial assets based on the assessments of the business models in which the assets are held at a portfolio level and whether cash flows generated by assets constitute Solely Payments of Principal and Interest (SPPI). This requires significant judgement in evaluating how the Group manages its business model and on whether or not a contractual clause in all debt instruments of a certain type breaches SPPI and results in a material portfolio being recorded at FVPL.

Measurement of the expected credit loss allowance

The measurement of the expected credit loss allowance for financial assets measured at amortised cost and FVOCI is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customers defaulting and the resulting losses).

A number of significant judgements are also required in applying the accounting requirements for measuring ECL, such as:

- Determining the criteria for significant increase in credit risk;
- Determining the criteria and definition of default;
- Choosing appropriate models and assumptions for the measurement of ECL;
- Establishing the number and relative weightings of forward-looking scenarios for each type of product/market and the associated ECL; and
- Establishing groups of similar financial assets for the purposes of measuring ECL.

The judgements involved in estimation of ECL are detailed in note 27.

Liquidity

The Group manages its liquidity by maintaining an adequate ratio of net liquid assets to liabilities which is set out in a table in the liquidity risk disclosure in note 27. The table requires judgment with regards to whether assets can be considered liquid.

3 SIGNIFICANT MANAGEMENT JUDGMENTS AND ESTIMATES (continued)*Valuation of unquoted equity investments*

Valuation of unquoted equity investments is normally based on one of the following:

- recent arm's length market transaction;
- current fair value of another investment that is substantially the same;
- the expected cash flows discounted at current rates applicable for items with similar terms and risk characteristics; or
- other valuation models.

The determination of cash flows and discount factors for unquoted equity investments requires significant estimations. The Group calibrates the valuation techniques periodically and tests them for validity using either data from observable current market transactions in the same investment or from other available observable market data.

4 CHANGES IN ACCOUNTING POLICIES**4.1 New and revised IFRS applied on the consolidated financial statements**

The following new and revised IFRS, which became effective for annual periods beginning on or after 1 January 2023, have been adopted in these consolidated financial statements. The application of these revised IFRSs, except where stated, have not had any material impact on the amounts reported for the current and prior periods.

Narrow scope amendments to IAS 1, Practice statement 2 and IAS 8– The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies.

Amendment to IAS 12 – Deferred tax related to assets and liabilities arising from a single transaction– These amendments require companies to recognise deferred tax on transactions that, on initial recognition give rise to equal amounts of taxable and deductible temporary differences.

Amendment to IAS 12 – International tax reform– These amendments give companies temporary relief from accounting for deferred taxes arising from the Organisation for Economic Co-operation and Development's (OECD) international tax reform. The amendments also introduce targeted disclosure requirements for affected companies.

4.2 New and revised IFRS in issue but not yet effective and not early adopted

The Group has not yet early adopted the following new standards, amendments and interpretations that have been issued but are not yet effective:

New and revised IFRS	Effective for annual periods beginning on or after
Amendment to IFRS 16 – Leases on sale and leaseback – These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted.	1 January 2024
Amendment to IAS 1 – Non current liabilities with covenants – These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve information an entity provides related to liabilities subject to these conditions.	1 January 2024
Amendments to IAS 7 and IFRS 7 on Supplier finance arrangements – These amendments require disclosures to enhance the transparency of supplier finance arrangements and their effects on a company's liabilities, cash flows and exposure to liquidity risk. The disclosure requirements are the IASB's response to investors' concerns that some companies' supplier finance arrangements are not sufficiently visible, hindering investors' analysis.	1 January 2024

4 CHANGES IN ACCOUNTING POLICIES (continued)**4.2 New and revised IFRS in issue but not yet effective and not early adopted (continued)**

New and revised IFRS	Effective for annual periods beginning on or after
Amendments to IAS 21 – Lack of Exchangeability – An entity is impacted by the amendments when it has a transaction or an operation in a foreign currency that is not exchangeable into another currency at a measurement date for a specified purpose. A currency is exchangeable when there is an ability to obtain the other currency (with a normal administrative delay), and the transaction would take place through a market or exchange mechanism that creates enforceable rights and obligations.	1 January 2025

The Group is currently assessing the impact of these standards, interpretations and amendments on the future financial statements and intends to adopt these, if applicable, when they become effective.

There are no other relevant applicable new standards and amendments to published standards or IFRS Interpretation Committee (“IFRS IC”) interpretations that have been issued but are not effective for the first time for the Group’s financial year beginning on 1 January 2024 that would be expected to have a material impact on the consolidated financial statements of the Group.

5 MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted in the preparation of the consolidated financial statements are set out below:

Investment in associate

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognized at cost.

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognise the group’s share of the post-acquisition profits or losses of the investee in profit or loss, and the group’s share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognized as a reduction in the carrying amount of the investment. Where the group’s share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group’s interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Revenue recognition

For all financial instruments measured at amortised cost and other interest bearing financial instruments including financial instruments classified as fair value through other comprehensive income, interest income or expense is recorded at the effective interest rate, which is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability. The calculation takes into account all contractual terms of the financial instrument and includes any fees or incremental costs that are directly attributable to the instrument and are an integral part of the effective interest rate, but not 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 interest rate and the change in carrying amount is recorded as interest income or expense.

Once the recorded value of a financial asset or a group of similar financial assets has been reduced due to an impairment loss, interest income continues to be recognized using the original effective interest rate applied to the new carrying amount.

5 MATERIAL ACCOUNTING POLICIES (continued)

Revenue recognition (continued)

Fees earned for the provision of services over a period of time are accrued over that period. These fees include commission, custody and management on fiduciary assets and advisory fees. Other fee income and expenses are recognized when earned or incurred.

Dividend income is recognized in the consolidated statement of profit or loss when the Group's right to receive dividend has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Financial instruments

Initial recognition and measurement

At initial recognition, the Group measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fee and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in the consolidated statement of profit or loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognized for financial assets measured at amortised cost and at FVOCI, which results in an accounting loss being recognized in consolidated statement of profit or loss when an asset is newly originated.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognizes the difference as follows:

- a) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognized as a gain or loss.
- b) In all other cases, the difference is deferred and the time of recognition of deferred day one profit or loss is determined individually. It is either amortised over life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realized through settlement.

Amortised cost and effective interest rate

The amortised cost is the amount at which the financial asset or financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest rate method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees paid or received that are integral to the effective interest rate, such as origination fees.

When the Group revises the estimates of future cash flows, the carrying amount of the respective financial asset or financial liability is adjusted to reflect the new estimate discounted using original effective interest rate. Any changes are recognized in profit or loss.

Interest income

Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets, except for financial assets that have subsequently become credit-impaired (or stage 3), for which interest income is calculated by effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

Financial assets

Classification and subsequent measurement

The Group classifies its financial assets in the following measurement categories:

- a) Fair value through profit or loss (FVPL);
- b) Fair value through other comprehensive income (FVOCI); and
- c) Amortised cost.

5 MATERIAL ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement (continued)

The classification requirements for debt and equity instruments are described below:

Debt instruments

Debt instruments are those instruments that meet the definition of a financial liability from the issuer's perspective, such as loan and advances and investments in debts securities as well the Sukuk.

Classification and subsequent measurement of debt instruments depend on:

- (i) the Group's business model for managing the assets; and
- (ii) the cash flow characteristics of the asset.

Based on these factors, the Group classifies its debt instruments into one of the following three measurement categories:

- *Amortised cost*: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest ('SPPI'), and that are not designated at FVPL, are measured at amortised cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognized. Interest income from these financial assets is included in 'Net income from investments' using the effective interest rate method.
- *Fair value through other comprehensive income (FVOCI)*: Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent solely payments of principal and profit, and that are not designated at FVPL, are measured at FVOCI. Movements in carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue and foreign exchange gains and losses on the instruments' amortised cost which are recognized in the consolidated statement of profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in 'Gain/ (loss) on investments on disposal of investment measured at FVOCI'. Interest income from these financial assets is included under 'Net income from investments' using the effective interest rate method.
- *Fair value through profit or loss (FVPL)*: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in statement of profit loss and debt instruments that were designated at fair value are presented under 'Net gain/loss from investment securities measure as fair value through profit or loss'. Interest income from these financial assets is included in 'Net income from investments'.

Business model: the business model reflects how the Group manages the assets in order to generate cash flows. That is, whether the Group's objective is solely to collect the contractual cash flows from the assets or is to collect both the contractual cash flows and cash flows arising from the sale of assets. If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of 'other' business model and measured at FVPL. Factors considered by the Group in determining the business model for a group of assets include past experience on how the cash flows for these assets were collected, how the asset's performance is evaluated and reported to key management personnel, how risks are assessed and managed and how managers are compensated.

Solely payments of principal and interest (SPPI): Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flows and sell, the Group assesses whether financial instruments' cash flows represent solely payments of principal and interest (the 'SPPI test'). In making this assessment, the Group considers whether contractual cash flows are consistent with a basic lending arrangement i.e. profit includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

The Group reclassifies debt instruments when and only when its business model for managing those assets changes. The reclassification takes place from the start of the first reporting period following the change. Such changes are expected to be very infrequent and none occurred during the year.

5 MATERIAL ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement (continued)

Equity instruments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets. Examples of equity instruments include basic ordinary shares. The Group subsequently measures all equity instruments at fair value through profit or loss, except where the Group's management has elected, at initial recognition, to irrevocably designate an equity instrument at fair value through other comprehensive income. The Group's policy is to designate equity instruments as FVOCI when those investments are held for purposes other than to generate investment returns. When this election is used, fair value gains and losses are recognized in OCI and are not subsequently reclassified to statement of profit or loss, including on disposal. On disposal of these equity investments, any related balance within the FVOCI reserve is reclassified to retained earnings. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in the consolidated statement of profit or loss as other income when the Group's right to receive payments is established.

Impairment

The Group assesses on a forward-looking basis the expected credit losses ('ECL') associated with its debt instrument assets carried at amortised cost and FVOCI and with the exposure arising from loan commitments and financial guarantee contracts. The Group recognizes a loss allowance for such losses at each reporting date. The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

Modification of loans

The Group sometimes renegotiates or otherwise modifies the contractual cash flows of loans to customers. When this happens, the Group assesses whether or not the new terms are substantially different to the original terms. The Group does this by considering, among others, the following factors:

- If the borrower is in financial difficulty, whether the modification merely reduces the contractual cash flows to amounts the borrower is expected to be able to pay.
- Whether any substantial new terms introduced, such as a profit share/equity-based return that substantially affects the risk profile of the loan.
- Significant extension of the loan term when the borrower is not in financial difficulty.
- Significant change in the interest rate.
- Change in the currency the loan is denominated in.
- Insertion of collateral, other security or credit enhancements that significantly affect the credit risk associated with the loan.

If the terms are substantially different, the Group derecognizes the original financial asset and recognizes a 'new' asset at fair value and recalculates a new effective interest rate for the asset. The date of renegotiation is consequently considered to be the date of initial recognition for impairment calculation purposes, including for the purpose of determining whether a significant increase in credit risk has occurred. However, the Group also assesses whether the new financial asset recognized is deemed to be credit-impaired at initial recognition, especially in circumstances where the renegotiation was driven by the debtor being unable to make the originally agreed payments. Differences in the carrying amount are also recognized in the consolidated statement of profit or loss as a gain or loss on derecognition.

If the terms are not substantially different, the renegotiation or modification does not result in the derecognition, and the Group recalculates the gross carrying amount based on the revised cash flows of the financial asset and recognizes a modification gain or loss in the consolidated statement of profit or loss. The new gross carrying amount is recalculated by discounting the modified cash flows at the original effective interest rate.

5 MATERIAL ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial assets (continued)

Derecognition other than on a modification

Financial assets, or a portion thereof, are derecognized when the contractual rights to receive the cash flows from the assets have expired, or when they have been transferred and either (i) the Group transfers substantially all the risks and rewards of ownerships, or (ii) the Group neither transfers nor retains substantially all the risks and rewards of ownership and the Group has not retained control.

The Group enters into transactions where it retains the contractual rights to receive cash flows from assets but assumes a contractual obligation to pay those cash flows to other entities and transfers substantially all of the risks and rewards. These transactions are accounted for as 'pass through' transfers that result in derecognition if the Group:

- Has no obligation to make payments unless it collects equivalent amounts from the assets;
- Is prohibited from selling or pledging the assets; and
- Has an obligation to remit any cash it collects from the assets without material delay.

Financial liabilities

Classification and subsequent measurement

Financial liabilities (including money markets deposits and balances due to banks, repurchase agreements with banks, and customer deposits) are initially recognized at fair value and subsequently measured at amortised cost, except for:

- Financial liabilities at fair value through profit or loss: this classification is applied to derivatives, financial liabilities held for trading and other financial liabilities designated as such on initial recognition. Gains or losses on financial liabilities designated at fair value through profit or loss are presented partially in other comprehensive income (the change in fair value due to credit risk) and partially profit or loss (the remaining amount of change in the fair value of the liability). This is unless such a presentation would create, or enlarge, an accounting mismatch, in which case the gains and losses attributable to changes in the credit risk of the liability are also presented in profit or loss;
- Financial liabilities arising from the transfer of financial assets which did not qualify for derecognition whereby for financial liability is recognized for the consideration received for the transfer. In subsequent periods, the Group recognises any expense incurred on the financial liability; and
- Financial guarantee contracts and loan commitments.

Derecognition

Financial liabilities are derecognized when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires).

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 unit's (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 discount rates that reflect 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 or other available fair value indicators.

An assessment is made at each reporting date as to whether there is any indication that previously recognized 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 recognized 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 recognized. 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 recognized for the asset in prior years. Such reversal is recognized in the consolidated statement of profit or loss.

5 MATERIAL ACCOUNTING POLICIES (continued)

Trade and settlement date accounting

All “regular way” purchases and sales of financial assets are recognized on the settlement date, i.e. the date that the asset is received from or delivered to the counterparty except for certain debt instruments classified under FVPL that are recognized on trade date, i.e. the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the timeframe generally established by regulation or convention in the market place.

Cash and cash equivalents

Cash and cash equivalents for the purpose of consolidated statement of cash flows comprise balances with maturities of three months or less from the date of acquisition including cash and balances with Central Bank of the UAE and due from banks.

Due from banks

Due from banks are stated at amortised cost using the effective interest method less allowance for impairment, if any.

Sale and repurchase agreements

Securities sold subject to repurchase agreements (‘repos’) are disclosed in the notes to the Group consolidated financial statements as pledged assets when the transferee has the right by contract or custom to sell or re-pledge the collateral, the counterparty liability is included in due to banks.

Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal market 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 principal market, in the most advantageous market for the asset and liabilities.

If an asset or a liability measured at fair value has a ‘Bid’ price and an ‘Ask’ price, then the Group measures assets and long positions at a ‘Bid’ price and liabilities and short positions at an ‘Ask’ price.

The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

Fair value is applicable to both financial and non-financial instruments.

For investments and derivatives quoted in an active market, fair value is determined by reference to quoted market prices at the close of business on the statement of financial position date. Bid prices are used for assets and offer prices are used for liabilities.

The estimated fair value of deposits with no stated maturity, which includes non-interest bearing deposits, is the amount payable on demand.

For unquoted equity investments, fair value is determined by reference to the current market value of a similar investment, recent arm’s length market transactions, or is based on expected discounted cash flows or derived using other accepted valuation models.

The fair value of forward foreign exchange contracts is calculated by reference to forward exchange rates for contracts with similar maturities.

Property and equipment

Property and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset’s carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the consolidated statement of profit or loss during the financial period in which they are incurred.

5 MATERIAL ACCOUNTING POLICIES (continued)

Property and equipment (continued)

Depreciation is recognized so as to write off the cost of assets (other than land and capital work in progress), using the straight-line method, over the estimated useful lives of the respective assets, as follows:

	Years
Furniture and computer equipment	4
Motor vehicles	4

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the consolidated statement of profit or loss.

One year after property and equipment are fully depreciated, they are maintained at a net book value of one currency unit by setting off accumulated depreciation against cost.

Intangible assets

Computer software acquired by the Group is stated at cost less accumulated amortisation and accumulated impairment losses.

Subsequent expenditure on software assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

Amortisation on computer software is recognized so as to write off the cost of the assets (other than capital work in progress), using the straight line method over the estimated useful life of the respective assets from the date that it is available for use.

	Years
Computer software	4

The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

Capital work-in-progress are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Such properties are classified to the appropriate categories of property and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. Artwork and capital work in progress are not depreciated.

Employees' end of service benefits

Provision is made for the employees' end of service indemnity in accordance with the UAE labour law for their periods of service up to the financial position date. In addition, in accordance with the provisions of IAS 19, management has carried out an exercise to assess the present value of its obligations at the reporting date, using the projected unit credit method, in respect of employees' end of service benefits payable under the UAE labour law. The expected liability at the date of leaving the service has been discounted to net present value using an appropriate discount rate based on management's assumption of average annual increment/promotion costs. The present value of the obligation as at 31 December 2023 is not materially different from the provision computed in accordance with the UAE Labour Law.

The provision arising is disclosed as 'provision for employees' end of service indemnity' in the consolidated statement of financial position under 'other liabilities' (note 15).

Pension and national contribution for UAE citizens are made by the Group in accordance with Federal Law No. 7 of 1999 and no further liability exists.

5 MATERIAL ACCOUNTING POLICIES (continued)

Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Financial guarantees

In the ordinary course of business, the Group gives financial guarantees, consisting of guarantees and acceptances. Financial guarantees are initially recognized in the financial statements at fair value, in 'Other liabilities', being the premium received. Subsequent to 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 obligation arising as a result of the guarantee.

Any increase in the liability relating to financial guarantees is taken to the consolidated statement of profit or loss. The premium received is recognized in the consolidated statement of profit or loss in 'Other income' on a straight line basis over the life of the guarantee.

Leases

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the consolidated statement of profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in the profit or loss. Short-term leases are leases with a lease term of 12 months or less.

5 MATERIAL ACCOUNTING POLICIES (continued)

Foreign exchange gain and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. The foreign exchange component forms part of its fair value gain or loss. Therefore,

- for financial assets that are classified as at FVPL, the foreign exchange component is recognized in the consolidated statement of profit or loss;
- for financial assets that are monetary items and designated as at FVOCI, any foreign exchange component is recognized in the consolidated statement of profit or loss;
- for financial assets that are non-monetary items and designated as at FVOCI, any foreign exchange component is recognized in the consolidated statement of comprehensive income; and
- for foreign currency denominated debt instruments measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the financial assets and are recognized in the consolidated statement of profit or loss.

Offsetting of financial assets and liabilities

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

Foreign currencies

Foreign currency transactions are recorded at rates of exchange ruling at the value dates of the transaction. Monetary assets and liabilities in foreign currencies are translated into United Arab Emirates Dirhams at exchange rate ruling at the reporting date. Any resultant gains and losses are taken to the consolidated statement of profit or loss.

Segment reporting

The Group's reporting is based on the following operating segments: Investments and Banking Services.

Operating segments are reported in a manner consistent with the internal reporting provided which is regularly reviewed by the Group's CEO (the Group's chief operating decision maker) in order to allocate resources and assess the performance of the operating segments of an entity.

Derivative financial instruments

The Group enters into derivative instruments including forwards, futures, forward rate agreements, swaps, credit default swap and options in the foreign exchange, interest rate and capital markets. Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in the consolidated statement of profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the consolidated statement of profit or loss depends on the nature of the hedge relationship. All derivatives are carried at their fair values as assets where the fair values are positive and as liabilities where the fair values are negative. Fair values are generally obtained by reference to quoted market prices, discounted cash flow models and recognized pricing models as appropriate.

Derivatives embedded in non-derivative host contracts that are not financial assets within the scope of IFRS 9 financial instruments (e.g. financial liabilities) are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVPL.

Fiduciary assets

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

Dividends on ordinary shares

Dividends on ordinary shares are recognized as a liability and deducted from equity when they are approved by the Bank's shareholders. Interim dividends are deducted from equity when they are declared and no longer at the discretion of the Bank.

Dividends for the year that are approved after the reporting date are disclosed as an event after the reporting date.

6 CASH AND BALANCES WITH CENTRAL BANK OF THE UAE

	2023 AED'000	2022 AED'000
Cash in hand	427	398
Balances with Central Bank of the UAE:		
Current account	-	4
Statutory reserve and other deposits	1,065,536	401,846
	<u>1,065,963</u>	<u>402,248</u>

The average yield on interest bearing deposits was 5.39% per annum (2022: 2.14% per annum).

The statutory reserve deposits are kept with the Central Bank of the UAE in AED and can be withdrawn entirely on any day for daily settlement purposes, provided that the daily average requirements over a 14-day reserve maintenance period is maintained. Cash in hand and current accounts are non-interest-bearing.

7 DUE FROM BANKS AND FINANCIAL INSTITUTIONS, NET

	2023 AED'000	2022 AED'000
Domestic	210,086	376,154
Regional	94,099	127,381
International	349,728	408,998
	<u>653,913</u>	<u>912,533</u>
Less: allowance for impairment (note 10)	(364)	(113)
	<u>653,549</u>	<u>912,420</u>

The average yield on bank placements was 4.08% per annum (2022: 2.95% per annum).

8 LOANS AND ADVANCES, NET

	2023 AED'000	2022 AED'000
Gross loans and advances	493,696	1,019,058
Less: allowance for impairment (note 10)	(8,657)	(23,441)
Less: interest and fees in suspense	(90)	(4,619)
	<u>484,949</u>	<u>990,998</u>

Management considers that the carrying amounts of loans and advances approximate their fair values as these are substantially short term in nature and carry market rates of interest.

9 INVESTMENTS, NET

	2023 AED'000	2022 AED'000
<i>Investment at fair value through profit or loss</i>		
<i>Debt instruments</i>		
Quoted	-	5,041
<i>Equity instruments</i>		
Quoted	26,859	26,311
Unquoted	29,960	75,795
	56,819	102,106
Total investments measured at fair value through profit or loss	56,819	107,147
<i>Investments at fair value through other comprehensive income</i>		
<i>Debt instruments</i>		
Quoted	1,791,096	837,364
<i>Equity instruments</i>		
Quoted	74,503	68,230
Unquoted	7,151	6,352
	81,654	74,582
Total investments measured at fair value through other comprehensive income	1,872,750	911,946
<i>Investments at amortised cost</i>		
<i>Debt instruments</i>		
Quoted	397,696	576,422
Total investments measured at amortised cost	397,696	576,422
Gross investments	2,327,265	1,595,515
Less: allowance for impairment (note 10)	(33,259)	(56,931)
Investments, net	2,294,006	1,538,584

The Group has not purchased equity shares during the year ended 31 December 2023 (2022: purchased equity shares amounting to AED 794 thousand).

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly; and

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

9 INVESTMENTS, NET (continued)

As at 31 December 2023, the Group held the following investments measured as follows:

	Total	Investments carried at fair value			Investments carried at amortised cost
	AED'000	Level 1 AED'000	Level 2 AED'000	Level 3* AED'000	cost AED'000
Debt instruments:					
Domestic	602,380	506,216	-	-	96,164
Regional	152,761	100,794	-	-	51,967
International	1,433,651	1,184,086	-	-	249,565
Equity instruments:					
Domestic	81,224	44,229	-	36,995	-
Regional	408	408	-	-	-
International	56,841	26,859	29,982	-	-
Gross investments	2,327,265	1,862,592	29,982	36,995	397,696
Less: allowance for impairment (note 10)	(33,259)				
Investments, net	2,294,006				

The fair value of debt investments carried at amortised cost as at 31 December 2023 amounts to AED 348,898 thousand (31 December 2022: AED 493,859 thousand) and these investments would be classified as level 1 within the fair value hierarchy.

During 2023, the Group reviewed its portfolio in certain geographies owing to increased credit risk based on heightened geopolitical uncertainties and sold certain investments measured at amortised cost amounting to AED 65,649 thousand (2022: Nil) and recognized a loss of AED 6,418 thousand (2022: Nil). These disposals were part of the credit risk management activities of the Bank that were aimed at minimising potential credit losses due to further credit deterioration.

* Key inputs used in the valuation techniques for these investments are comparable sales transaction with appropriate haircut, Discounted cash flows (DCF) which included significant unobservable inputs of - haircut for comparable transactions and interest rate and in terms of relationship of unobservable inputs to fair value, any changes in comparable sale transaction and interest rate change in DCF will directly impact the fair value.

As at 31 December 2022, the Group held the following investments measured as follows:

	Total	Investments carried at fair value			Investments carried at amortised cost
	AED'000	Level 1 AED'000	Level 2 AED'000	Level 3* AED'000	cost AED'000
Debt instruments:					
Domestic	175,612	70,816	-	-	104,796
Regional	167,696	95,234	-	-	72,462
International	1,075,519	676,355	-	-	399,164
Equity instruments:					
Domestic	74,029	39,658	-	34,371	-
Regional	532	532	-	-	-
International	102,127	26,311	75,816	-	-
Gross investments	1,595,515	908,906	75,816	34,371	576,422
Less: allowance for impairment (note 10)	(56,931)				
Investments, net	1,538,584				

9 INVESTMENTS, NET (continued)

The following table shows a reconciliation of the opening and closing amounts of level 3 investments recorded at fair value:

	2023 AED'000	2022 AED'000
At the beginning of the year	34,371	22,467
Net unrealised gain recognized in other comprehensive income	2,624	11,904
At the end of the year	36,995	34,371

The Group has assessed the sensitivity of the fair value measurement of investments under level 3 due to changes in inputs used. Based on the assessment, no major changes in the fair value of investments under level 3 is noted as at 31 December 2023. Such an assessment is performed on a quarterly basis by reviewing the changes in unobservable inputs which might result in higher or lower fair value measurement.

10 ALLOWANCE FOR IMPAIRMENT LOSSES ON FINANCIAL ASSETS

Movement in allowances for impairment losses

	2023 AED'000	2022 AED'000
<i>Allowance on due from banks</i>		
At 1 January	113	508
Charge/(reversal) for the year	251	(395)
At 31 December	364	113
<i>Allowance on loans and advances</i>		
At 1 January	23,441	23,970
Charge for the year	9	18
Loans and advances written off	(14,793)	(547)
At 31 December	8,657	23,441
<i>Allowance on Investments – measured at amortised cost</i>		
At 1 January	56,931	8,895
(Reversal)/charge for the year	(23,672)	48,036
At 31 December	33,259	56,931

10 ALLOWANCE FOR IMPAIRMENT LOSSES ON FINANCIAL ASSETS (continued)

Expected credit losses

The analysis of expected credit losses by stage for loans and advances, investment in debt instruments measured at amortised cost and due from banks is as follows:

	2023 AED'000	2022 AED'000
Expected credit losses -Lifetime ECL (Stage 3)	40,074	75,589
Expected credit losses- 12-months ECL (Stage 1)	2,191	3,214
Expected credit losses- lifetime ECL (Stage 2)	15	1,682
Expected credit losses (Stage 1 and 2)	2,206	4,896
Total expected credit losses	42,280	80,485

10.1 Net impairment reversal/(loss) on financial assets

	2023 AED'000	2022 AED'000
Impairment reversal/(loss) on investments measured at amortized cost	23,672	(48,036)
Impairment loss on investments measured at FVOCI	(328)	(6,871)
Impairment loss on loans and advances	(9)	(18)
Impairment (loss)/ reversal on due from banks	(251)	395
	23,084	(54,530)

11 INVESTMENT IN ASSOCIATE

Effective 8 November 2023, the Bank lost its rights to variable returns and the ability to affect the returns of its subsidiary, EIB Investment Co. L.L.C" (the "Company"). Accordingly, the Bank lost control of the Company and accounts for its interests in the Company as an investment in associate.

The investment represents the Bank's share in the capital of the Company. The Bank had provided a loan to the Company which was further invested in an offshore entity. The investment was impaired in the consolidated financial statements in earlier year. As a result of loss of control, the Company has offset the loan and investment in its standalone books.

The following table illustrates summarised financial information of the Bank's investment in the Company:

	2023 AED'000
<i>Share of the associate statement of financial position:</i>	
Current assets	72
Equity	72
<i>Share of the associate's revenue and profit:</i>	
Revenue	-
Profit for the year	-
<i>Carrying amount of the investment</i>	72

The associate had no contingent liabilities or capital commitments as at 31 December 2023.

12 OTHER ASSETS

	2023	2022
	AED'000	AED'000
Interest receivable	23,222	16,641
Right-of-use assets (note 21)	9,144	12,653
Other receivables and prepayments	5,468	8,610
	37,834	37,904

13 PROPERTY, EQUIPMENT AND INTANGIBLE ASSETS**2023**

	Property and equipment			
	Furniture and computer equipment*	Motor vehicles	Capital work- in- progress	Total
	AED'000	AED'000	AED'000	AED'000
Cost				
At 1 January 2023	18,856	83	17	18,956
Additions	1,535	-	110	1,645
Transfers	17	-	(17)	-
At 31 December 2023	20,408	83	110	20,601
Depreciation:				
At 1 January 2023	16,368	83	-	16,451
Charge for the year (note 20)	960	-	-	960
At 31 December 2023	17,328	83	-	17,411
Net carrying values:				
At 31 December 2023	3,080	-	110	3,190

*Furniture and computer equipment includes artwork amounting to AED 1,084 thousand which are not depreciated.

2022

	Property and equipment			
	Furniture and computer equipment*	Motor vehicles	Capital work-in- progress	Total
	AED'000	AED'000	AED'000	AED'000
Cost				
At 1 January 2022	18,345	83	17	18,445
Additions	511	-	-	511
At 31 December 2022	18,856	83	17	18,956
Depreciation:				
At 1 January 2022	15,454	83	-	15,537
Charge for the year (note 20)	914	-	-	914
At 31 December 2022	16,368	83	-	16,451
Net carrying values:				
At 31 December 2022	2,488	-	17	2,505

13 PROPERTY, EQUIPMENT AND INTANGIBLE ASSETS (continued)**2023**

	Intangible assets		
	Computer software AED'000	Capital work-in- progress AED'000	Total AED'000
Cost			
At 1 January 2023	6,888	-	6,888
At 31 December 2023	6,888	-	6,888
Amortisation:			
At 1 January 2023	5,642	-	5,642
Charge for the year (note 20)	402	-	402
At 31 December 2023	6,044	-	6,044
Net carrying values:			
At 31 December 2023	844	-	844

2022

	Intangible assets		
	Computer software AED'000	Capital work-in- progress AED'000	Total AED'000
Cost			
At 1 January 2022	5,525	883	6,408
Additions	480	-	480
Transfers	883	(883)	-
At 31 December 2022	6,888	-	6,888
Amortisation:			
At 1 January 2022	5,381	-	5,381
Charge for the year (note 20)	261	-	261
At 31 December 2022	5,642	-	5,642
Net carrying values:			
At 31 December 2022	1,246	-	1,246

14 CUSTOMER DEPOSITS

	2023 AED'000	2022 AED'000
Time deposits	1,947,241	1,978,982
Call accounts	1,248,471	1,400,180
	<u>3,195,712</u>	<u>3,379,162</u>

15 OTHER LIABILITIES

	2023 AED'000	2022 AED'000
Interest payable	18,422	45,156
Lease liabilities (note 21)	8,888	12,372
Employees' end of service benefits (a)	7,352	6,450
Fees payable	773	332
Others	94,935	15,519
	<u>130,370</u>	<u>79,829</u>

- (a) In accordance with the UAE Labour Law, the Group provides for end of service benefits for its expatriate employees. Movements in the liability recognized in the consolidated statement of financial position in respect of end of service benefits are as follows:

	2023 AED'000	2022 AED'000
At 1 January	6,450	5,568
Charges for the year	1,932	2,052
Amount paid	(1,030)	(1,170)
At 31 December	<u>7,352</u>	<u>6,450</u>

16 SHARE CAPITAL AND RESERVES**a) Share capital**

The Central Bank of the UAE issued a regulation by Circular No. 23/2022 date 6 April 2022, mandating all investment banks and wholesale banks to convert their existing license to a Restricted Bank License (the "Regulation") with, among other requirements, the obligation to maintain a minimum issued and paid-up share capital of AED 1,000 million.

To comply with the Regulation, the Bank filed an application to the Central Bank on 23 June 2022 for a license as a Restricted Licensed Bank, supported by a business plan detailing the proposed scope of activities and the capital increase plan to take place in two stages as follows:

Stage 1: Distribute the Bank's distributable reserves (including retained earnings) amounting AED 280 million as bonus shares by issuing 2,800,000 new bonus shares at a nominal value of AED 100 per share to the existing shareholders of the Bank (the "Distribution").

Stage 2: Raise additional capital amounting to AED 650 million by way of a rights issue ("Rights Issue"), issuing 6,500,000 new shares at a nominal value of AED 100 per share.

16 SHARE CAPITAL AND RESERVES (continued)**a) Share capital (continued)**

At the General Assembly held on 27 December 2022, the shareholders of the Bank approved the distribution of the Bank's distributable reserves (Special reserve amounting to AED 44,251 thousand and retained earnings amounting to AED 235,749 thousand) amounting to AED 280 million as bonus shares by issuing 2,800,000 new shares at a nominal value of AED 100 per share to the existing shareholders of the Bank, subject to regulatory approval.

Further, at the General Assembly held on 24 March 2023, the shareholders of the Bank approved the rights issue of 6,500,000 new shares at a nominal value of AED 100 per share amounting to AED 650 million.

During 2023, the Bank received the relevant regulatory approval and the share capital of the Bank was increased to AED 1,000 million.

At 31 December 2023, the issued and fully paid up share capital of the Bank comprises 10,000,000 ordinary shares of AED 100 each (31 December 2022: 700,000 ordinary shares of AED 100 each).

b) Legal reserve

In accordance with the UAE Federal Law No. 32 of 2021 and the Bank's Articles of Association, 10% of the profit for the year is transferred to a legal reserve until the reserve equals 50% of the paid-up share capital. This reserve is not available for distribution.

c) Special reserve

During the year, Special reserve amounting to AED 44,251 thousand was utilized for the issuance of bonus shares to the existing shareholders of the Bank (note 16a).

17 INTEREST INCOME

	2023	2022
	AED'000	AED'000
Loans and advances	47,403	44,335
Bank placements	68,012	9,362
	115,415	53,697

18 NET INCOME FROM INVESTMENTS

	2023	2022
	AED'000	AED'000
Interest income on investments in debt instruments	63,887	47,438
Dividend income	8,094	9,946
Net realised (loss)/gain on investments measured at amortised cost and FVOCI	(8,918)	343
Net loss from investment securities measured at fair value through profit or loss	(1,432)	(2,459)
Custody and transaction fees paid to other financial institutions	(587)	(809)
	61,044	54,459

19 FEE, COMMISSION AND OTHER INCOME

	2023 AED'000	2022 AED'000
Fee from custody and advisory services	15,537	12,784
Product fees and transaction charges	11,312	9,367
Commission and other income	2,332	1,545
	<u>29,181</u>	<u>23,696</u>

20 GENERAL AND ADMINISTRATIVE EXPENSES

	2023 AED'000	2022 AED'000
Staff costs	57,681	52,041
Depreciation on right-of-use assets (note 21)	3,509	3,494
Consultancy charges	2,865	2,140
Communication and subscriptions	3,805	4,845
Depreciation on property and equipment (note 13)	960	914
Amortisation of intangible assets (note 13)	402	261
Others	7,688	6,848
	<u>76,910</u>	<u>70,543</u>

21 LEASES

The Group has lease contracts in relation to office premises. The Group's obligation under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased asset.

The Group also has leases of other assets with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for those leases.

(i) Amounts recognized in the consolidated statement of financial position

Below are the carrying amounts of the right-of-use assets recognized and movements during the year:

	2023 AED'000	2022 AED'000
At 1 January	12,653	16,147
Depreciation charge for the year	(3,509)	(3,494)
At 31 December	<u>9,144</u>	<u>12,653</u>

21 LEASES (continued)

(i) Amounts recognized in the consolidated statement of financial position (continued)

Set out below is the carrying amount of lease liabilities and the movement during the year

	2023 AED'000	2022 AED'000
At 1 January	12,372	15,818
Accretion of interest	121	159
Lease payments	(3,605)	(3,605)
	<u>8,888</u>	<u>12,372</u>
Current	3,524	3,484
Non-current	5,364	8,888
	<u>8,888</u>	<u>12,372</u>

(ii) Amounts recognized in the consolidated statement of profit or loss

	2023 AED'000	2022 AED'000
Depreciation charge for the year (note 20)	3,509	3,494
Accretion of interest	121	159
Expense related to short term leases	490	532
	<u>4,120</u>	<u>4,185</u>

The total cash outflow for leases in 2023 was AED 3,605 thousand (2022: AED 3,605 thousand).

22 BASIC AND DILUTED EARNINGS/ LOSS PER SHARE

Basic earning per share of AED 14.62 (31 December 2022: Basic loss per share of AED 6.48) is calculated by dividing the profit attributable to the equity holders of the parent of AED 107,544 for the year ended 31 December 2023 (31 December 2022: loss of AED 23,673 thousand) by the weighted average number of shares outstanding during the year of 7,356,434 (31 December 2022: 3,655,442). In accordance with IAS 33 "Earnings Per Share", the impact of bonus shares and rights shares issued have been considered retrospectively while computing the weighted average number of ordinary shares during all periods presented.

The figure for basic and diluted earnings/loss per share is the same as the Group has not issued any instruments which would have an impact on earnings per share when exercised.

23 COMMITMENTS AND CONTINGENT LIABILITIES

Credit-related commitments and contingent liabilities

Credit-related commitments include commitments to extend credit, guarantees and acceptances which are designed to meet the requirements of the Group's customers.

Guarantees and acceptances commit the Group to make payments on behalf of customers, contingent upon the failure of the customers to perform under the terms of the contract.

23 COMMITMENTS AND CONTINGENT LIABILITIES (continued)

The Group has the following credit related contingent liabilities and commitments.

	2023 AED'000	2022 AED'000
Guarantees	11,074	6,776
Unutilised committed credit facilities*	47,266	59,814
	58,340	66,590

The Group has commitments of AED 23,094 on account of investment in equity instruments (31 December 2022: AED 21,645 thousand).

* Unutilized committed credit facilities represent a contractual commitment to permit draw downs on a facility within a defined period subject to conditions precedent and termination clauses. As commitments may expire without being drawn down and since conditions precedent to draw down have to be fulfilled, the total contract amounts do not necessarily represent exact future cash requirements.

The Group is a defendant in respect of a secured facility granted to a client, where the Dubai courts ruled against the Group after the Abu Dhabi courts had previously ruled in favour of the Group. Accordingly, the Group applied to the Federal Supreme Court (FSC) to rule on the applicable verdict, and the FSC acknowledged the enforceability of the Dubai judgment. The Group had also filed an application, which was accepted by the Dubai courts, to offset the execution amount of the Dubai judgment against the execution amount of the first judgment in Abu Dhabi. The Bank had previously obtained a decision of the execution court of Abu Dhabi that any amounts received in Dubai in execution of the Dubai courts decisions must be transferred to the execution court of Abu Dhabi to offset the amounts owed by the client. The Group has performed an assessment and has concluded that it has no legal obligation to the client in respect of this matter. Accordingly, no provision has been maintained by the Group as at 31 December 2023.

The Group, on a continuous basis, identifies and assesses such risks and recognizes provisions, in accordance with the accounting policy for provisions as disclosed in note 5.

24 RELATED PARTY TRANSACTIONS

The Group enters into transactions in the ordinary course of business with related parties, defined as major shareholders, directors, key management personnel and their related companies. Transactions with such related parties are done on an arm's length basis, including interest rates and collateral, as those prevailing at the same time for comparable transactions with external customers and parties. Pricing policies and terms of related parties' transactions are approved by the Group's management and the Board of Directors where appropriate.

The significant balances outstanding in respect of related parties included in the consolidated financial statements are as follows:

	2023 AED'000	2022 AED'000
<i>Balances with shareholders and their related companies:</i>		
Customers' deposits	173,685	1,132,500
Loans and advances	27	422,000
Other liabilities	1,793	38,731
Other assets	846	1,305
Commitments and contingencies	1,811	3,024

24 RELATED PARTY TRANSACTIONS (continued)

The income and expenses in respect of related parties included in the consolidated financial statements are as follows:

	2023	2022
	AED'000	AED'000
<i>Shareholders and their related companies:</i>		
Interest income	2,339	14,982
Interest expense	(14,030)	(21,965)
Fee, commission and other income	4,258	4,562
General and administrative expenses	(6,723)	(6,795)

Outstanding balances at the year end arise in the normal course of business. For the year ended 31 December 2023, the Group has not recorded any impairment on amounts owed by related parties as the majority of the balances are cash collateralised (2022: Nil).

Compensation of key management personnel:

	2023	2022
	AED'000	AED'000
Salaries and other fixed benefits	14,337	14,485

25 SEGMENTAL ANALYSIS

For operating purposes, the Group is organised into two major business segments: (a) Investments, which is principally involved in managing the Group's own investment portfolio and provides treasury services; and (b) Banking Services, which principally manages clients' investment portfolios, provides credit facilities, accepts deposits from corporate and individual customers. These segments are the basis on which the Group reports its primary segment information. Transactions between segments are conducted at rates determined by management taking into consideration the cost of funds and an equitable allocation of expenses and the Group operations are primarily within the UAE.

Management monitors the operating results of the operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss.

	<i>Investments</i>		<i>Banking Services</i>		<i>Total</i>	
	2023	2022	2023	2022	2023	2022
	AED'000	AED'000	AED'000	AED'000	AED'000	AED'000
Revenue *	159,456	13,767	84,231	68,651	243,687	82,418
Expenses	(152,026)	(52,898)	15,883	(53,193)	(136,143)	(106,091)
Profit/(loss) for the year	7,430	(39,131)	100,114	15,458	107,544	(23,673)

* Revenue comprises of interest income, net income from investments, fee commission and other income and exchange gain adjusted for net impairment on financial assets.

	<i>Investments</i>		<i>Banking Services</i>		<i>Total</i>	
	2023	2022	2023	2022	2023	2022
	AED'000	AED'000	AED'000	AED'000	AED'000	AED'000
Segment assets	4,032,898	2,870,694	507,509	1,015,211	4,540,407	3,885,905
Segment liabilities and equity	1,069,666	288,497	3,470,741	3,597,408	4,540,407	3,885,905

26 DERIVATIVE FINANCIAL INSTRUMENTS

In the ordinary course of business, the Group enters into transactions that involve derivative financial instruments. A derivative financial instrument is a financial contract between two parties where payments are dependent upon movements in price in one or more underlying financial instruments, reference rate or index. The purpose of derivative financial instruments in the Group's business is to mitigate the risks arising from default, currency and interest fluctuations and other market variables. The Group uses forward foreign exchange contracts and options to mitigate the currency risk on certain investments.

The table below shows the fair values of derivative financial instruments, recorded as assets or liabilities, together with the notional amounts. The notional amount, recorded gross is the amount of a derivative's underlying asset, reference rate or index and is the basis upon which changes in the value of derivatives are measured. The notional amounts indicate the volume of transactions outstanding at the period end and are neither indicative of the market risk nor credit risk.

31 December 2023

	<i>Positive fair value AED'000</i>	<i>Negative fair value AED'000</i>	<i>Notional amount AED'000</i>	<i>Notional amount by term to maturity Less than 1 year AED'000</i>
Derivatives:				
Foreign exchange contracts	1	-	3,916	3,916

There were no derivative instruments held by the Group as of 31 December 2022.

Derivatives often involve at their inception only a mutual exchange of promises with little or no transfer of consideration. A relatively small movement in the value of the asset, rate or index underlying a derivative contract may have an impact on the profit or loss of the Group. The Group's exposure under derivative contracts is closely monitored as part of the overall management of the Group's market risk.

Derivative product type***Forwards***

Forwards are contractual agreements to either buy or sell a specified currency, commodity or financial instrument at a specific price and date in the future. Forwards are customised contracts transacted in over-the-counter markets.

Options

Options are contractual agreements that convey the right, but not the obligation, to either buy or sell a specific amount of a commodity or financial instrument at a fixed price, either at a fixed future date or at any time within a specified year.

Swaps

Swaps are commitments to exchange one set of cash flows for another. For interest rate swaps, counter-parties generally exchange fixed and floating rate interest payments in a single currency without exchanging principal.

Derivative related credit risk

Credit risk in respect of derivative financial instruments arises from the potential for a counterparty to default on its contractual obligations and is limited to the positive fair value of instruments that are favorable to the Group. With gross-settled derivatives, the Group is also exposed to a settlement risk, being the risk that the Group honors its obligation, but the counterparty fails to deliver the counter value.

Changes in counterparty credit risk have no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognized at fair value.

27 RISK MANAGEMENT

Introduction

Risk is inherent in the Group's activities, but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Group's continuing profitability and each individual within the Group is accountable for the risk exposures relating to his or her responsibilities.

The Board of Directors holds the ultimate responsibility for the risk exposures. The Group has adopted a risk governance suggesting a "three line of defence approach" to risk management, which involves top management and business lines, strong risk management function, and capable independent internal audit.

The Group is exposed to credit risk, liquidity risk and market risk, the latter being subdivided into trading and non-trading risks. It is also subject to operational risks, compliance risks and information security risks.

The independent risk control process does not include business risks such as changes in the environment, technology, and industry. These are monitored through the Group's strategic planning process.

Risk management structure

The Board of Directors (BOD) has the ultimate responsibility for setting the Group's risk appetite and for the establishment and oversight of the Group's risk management framework. This is managed through a number of committees; namely Board Risk Committee (BRC) and Board Audit Committee (BAC).

The management level committees also actively manage risk particularly the Executive Committee (Exco), Credit Committee (CC), Principal Investment Committee (PIC), Asset and Liability Management Committee (ALCO), Compliance AML Committee (CAC) and the Risk Management department.

Board of Directors (BOD)

BOD is responsible for the overall framework of the risk, governance and management. The Board is responsible for determining the risk strategy, setting the Group's risk limits and ensuring that risk exposure is monitored and controlled effectively. It is also responsible for establishing a clearly defined risk management structure for approval of the risk policies and procedures, infrastructure and management of all risks related to the Group.

In order to effectively discharge this responsibility, the Board is assisted by Board Committees and Management Committees. The briefing about the role and function of each committee is as follows:

Board Risk Committee (BRC)

BRC has the overall responsibility for the development of the risk strategy and implementing principles, frameworks, and policies for enhancement of the Group's risk management framework to best practice standards, monitoring of aggregate risk exposures (credit, market, liquidity, operational, information security, legal, etc.) and compliance with the regulatory requirements.

Board Audit Committee (BAC)

The primary role of the BAC is to have an oversight and review of financial audit and internal control issues as well as to oversee the independence and performance of Group's external and internal auditors.

Executive Committee (Exco)

Senior executive management is entrusted with the objective of executing the BOD approved policies.

The major roles of EXCO include the following:

- Oversight of all the policies and procedures before presenting to BRC/Board for their review and approval.
- Oversight of the Internal Capital Adequacy Assessment Process (ICAAP) and Stress Testing process by reviewing the ICAAP and Stress Testing methodologies, analyses, and reports.
- Monitor the effectiveness of the risk management approach and internal controls.
- Promote a culture of compliance with risk management regulations, policies, and procedures.

27 RISK MANAGEMENT (continued)

Risk management structure (continued)

Credit Committee (CC)

CC is a management level committee which carries out credit lending decisions including, but not limited to, approval and renewal of credit facilities, review and monitoring of loan portfolio performance, decisions on loan settlement, provisioning write off and amendments to pricing and grading.

The major roles of CC includes the following:

- Recommend reasonable and prudent credit policies and procedures to avoid undue risk and potential loss i.e., to obtain a reasonable return on a risk adjusted basis.
- Oversight of the identification and management of credit facilities, a dministration of the credit facilities and quality of credit portfolio.

Principal Investment Committee (PIC)

The purpose of the PIC is to review the performance of the Group's Investment portfolio in line with the delegation of authority provided by the Board of Directors, trends affecting the investment portfolio, the administration of investment related policies, as well as the approval of proposals related to the Bank's Proprietary Investment Portfolio to ensure compliance with the applicable limit set by the BOD.

The major roles of PIC includes the following:

- Asset allocation strategy for the portfolio to achieve a alignment with target returns.
- Assess the performance of the bank's Proprietary Investment Portfolio against agreed objectives and the budget.

Asset and Liability Management Committee (ALCO)

ALCO is responsible for managing the Group's assets and liabilities and the overall financial structure. It is also responsible for managing the funding, interest rate risk in the banking book and liquidity risks of the Group.

The major roles of ALCO includes managing the following risks:

Liquidity risk – being the risk from the Group's inability to meet obligations when they become due because of an inability to liquidate assets or to obtain adequate funding.

Market risk – being the following risks:

- The risk to earnings from adverse movements in interest rates, foreign exchange rates and market volatility; and
- The risk from changes in the value of investment portfolio due to changes in interest rates, foreign exchange rates etc.

Statement of financial position risk- being the following risks:

- Oversight of balance sheet management issues, such as balance sheet contractual maturity gaps and interest rate repricing gaps; and
- Banks' balance sheet development, capital adequacy performance against the risk appetite; and the balance sheet efficiently taking a forward-looking view of changes to economic, regulatory, and competitive actions.

Compliance AML Committee (CAC)

The CAC shall be responsible for implementing effective client due diligence and monitoring mechanisms and overseeing the Bank's compliance with all applicable AML laws, rules, and regulations.

The major roles of CAC includes the following:

- Review all new client relationships and decide to either approve or decline the prospective relationship;
- Review all new Introducer and Independent Asset Manager relationships and decide to either approve or decline the relationship;
- Discuss AML related compliance initiatives and issues;
- Review selected results of monitoring initiatives and taking necessary steps;
- Review Suspicious Transaction Reporting incidences and trends;
- Review AML related audit and compliance reports and regulator reports and associated remedial action taken, and take necessary steps to ensure proper and timely remedial actions; and
- Discuss and coordinate compliance training needs across the Bank.

27 RISK MANAGEMENT (continued)

Risk management structure (continued)

Risk Management Department

The risk management department within the Group is responsible for identifying, monitoring, and managing the risk related to Credit, Market, Operational and information security risks. The department monitors the risk on a day-to-day basis according to the Board of Directors approved risk appetite framework. The risk management department is responsible for reporting any deviation from policy and regulatory guidelines to senior management and ultimately to the BRC.

Internal Audit

Risk management processes throughout the Group are subject to an internal audit that examines both the adequacy of the procedures and the Group's compliance with the procedures. Internal Audit discusses the results of all assessments with management and reports its findings and recommendations to the BAC.

Risk measurement and reporting systems

Monitoring and controlling risks is primarily performed based on limits and the parameters established by the Group. These limits reflect the business strategy and market environment of the Group as well as the level of risk that the Group is willing to accept. In addition, the Group monitors and measures the overall risk bearing capacity in relation to the aggregate risk exposure across all risk types and activities.

Information compiled is examined and processed to analyse, identify, and control early risks. This information, which includes aggregate credit exposure, liquidity ratios and risk profile changes, is presented to the management committees and ultimately to the BRC.

Periodic briefing is given by the risk management department, to the relevant committees on the utilisation of limits, proprietary investments, and liquidity, plus any other risk developments.

Risk mitigation

As part of its overall risk management, the Group uses derivatives and other instruments to manage risks associated with the changes in interest rates, foreign currencies, equity risks, credit risks, and exposures arising from forecast transactions. The Group also constantly monitors its portfolio and ensures it remains diversified to mitigate risk in relation to concentration of exposure towards a particular business or geographical segment.

Excessive risk concentration

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

To avoid excessive concentrations of risk, the Group's policies and procedures include specific guidelines to focus on maintaining a diversified collateral against loans portfolio and establishing an issuer level limit for the investment portfolio. Identified concentrations of credit risks are controlled and managed accordingly in line with BOD approved risk appetite threshold.

Current economic and geopolitical situation

The Group has considered the impact of the current economic and geopolitical situation while assessing the different risks the Group is exposed to, as outlined below.

27 RISK MANAGEMENT (continued)**Credit risk**

Credit risk is the risk that a customer or counterparty will fail to meet a commitment, resulting in financial loss to the Group. Such risk arises from lending, treasury and other activities undertaken by the Group. Credit risk is actively monitored in accordance with the credit policies which clearly define delegated lending authorities, policies, and procedures. The management of credit risk also involves the monitoring of risk concentrations by industrial sector as well as by geographic location.

The estimation of credit exposure for risk management purposes is complex and requires the use of models, as the exposure varies with changes in market conditions, expected cash flows and the passage of time. The assessment of credit risk of a portfolio of assets entails further estimations as to the likelihood of defaults occurring, of the associated loss ratios and of default correlations between counterparties. The Group measures credit risk using the concept of Expected Loss which requires the following measures:

- Probability of Default (PD)
- Loss Given Default (LGD)
- Exposure at Default (EAD)

Credit risk grading

The Group has an internal credit quality review process to provide early identification of possible changes in the creditworthiness of counterparties, including regular collateral evaluations. Counterparty limits are established using a credit risk classification system, which assigns each counterparty a risk rating using worst of the available rating from S&P, Moody's and Bloomberg Risk Rating. The credit grades probability of default is calibrated such that the risk of default increases exponentially at each lower-grade rating. Risk ratings are subject to regular revision based on the regular updates received from rating agencies. The credit quality review process allows the Group to assess the potential loss as a result of the risks to which it is exposed and take corrective action.

Borrower risk ratings are mapped into the following grades:

Grade	Definition
Prime and high grade	Low risk
Standard grade	Satisfactory risk
Sub-standard grade	Watch List
Past due	Loss/Impaired

Expected credit loss measurement

IFRS 9 outlines a 'three-stage' model for impairment based on changes in credit quality since initial recognition of a facility as summarised below:

- A financial instrument that is not credit-impaired on initial recognition is classified in 'Stage 1' and has its credit risk continuously monitored by the Group.
- If a significant increase in credit risk ('SICR') since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit-impaired.
- If the financial instrument is credit-impaired, the financial instrument is then moved to 'Stage 3'.
- Financial assets in Stage 1 have their ECL measured at an amount equal to the expected credit losses that result from default events possible within the next 12 months. Instruments in Stages 2 or 3 have their ECL measured based on expected credit losses on a lifetime basis.
- A pervasive concept in measuring the ECL in accordance with IFRS 9 is that it should consider forward-looking information.
- Purchased or originated credit impaired financial assets are those financial assets that are credit impaired on initial recognition. Their ECL is always measured on a lifetime basis (Stage 3). However, the amount recognized as loss allowance for such assets is not the total amount of lifetime expected credit loss, but instead the changes in lifetime expected credit losses since initial recognition of the asset.

27 RISK MANAGEMENT (continued)

Credit risk (continued)

Significant increase in credit risk (SICR)

The Group considers a financial asset to have experienced a significant increase in credit risk when a significant change in one year probability of default, rating downgrade by more than two notches and significant decline in the fair value of the assets occurs between the origination date of a specific exposure and the date that the IFRS 9 ECL is calculated.

Loans and advances:

A borrower experiences a significant increase in credit risk if the following quantitative factors are triggered:

- Accounts being overdue between 30 to 90 days.
- Adverse findings for an account/borrower as per credit bureau data.

Investments:

- Significant increase in probability of default of the underlying instrument.
- Significant deterioration in credit rating of the underlying instrument.
- Significant decline in the fair value of the underlying instrument.

Due from banks:

- Significant change in the expected performance and behaviour of the counterparty.

Definition of default and credit-impaired assets

The Group defines a loan, due from bank and investment instrument as in default, which is fully aligned with the definition of credit-impaired. According to the Basel definition, default is considered to have occurred with regard to particular obligors when any one of the following events has taken place:

- The Group considers that the obligor is unlikely to pay its credit obligation to the Group in full without recourse by the Bank to actions like realizing security (if held).
- The Group puts the credit obligation on a non-accrued status.
- The Group makes a charge-off or account-specific provision resulting from a perceived decline in credit quality subsequent to the Bank taking on the exposure.
- The Group sells the credit obligation at a material credit-related economic loss.
- The Group consents to a distressed restructuring of the credit obligation where this is likely to result in a diminished financial obligation caused by the material forgiveness or postponement of principal, interest, and other fees.
- The Group has filed for the obligor's bankruptcy or similar order in respect of the obligor's credit obligation to the Group.
- The obligor is past due more than 90 days on any material credit obligation to the Group.
- For investment exposure a security is considered in default if it has missed a scheduled payment or only has made partial payment.

An instrument is considered to no longer be in default (i.e., to have cured) when it meets the cooling period criteria provided by CBUAE and in line with IFRS 9. Any exposure is not directly upgraded from Stage 3 to Stage 1, it is upgraded to Stage 2 followed by a cooling period of 12-months to confirm risk has decreased sufficiently before upgrading such exposure to Stage 1. With regards to restructured accounts (where any sort of relaxation provided to customer on re-payment structure), Group observes a probationary period of minimum 3 instalments and 12 months whichever is longer before upgrading from Stage 3 to Stage 2.

Measuring ECL – Explanation of inputs, assumptions, and estimation techniques

The Expected Credit Loss (ECL) is measured on either a 12-month (12M) or lifetime basis depending on whether a significant increase in credit risk has occurred since the initial recognition of a specific facility or whether an asset is considered credit-impaired. The Group has adopted a forward looking exposure at default method for computing the ECL for each facility.

27 RISK MANAGEMENT (continued)

Credit risk (continued)

Measuring ECL – Explanation of inputs, assumptions, and estimation techniques (continued)

The Group has opted for a quarterly granular computation of PD, EAD and LGD.

- The PD represents the likelihood of a borrower defaulting on its financial obligation (as per 'Definition of default and credit-impaired' above), either over the next 12 months (12MPD), or over the remaining lifetime (Lifetime PD) of the obligation.
- EAD is based on the amounts the Group expects to be owed at the time of default, over the remaining lifetime (Lifetime EAD).
- LGD represents the Group's expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of exposure at the time of default (EAD). LGD is calculated on a lifetime basis, where lifetime LGD is the percentage of loss expected to be made if the default occurs over the remaining expected lifetime of the loan.

Lifetime expected credit losses are expected credit losses resulting from all probable default events over the expected lifetime of the financial instrument. Expected credit losses are the probability-weighted average of credit losses and the weighing factor is the Probability of Default (PD) for a lifetime.

Forward-looking economic information is also included in determining the 12-month and lifetime PD.

There have been enhancements in estimation techniques and assumptions for expected credit loss estimate with the model being calibrated based on updated macro-economic information during the year. All the updates have been done in line with the regulatory requirements under IFRS 9.

Forward looking information incorporated in the ECL models

The assessment of SICR and the calculation of ECL both incorporate forward-looking information. The Group has performed historical analysis and identified the key economic variables impacting credit risk and expected credit losses for each portfolio.

The model used to estimate the probability of default (PD) are calibrated using historical observed data and most recent forward-looking prediction to come up with forward looking probability of default. Given the simplified loans and advances portfolio of the Bank, majority of which are secured in nature with minimal anticipated loss in case of default, the Bank has used Basel guidelines to estimate LGD which is more conservative looking at the historical recovery profile of the bank in case of default.

LGD is as per Foundation Internal Ratings-Based approach (F-IRB) guidelines and EAD is estimated as the outstanding exposure at the time of default.

The Group has calculated ECL at an individual instrument level for all the investment exposures which is a major component of the Bank's asset book. Pool level rating and probability of default (PD) is applied for the loans and advances portfolio by assigning a single rating to the client at the time of origination, based on the uniform underwriting criteria followed by the bank. Post underwriting if the client faces significant increase in credit risk (SICR) it is downgraded by two notches and is assigned higher PD.

Impact of current economic and geopolitical situation on credit risk

On 24 February 2022, the military conflict between Russia and Ukraine started. As a result, a number of countries have and continue to impose new sanctions against Russian government entities, state-owned enterprises and certain specified entities and individuals linked to Russia anywhere in the world. Emergence of this situation led to fluctuations in commodity prices, foreign exchange rates, restrictions to imports and exports, availability of local materials and services and access to local resources however the situation has subsided over a period of time and the economy remains on the strong hold. To curtail possible associated risks of current economic and geopolitical situation, the Group has transitioned with majority of the investment assets to high quality investment grade issuances.

27 RISK MANAGEMENT (continued)**Credit risk (continued)*****Impact of current economic and geopolitical situation on credit risk (continued)***

The Group's investment in Russian bonds (before provision for ECL) was as below:

	2023	2022
	Amortised cost	Amortised cost
	AED'000	AED'000
Investments at amortised cost	9,304	30,027
Investments at fair value through other comprehensive income	5,485	5,485
	14,789	35,512

Detailed portfolio reviews are conducted on an ongoing basis and the Group is applying increased scrutiny when onboarding clients in sensitive industries and is ensuring compliance with sanctions requirements. The Group continues to monitor the current Russia–Ukraine geopolitical situation and its impact on the economy and will mitigate its exposures and risks as appropriate.

Impact of current economic and geopolitical situation on measurement of ECL

IFRS 9 framework requires the estimation of Expected Credit Loss (ECL) based on current and forecast economic conditions. In order to assess ECL under forecast economic conditions, the Group utilizes a range of economic scenarios of varying severity, and with appropriate weightings, to ensure that ECL estimates are representative of a range of possible economic outcomes.

The Group has reviewed the potential impact of economic and geopolitical unrest outbreak on the inputs and assumptions for IFRS 9 ECL measurement in light of available information. In light of the current economic situation and ongoing sanctions, the Group has utilized stressed / punitive credit ratings and haircuts on securities, where relevant, within the ECL framework, thereby ensuring a pragmatic view and sufficient coverage from a provision standpoint. The Group is monitoring the day-to-day situation of the crisis and is actively managing down any direct exposure.

In respect of the loans and advances portfolio, the Group is conducting frequent reviews of the Loan to Value ("LTV") ratios on the collateral held against loans given to customers. Accordingly, all staging and grouping decisions are subject to regular review to ensure these reflect an accurate view of the Group's assessment of the customers' creditworthiness, staging and grouping as of the reporting date. The Group has reassessed its portfolio of Stage 1, Stage 2 and Stage 3 customers as at 31 December 2023.

For its investment portfolio, the Group has evaluated whether the investment portfolio has suffered a significant deterioration in credit quality. Based on ratings from external rating agencies and assessment of any increase in probability of default, the Group has assessed whether there has been a significant increase in credit risk for investments and whether these investments are credit impaired and assessed the impact on ECL as at 31 December 2023.

During the year ended 31 December 2022, the Group had transferred its investments in Russian bonds to stage 3. To reflect the credit impairment on these investments, the Group has recognized an ECL on these stage 3 instruments as below:

	2023	2022
	AED'000	AED'000
Investments at amortised cost	9,304	30,027
Investments at fair value through other comprehensive income	5,485	5,485
	14,789	35,512

27 RISK MANAGEMENT (continued)**Credit risk (continued)****Impact on measurement of ECL (continued)**

During the year ended 31 December 2023, the Group sold a Russian investment measured at amortised cost with a gross carrying amount (before the impact of ECL) of AED 20,723 thousand (2022: Nil) and recognized a loss of AED 4,835 thousand (2022: Nil). The Group has reversed the corresponding ECL on this investment amounting to AED 20,723 thousand.

Maximum exposure to credit risk without taking account of any collateral and other credit enhancements

The table below shows the maximum exposure to credit risk for the components of the statement of financial position (excluding cash in hand and investments in equity instruments) including guarantees. The maximum exposure is shown gross, before the effect of mitigation through the use of master netting and collateral agreements and before allowance and impairment, if any.

	2023 AED'000	2022 AED'000
Balances with Central Bank of the UAE (note 6)	1,065,963	401,850
Due from banks (note 7)	653,913	912,533
Loans and advances (note 8)	493,696	1,019,058
Investments in debt instruments (note 9)	2,188,792	1,418,827
Other assets	25,810	22,011
	<u>4,428,174</u>	<u>3,774,279</u>
Guarantees (note 23)	<u>11,074</u>	<u>6,776</u>
Total credit risk exposure	<u><u>4,439,248</u></u>	<u><u>3,781,055</u></u>

Where financial instruments are recorded at fair value, the amounts shown above represent the current credit risk exposure but not the maximum risk exposure that could arise in the future as a result of changes in values.

For more detail on the maximum exposure to credit risk for each class of financial instrument, references have been made to the specific notes. The effect of collateral and other risk mitigation techniques is shown below.

Risk concentrations of the maximum exposure to credit risk

Concentration of risk is managed by customer/counterparty and by geographical region. The maximum credit exposure to any customer or counterparty (excluding balances with Central Bank of the UAE) as of 31 December 2023 was AED 128,864 thousand (2022: AED 422,000 thousand) before taking account of collateral or other credit enhancements.

Risk exposure to credit risk by geographical regions

The Group's financial assets (excluding cash in hand and investments in equity securities) including guarantees, before taking into account any collateral held or other credit enhancements, can be analysed by the following geographical regions:

	2023		2022	
	Assets AED'000	Guarantees AED'000	Assets AED'000	Guarantees AED'000
United Arab Emirates	2,492,963	11,074	1,675,194	6,776
North America	506,830	-	192,108	-
Europe	431,689	-	554,495	-
GCC & other ME	449,333	-	932,913	-
Others	547,359	-	419,569	-
	<u>4,428,174</u>	<u>11,074</u>	<u>3,774,279</u>	<u>6,776</u>

27 RISK MANAGEMENT (continued)**Credit risk (continued)*****Credit quality per class of financial assets***

The credit quality of financial assets is managed by the Group using external rating by assigning worst of the S&P, Moody's, and Fitch rating for investment exposure whereas internal credit ratings for the loans and advances portfolio. The table below shows the credit quality of the Group's financial assets (excluding cash in hand and investments in equity instruments), based on the Group's credit rating system as specified above.

2023

	Neither past due nor impaired			Past due AED'000	Total AED'000
	Prime and high grade AED'000	Standard grade AED'000	Sub- standard grade AED'000		
Balances with Central Bank of the UAE (note 6)	1,065,963	-	-	-	1,065,963
Due from banks (note 7)	524,647	128,732	534	-	653,913
Loans and advances (note 8)	-	485,955	-	7,741	493,696
Investments in debt instruments (note 9)	963,299	953,117	270,716	1,660	2,188,792
Other assets	5,540	14,520	5,750	-	25,810
	<u>2,559,449</u>	<u>1,582,324</u>	<u>277,000</u>	<u>9,401</u>	<u>4,428,174</u>

2022

	Neither past due nor impaired			Past due AED'000	Total AED'000
	Prime and high grade AED'000	Standard grade AED'000	Sub- standard grade AED'000		
Balances with Central Bank of the UAE (note 6)	401,850	-	-	-	401,850
Due from banks (note 7)	522,502	385,764	4,267	-	912,533
Loans and advances (note 8)	-	987,484	4,512	27,062	1,019,058
Investments in debt instruments (note 9)	257,829	653,914	507,084	-	1,418,827
Other assets	4,090	12,683	5,238	-	22,011
	<u>1,186,271</u>	<u>2,039,845</u>	<u>521,101</u>	<u>27,062</u>	<u>3,774,279</u>

Credit risk exposure of the Group's financial assets (excluding cash in hand and investments in equity instruments) for each internal risk rating.

	Moody's equivalent grades	2023 AED'000	2022 AED'000
Prime and high grade	Aaa-A3	2,559,449	1,186,271
Standard grade	Baa1-Baa3	1,582,324	2,039,845
Sub-standard grade	Ba1-B3	277,000	521,101
Past due	-	9,401	27,062
		<u>4,428,174</u>	<u>3,774,279</u>

27 RISK MANAGEMENT (continued)**Credit risk (continued)*****Credit quality per class of financial assets (continued)***

It is the Group's policy to maintain accurate and consistent risk ratings across the credit and investment portfolio. This facilitates focused management of the applicable risks and the comparison of credit exposures across lines of business, geographic regions, and products. The rating system is supported by a variety of financial analytics, combined with processed market information to provide the main inputs for the measurement of counterparty risk. The attributable risk ratings are assessed and updated regularly. The Moody's equivalent grades are relevant only for certain exposures where risk ratings are based on the Group's internal rating.

Maximum exposure to credit risk – Financial instruments subject to impairment

The following table contains an analysis of the credit risk exposure of financial instruments for which an ECL is recognized. The gross carrying amount of financial assets below also represents the Group's maximum exposure to credit risk on these assets.

2023

	Stage 1 12-month ECL AED'000	ECL staging Stage 2 Lifetime ECL AED'000	Stage 3 Lifetime ECL AED'000	Total AED'000
Balances with Central Bank of the UAE (note 6)	1,065,963	-	-	1,065,963
Due from banks (note 7)	653,913	-	-	653,913
Loans and advances (note 8)	485,955	-	7,741	493,696
Investments in debt instruments (note 9)	2,135,100	21,269	32,423	2,188,792
Other assets	25,810	-	-	25,810
Total	4,366,741	21,269	40,164	4,428,174
Guarantees (note 23)	11,074	-	-	11,074
Total credit risk exposure	4,377,815	21,269	40,164	4,439,248

2022

	Stage 1 12-month ECL AED'000	ECL staging Stage 2 Lifetime ECL AED'000	Stage 3 Lifetime ECL AED'000	Total AED'000
Balances with Central Bank of the UAE (note 6)	401,850	-	-	401,850
Due from banks (note 7)	912,533	-	-	912,533
Loans and advances (note 8)	987,484	4,512	27,062	1,019,058
Investments in debt instruments (note 9)	1,321,785	38,855	53,146	1,413,786
Other assets	22,011	-	-	22,011
Total	3,645,663	43,367	80,208	3,769,238
Guarantees (note 23)	6,776	-	-	6,776
Total credit risk exposure	3,652,439	43,367	80,208	3,776,014

27 RISK MANAGEMENT (continued)**Credit risk (continued)*****Collateral and other credit enhancements***

The amount and quality of collateral are given due consideration along with an assessment of the credit risk of the counterparty and product parameters. Guidelines are implemented regarding the acceptability of types of collateral and valuation parameters. The main types of collateral obtained are generally cash, investment securities and real estate properties.

Management monitors the market value of collateral, requests additional collateral in accordance with the underlying agreement, and monitors the market value of collateral obtained during its review of the adequacy of the allowance for impairment losses.

The table below details the fair value of the collateral, which is updated regularly:

	2023	2022
	AED'000	AED'000
<i>Against individually impaired loans and advances</i>		
Secured by marketable securities	-	9,450
<i>Against loans and advances not impaired</i>		
Secured by marketable securities	277,759	531,859
Secured by real estate	935,171	881,345
Secured by cash	90,000	492,000
Total	1,302,930	1,905,204

Collateral is effectively used as credit risk mitigating tools by the Group. The quality of collateral is continuously monitored and assessed and the Group seeks to ensure enforceability of the collateral. Major categories of collaterals are as included in the above table. Collateral is revalued regularly as per the Group's credit policy. This enables the Group to assess the fair market value of the collateral and ensure that risks are appropriately managed.

Movement in gross carrying amount

The following table explains the changes in the gross carrying amount from 1 January 2023 to 31 December 2023:

	Stage 1	Stage 2	Stage 3	Total
	12-month ECL	Lifetime ECL	Lifetime ECL	AED'000
	AED'000	AED'000	AED'000	
<i>Due from banks</i>				
As at 1 January 2023	912,533	-	-	912,533
New financial assets originated	402,370	-	-	402,370
Repayment and other movements	(660,990)	-	-	(660,990)
As at 31 December 2023	653,913	-	-	653,913
<i>Loans and advances</i>				
As at 1 January 2023	987,484	4,512	27,062	1,019,058
New financial assets originated	99,045	-	-	99,045
Repayments and other movements	(600,573)	(4,512)	(19,322)	(624,407)
As at 31 December 2023	485,956	-	7,740	493,696
<i>Investments – measured at amortised cost</i>				
As at 1 January 2023	506,148	17,128	53,146	576,422
Repayment and other movements	(144,549)	(13,455)	(20,723)	(178,727)
As at 31 December 2023	361,599	3,673	32,423	397,695

27 RISK MANAGEMENT (continued)**Credit risk (continued)*****Movement in gross carrying amount (continued)***

The following table explains the changes in the gross carrying amount from 1 January 2022 to 31 December 2022:

	Stage 1 12-month ECL AED'000	Stage 2 Lifetime ECL AED'000	Stage 3 Lifetime ECL AED'000	Total AED'000
<i>Due from banks</i>				
As at 1 January 2022	271,654	-	-	271,654
New financial assets originated	662,520	-	-	662,520
Repayment and other movements	(21,641)	-	-	(21,641)
As at 31 December 2022	912,533	-	-	912,533
<i>Loans and advances</i>				
As at 1 January 2022	913,734	1,720	26,155	941,609
Transfers				
Transfers from Stage 1 to Stage 2	(4,434)	4,434	-	-
New financial assets originated	228,183	-	-	228,183
Repayments and other movements	(149,999)	(1,642)	907	(150,734)
As at 31 December 2022	987,484	4,512	27,062	1,019,058
<i>Investments – measured at amortised cost</i>				
As at 1 January 2022	620,969	63,590	1,660	686,219
Transfers				
Transfer from Stage 1 to Stage 3	(9,316)	-	9,316	-
Transfer from Stage 1 to Stage 2	(13,656)	13,656	-	-
Transfer from Stage 2 to Stage 1	11,978	(11,978)	-	-
Transfer from Stage 2 to Stage 3	-	(42,375)	42,375	-
Repayment and other movements	(103,827)	(5,765)	(205)	(109,797)
As at 31 December 2022	506,148	17,128	53,146	576,422

Movement in loss allowance

The following table explain the changes in the loss allowance from 1 January 2023 to 31 December 2023:

	Stage 1 12-month ECL AED'000	Stage 2 Lifetime ECL AED'000	Stage 3 Lifetime ECL AED'000	Total AED'000
<i>Due from banks</i>				
As at 1 January 2023	113	-	-	113
New financial assets originated	24	-	-	24
Changes in PDs/LGDs/EADs	227	-	-	227
As at 31 December 2023	364	-	-	364
<i>Loans and advances</i>				
As at 1 January 2023	974	24	22,443	23,441
New financial assets originated	195	-	-	195
Changes in PDs/LGDs/EADs	(162)	(24)	(14,793)	(14,979)
As at 31 December 2023	1,007	-	7,650	8,657

27 RISK MANAGEMENT (continued)**Credit risk (continued)*****Movement in loss allowance (continued)***

The following table explain the changes in the loss allowance from 1 January 2023 to 31 December 2023:

	Stage 1 12-month ECL AED'000	Stage 2 Lifetime ECL AED'000	Stage 3 Lifetime ECL AED'000	Total AED'000
<i>Investments – measured at amortised cost</i>				
As at 1 January 2023	2,127	1,658	53,146	56,931
Changes in PDs/LGDs/EADs	(1,306)	(1,643)	(20,723)	(23,672)
As at 31 December 2023	821	15	32,423	33,259

All guarantees issued by the Group are collateralised by cash and classified as stage 1 within the ECL model as at 31 December 2023 and 31 December 2022.

The following table explain the changes in the loss allowance from 1 January 2022 to 31 December 2022:

	Stage 1 12-month ECL AED'000	Stage 2 Lifetime ECL AED'000	Stage 3 Lifetime ECL AED'000	Total AED'000
<i>Due from banks</i>				
As at 1 January 2022	508	-	-	508
New financial assets originated	30	-	-	30
Changes in PDs/LGDs/EADs	(425)	-	-	(425)
As at 31 December 2022	113	-	-	113
<i>Loans and advances</i>				
As at 1 January 2022	972	9	22,989	23,970
Transfer from Stage 1 to Stage 2	(9)	9	-	-
New financial assets originated	310	-	-	310
Changes in PDs/LGDs/EADs	(299)	6	(546)	(839)
As at 31 December 2022	974	24	22,443	23,441
<i>Investments – measured at amortised cost</i>				
As at 1 January 2022	3,592	3,643	1,660	8,895
Transfers				
Transfer from Stage 1 to Stage 3	(2)	-	2	-
Transfer from Stage 1 to Stage 2	(23)	23	-	-
Transfer from Stage 2 to Stage 1	92	(92)	-	-
Transfer from Stage 2 to Stage 3	-	(3,387)	3,387	-
Changes in PDs/LGDs/EADs	(1,532)	1,471	48,097	48,036
As at 31 December 2022	2,127	1,658	53,146	56,931

27 RISK MANAGEMENT (continued)

Liquidity risk

Liquidity risk is the risk that the Group will be unable to meet its short-term cash outflows and net funding requirements. Liquidity risk can be caused by market disruptions or credit downgrades which may cause certain sources of funding to dry up immediately and sudden withdrawal of client deposits. To guard against this risk, management has diversified funding sources and assets are managed with liquidity in mind and by maintaining a healthy balance of cash and cash equivalents in the form of high-quality liquid asset (HQLA).

The Group maintains a portfolio of highly liquid marketable securities and diverse assets that can be easily liquidated in the event of an unforeseen interruption of cash flow. The Group also has committed lines of credit that it can access to meet liquidity needs through repo lines by borrowing against liquid assets without realizing loss from the sale of securities during adverse market events. To guard against sudden deposit withdrawal risk, the Bank maintains reasonable amount of liquidity buffer by maintaining a reasonable amount high quality liquid asset which intends to have a repo eligibility with minimal amount of haircut even during stressed market scenario. In addition, the Group maintains a statutory reserve with the Central Bank of UAE which can be withdrawn entirely on any day for daily settlement purposes, provided that the daily average requirements over a 14-day reserve maintenance period is maintained. The liquidity position is assessed and managed under a variety of scenarios, giving due consideration to stress factors relating to both the market in general and specifically to the Group.

Maturities of assets and liabilities at the date of the statement of financial position are set out in the table on the next page based on the remaining period to the contractual maturity date without taking account of the effective maturities as indicated by the Group's deposit retention history and the availability of liquid funds.

Emirates Investment Bank P.J.S.C.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2023

27 RISK MANAGEMENT (continued)

Liquidity risk (continued)

31 December 2023

	Less than 3 months AED'000	From 3 months to 6 months AED'000	From 6 months to 12 months AED'000	Subtotal less than 12 months AED'000	1 – 5 years AED'000	Over 5 years AED'000	Subtotal over 12 months AED'000	Undated AED'000	Total AED'000
ASSETS									
Cash and balances with UAE									
Central Bank	1,065,963	-	-	1,065,963	-	-	-	-	1,065,963
Due from banks, net	648,040	-	5,509	653,549	-	-	-	-	653,549
Loans and advances, net	155,465	68,898	260,586	484,949	-	-	-	-	484,949
Investments, net	424,867	317,004	400,340	1,142,211	911,847	101,475	1,013,322	138,545	2,294,078
Other assets	17,269	8,012	6,099	31,380	5,657	-	5,657	797	37,834
Property, equipment and intangible assets	-	-	-	-	-	-	-	4,034	4,034
Total assets	2,311,604	393,914	672,534	3,378,052	917,504	101,475	1,018,979	143,376	4,540,407
LIABILITIES AND EQUITY									
Customer deposits	2,777,824	106,182	266,456	3,150,462	45,250	-	45,250	-	3,195,712
Other liabilities	106,630	3,941	5,033	115,604	7,414	-	7,414	7,352	130,370
Equity	-	-	-	-	-	-	-	1,214,325	1,214,325
Total liabilities and equity	2,884,454	110,123	271,489	3,266,066	52,664	-	52,664	1,221,677	4,540,407
Net liquidity gap	(572,850)	283,791	401,045	111,986	864,840	101,475	966,315	(1,078,301)	

The liquidity gap of the Group is closely monitored by the ALCO. The Group maintains a reasonable level of high quality assets to borrow against the repo lines to cover the contractual gaps with multiple counterparties and maintains reasonable level of unutilized money market limits to raise sufficient funding to manage unexpected outflows. The Group continues to monitor its liquidity positions to ensure it has sufficient liquidity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2023

27 RISK MANAGEMENT (continued)**Liquidity risk (continued)**

31 December 2022

	Less than 3 months AED'000	From 3 months to 6 months AED'000	From 6 months to 12 months AED'000	Subtotal less than 12 months AED'000	1 – 5 years AED'000	Over 5 years AED'000	Subtotal over 12 months AED'000	Undated AED'000	Total AED'000
ASSETS									
Cash and balances with UAE									
Central Bank	402,248	-	-	402,248	-	-	-	-	402,248
Due from banks, net	819,138	-	93,282	912,420	-	-	-	-	912,420
Loans and advances, net	200,952	60,581	307,465	568,998	422,000	-	422,000	-	990,998
Investments, net	65,980	27,744	96,971	190,695	980,306	190,895	1,171,201	176,688	1,538,584
Other assets	13,764	6,103	5,079	24,946	9,169	-	9,169	3,789	37,904
Property, equipment and intangible assets	-	-	-	-	-	-	-	3,751	3,751
Total assets	1,502,082	94,428	502,797	2,099,307	1,411,475	190,895	1,602,370	184,228	3,885,905
LIABILITIES AND EQUITY									
Customer deposits	2,498,234	195,193	652,525	3,345,952	33,210	-	33,210	-	3,379,162
Other liabilities	13,480	16,138	33,515	63,133	10,246	-	10,246	6,450	79,829
Equity	-	-	-	-	-	-	-	426,914	426,914
Total liabilities and equity	2,511,714	211,331	686,040	3,409,085	43,456	-	43,456	433,364	3,885,905
Net liquidity gap	(1,009,632)	(116,903)	(183,243)	(1,309,778)	1,368,019	190,895	1,558,914	(249,136)	

27 RISK MANAGEMENT (continued)**Liquidity risk (continued)***Analysis of financial liabilities by remaining contractual maturities*

The table below summarises the maturity profile of the Group's financial liabilities at the year-end based on remaining contractual undiscounted repayment obligations. Repayments which are subject to notice are treated as if notice were to be given immediately. However, the Group expects that many customers will not request repayment on the earliest date the Group could be required to pay and, accordingly, the table below does not reflect the expected cash flows based on Group's deposit retention history.

31 December 2023

	On demand AED'000	Less than 3 months AED'000	3 to 12 months AED'000	1 to 5 years AED'000	Total AED'000
Customer deposits	1,248,471	1,533,954	383,266	48,085	3,213,776
Other liabilities	-	106,655	9,034	7,467	123,156
	<u>1,248,471</u>	<u>1,640,609</u>	<u>392,300</u>	<u>55,552</u>	<u>3,336,932</u>

31 December 2022

	On demand AED'000	Less than 3 months AED'000	3 to 12 months AED'000	1 to 5 years AED'000	Total AED'000
Customer deposits	1,400,180	1,099,680	865,530	39,570	3,404,960
Other liabilities	-	13,515	49,744	10,386	73,645
	<u>1,400,180</u>	<u>1,113,195</u>	<u>915,274</u>	<u>49,956</u>	<u>3,478,605</u>

The Group maintains liquidity projection schedules which are assessed monthly by a asset liability committee (ALCO). ALCO ensures to track the projected liquidity requirements emanating from different business segment and monitor the anticipated cash flows. Group conduct stress testing based on the agreed assumptions as advised by the BOD annually as a capital planning process.

The Group maintains liquidity buffers taking into consideration depositors run-off and market wide stress with reduced LTV for repo lines against repo eligible securities. Liquidity buffers are maintained by always having reasonable level of HQLA which are dynamically managed by the Group to cover any short-term contractual gap or unanticipated gap which might emerge in future. The Group ensures to maintain a diversified pool of securities in the investment portfolio with repo eligibility with a proper mix of credit rating to keep the cost of borrowing and haircut on collateral at minimal level. Due considerations are given by maintaining secured and unsecured credit lines with multiple counterparties to avoid the risk of sudden withdrawal of credit lines by the counterparty in the stressed liquidity situations.

The Group has clearly set out contingency funding strategy (CFP) for addressing the liquidity shortfalls in emergency situations. Plan outlines the guidelines to manage range of stress environments with clear line of responsibility and escalation procedure. As a part of the plan Group ensures that it always maintain a adequate financial resources so that there is no significant risk that its liabilities cannot be met as they fall due or operational services cannot be maintained due to lack of liquidity. The Group's CFP incorporates a credible recovery option that can restore the Bank's capital, liquidity and/or profitability so that it can continue to operate sustainably and viably in case the crisis materializes. The crisis framework is designed to ensure that crisis is identified at an early stage and adequately managed via early warning indicators.

27 RISK MANAGEMENT (continued)

Market risk

Market risk arises from fluctuations in interest rates, foreign exchange rates and equity prices. The Board has set limits on the value of risk that may be accepted. This is monitored on a regular basis by the Principal Investment Committee.

Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future economic value or the fair values of financial instruments. The Group is exposed to interest rate risk as a result of mismatches on the repricing gap profile in the amounts of assets and liabilities and off-balance sheet instruments that mature or reprice in a given period.

The Board has established levels of interest rate risk in the banking book by setting interest rate sensitivity limits. The Group conduct periodic assessment of asset-liability mismatch and key underlying assumptions driving the interest rate risk in the banking book. For each of the maturity buckets, the difference between interest sensitive assets and interest sensitive liabilities are analysed to arrive at the interest rate repricing gap. This interest rate repricing gap across the tenor are then used to assess the impact on economic value of equity scenario based forward changes in the interest rate yield curve. The Group measures the impact of interest rate risk in the banking book in the form of impact on economic value of equity (EVE) by applying 200bps upward or downward parallel shift in the interest rate curve in line with the regulatory requirements.

IBOR reform

The Group's transition program commenced in the previous year and was completed during the year ended 31 December 2023.

At 31 December 2023, there were no financial instruments which were referenced to significant IBORs (31 December 2022: Loans and advances amounting to AED 67,341 thousand were exposed to USD LIBOR). All the Group's exposure at the period-end have been transitioned to RFRs.

Hedge accounting

As at 31 December 2023 and 31 December 2022 the Group did not hold any hedged instruments which were referenced to significant IBORs and have not yet transitioned to an alternative interest rate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2023

27 RISK MANAGEMENT (continued)**Market risk (continued)***Interest rate risk (continued)**Interest rate repricing profile*

The following table provides an analysis of the Group's interest rate risk exposure on financial assets and liabilities. The Bank's assets and liabilities are included at carrying amount and categorised by the earlier of contractual repricing or maturity dates.

31 December 2023

	Less than 3 months AED'000	3 to 12 months AED'000	1 to 5 years AED'000	over 5 years AED'000	Non-interest bearing AED'000	Total AED'000
Cash and balances with Central Bank of the UAE	-	-	-	-	1,065,963	1,065,963
Due from banks, net	648,041	5,508	-	-	-	653,549
Loans and advances, net	484,949	-	-	-	-	484,949
Investments, net	458,481	710,338	900,239	113,334	111,686	2,294,078
Other assets	14,102	9,118	-	-	14,614	37,834
Property, equipment and intangible assets	-	-	-	-	4,034	4,034
	<u>1,605,573</u>	<u>724,964</u>	<u>900,239</u>	<u>113,334</u>	<u>1,196,297</u>	<u>4,540,407</u>
Customer deposits	2,777,823	372,639	45,250	-	-	3,195,712
Other liabilities	12,065	7,977	7,268	-	103,060	130,370
Equity	-	-	-	-	1,214,325	1,214,325
	<u>2,789,888</u>	<u>380,616</u>	<u>52,518</u>	<u>-</u>	<u>1,317,385</u>	<u>4,540,407</u>
Interest sensitivity gap	<u>(1,184,315)</u>	<u>344,348</u>	<u>847,721</u>	<u>113,334</u>	<u>(121,088)</u>	<u>-</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2023

27 RISK MANAGEMENT (continued)**Market risk (continued)***Interest rate risk (continued)**Interest rate repricing profile (continued)*

31 December 2022

	Less than 3 months AED'000	3 to 12 months AED'000	1 to 5 years AED'000	over 5 years AED'000	Non-interest bearing AED'000	Total AED'000
Cash and balances with Central Bank of the UAE	288,000	-	-	-	114,248	402,248
Due from banks, net	819,138	93,282	-	-	-	912,420
Loans and advances, net	568,998	-	422,000	-	-	990,998
Investments, net	78,820	124,712	976,717	181,647	176,688	1,538,584
Other Assets	10,727	5,825	41	-	21,311	37,904
Property, equipment and intangible assets	-	-	-	-	3,751	3,751
	<u>1,765,683</u>	<u>223,819</u>	<u>1,398,758</u>	<u>181,647</u>	<u>315,998</u>	<u>3,885,905</u>
				-		
Customer deposits	2,498,234	847,718	33,210	-	-	3,379,162
Other liabilities	7,731	40,782	9,016	-	22,300	79,829
Equity	-	-	-	-	426,914	426,914
	<u>2,505,965</u>	<u>888,500</u>	<u>42,226</u>	<u>-</u>	<u>449,214</u>	<u>3,885,905</u>
Interest sensitivity gap	<u>(740,282)</u>	<u>(664,681)</u>	<u>1,356,532</u>	<u>181,647</u>	<u>(133,216)</u>	

27 RISK MANAGEMENT (continued)**Market risk (continued)****Interest rate risk (continued)**

The following table demonstrates the impact on economic value of equity (EVE) due to a 200 bps upward parallel shift in interest rates, with all other variables held constant, of the Group's statement of core equity (CET1) excluding provision and revaluation reserves for the complete banking book profile of the Group. The Group also computes the earnings at risk (EaR) applying a parallel upward 200bps shift in the interest rate curve for all the repricing assets and liabilities maturing within one year tenor.

	Impact on net profit 2023 AED'000	Impact on equity 2023 AED'000	Impact on net profit 2022 AED'000	Impact on equity 2022 AED'000
Increase in 200 basis points	<u>4,252</u>	<u>(57,492)</u>	<u>(4,795)</u>	<u>(64,775)</u>

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Group has set limits on net open positions by currency. Net open positions are monitored on a daily basis and strategies used to ensure positions are maintained within established limits.

Major currency wise open positions of the Group are as follows:

	2023 Long/(short) AED'000	2022 Long/(short) AED'000
Euro	(10,245)	617
Pound Sterling	(168)	100
Swiss Francs	(46)	(221)
US Dollars	420,610	875,408

Since the UAE Dirham is pegged to the US Dollar, management believes that presently the Group is not exposed to any significant foreign currency risk in respect of the US Dollar.

Equity price risk

Equity price risk is the risk that the fair values of equities decrease as the result of changes in the levels of equity indices and the value of individual stocks. The non-trading equity price risk exposure arises from the Group's private equity investment portfolio.

The effect on equity due to a reasonably possible change in equity markets, with all other variables held constant, is as follows:

	Change in equity price 2023 %	Effect on equity 2023 AED'000	Change in equity price 2022 %	Effect on Equity 2022 AED'000
Abu Dhabi Securities Market	+/-10	615	+/-10	582
Dubai Financial Market	+/-10	6,795	+/-10	6,188
Net asset value of managed funds and private equities	+/-10	6,397	+/-10	10,846
Other exchanges	+/-10	41	+/-10	53

27 RISK MANAGEMENT (continued)**Operational risk**

Operational risk is the risk of loss arising from systems failure, human error, fraud or external events. When controls fail to perform, operational risks can cause damage to reputation, have legal or regulatory implications, or lead to financial loss. The Group cannot expect to eliminate all operational risks, but through a control framework and by monitoring and responding to potential risks, the Group is able to manage the risks. Controls include effective segregation of duties, access, authorisation and reconciliation procedures, staff education and assessment processes, including the use of internal audit.

28 FAIR VALUE OF FINANCIAL INSTRUMENTS

Fair value represents the amount at which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Differences can therefore arise between book-value under the historical cost method and fair value estimates.

Determination of fair value and fair value hierarchy:

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities;

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly;

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

Fair value hierarchy of investments is disclosed under note 9.

The table below sets out the Group's classification of each class of financial assets and liabilities, and their carrying values before provision, if any.

	At fair value through profit or loss AED'000	At fair value through OCI AED'000	Amortised cost AED'000	Total AED'000
31 December 2023				
Financial assets				
Cash and balances with Central Bank of the UAE	-	-	1,065,963	1,065,963
Due from banks	-	-	653,913	653,913
Loans and advances	-	-	493,696	493,696
Investments, net	56,819	1,872,750	397,696	2,327,265
Other assets	-	-	25,810	25,810
	<u>56,819</u>	<u>1,872,750</u>	<u>2,637,078</u>	<u>4,566,647</u>
Financial liabilities				
Customer deposits	-	-	3,195,712	3,195,712
Other liabilities	-	-	130,370	130,370
	<u>-</u>	<u>-</u>	<u>3,326,082</u>	<u>3,326,082</u>

There was no transfer between levels during the year ended 31 December 2023 and 2022.

28 FAIR VALUE OF FINANCIAL INSTRUMENTS (continued)**Determination of fair value and fair value hierarchy (continued)**

	At fair value through profit or loss AED'000	At fair value through OCI AED'000	Amortised cost AED'000	Total AED'000
31 December 2022				
Financial assets				
Cash and balances with Central Bank of the UAE	-	-	402,248	402,248
Due from banks	-	-	912,533	912,533
Loans and advances	-	-	1,019,058	1,019,058
Investments, net	107,147	911,946	576,422	1,595,515
Other assets	-	-	22,011	22,011
	<u>107,147</u>	<u>911,946</u>	<u>2,932,272</u>	<u>3,951,365</u>
Financial liabilities				
Customer deposits	-	-	3,379,162	3,379,162
Other liabilities	-	-	79,829	79,829
	<u>-</u>	<u>-</u>	<u>3,458,991</u>	<u>3,458,991</u>

With the exception of debt investments measured at amortised cost (where the fair values are disclosed in note 9), management considers that the carrying amounts of financial assets and liabilities measured at amortised cost in the consolidated financial statements approximate their fair values as these are substantially short term in nature and carry market rates of interest.

29 CAPITAL ADEQUACY

The Central Bank of UAE ('CBUAE') supervises the Group on a consolidated basis, and therefore receives information on the capital adequacy of, and sets capital requirements for, the Group as a whole. Effective from 2017, the capital is computed at a Group level using the Basel III framework of the Basel Committee on Banking Supervision ('Basel Committee'), after applying the amendments advised by the CBUAE, within national discretion. The Basel III framework is structured around three 'pillars': minimum capital requirements, supervisory review process and market discipline.

Minimum capital requirements

The CBUAE issued Basel III capital regulations, which came into effect from 1 February 2017 introducing minimum capital requirements at three levels, namely Common Equity Tier 1 ('CET1'), Additional Tier 1 ('AT1') and Total Capital. The follow up Guidance for Capital Adequacy of Banks in the UAE which came in November 2020 captures the aspect of Counterparty Credit Risk, Credit Valuation Adjustment, Equity Investment in Funds and Securitised assets. The CBUAE has re-issued the Capital Adequacy Guidance in December 2022 primarily covering the aspect of internal assessment of surplus/deficit of capital from ICAAP.

Additional capital buffers (Capital Conservation Buffer (CCB) of 2.5%) introduced over and above the minimum CET1 requirement of 7%.

29 CAPITAL ADEQUACY (continued)

Regulatory capital

The Bank's capital base is divided into two main categories, namely CET1 and Tier 2 ('T2'), depending on their characteristics.

- CET1 capital is the highest quality form of capital, comprising share capital, legal, statutory and other reserves, fair value reserve, retained earnings and other regulatory adjustments relating to items that are included in equity but are treated differently for capital adequacy purposes under 'CBUAE' guidelines.
- T2 capital comprises undisclosed reserves.

The capital adequacy ratio as per Basel III framework is given below:

	2023 AED'000	2022 AED'000
Common Equity Tier 1 capital		
Issued capital	1,000,000	70,000
Legal reserve	45,754	35,000
Special reserve	-	44,251
Retained earnings	132,176	275,873
Fair value reserve	(12,157)	(37,848)
Regulatory deductions	(844)	(1,580)
Total CET I capital	1,164,929	385,696
Tier II capital		
Eligible general provisions	22,926	22,283
Total tier II capital	22,926	22,283
Total eligible capital	1,187,855	407,979
Risk weighted exposure		
Credit risk	1,834,099	1,782,666
Market risk	10,498	8,416
Operational risk	223,233	159,180
Total	2,067,830	1,950,262
Capital Ratio		
Total capital ratio	57.44%	20.92%
Tier I ratio	56.34%	19.78%
CET I ratio	56.34%	19.78%

Capital management policies, stress testing and capital management

The Bank has a robust capital adequacy assessment, monitoring and reporting process and is pro-actively advancing its internal capital adequacy assessment framework along the lines of Basel III.

The forward-looking internal capital adequacy assessment process (ICAAP) is based on the Bank's financial budget projections. Various stress scenarios are considered to assess the strength of the Bank's capital adequacy over a three year period.

The implemented ICAAP is based on Economic Capital and defines adequacy as balance of capital supply, in the form of available financial resources, and capital demand, in the form of cushion against unexpected losses. The Bank's quantification models have been subject to external scrutiny and validation.

29 CAPITAL ADEQUACY (continued)

Capital management policies, stress testing and capital management (continued)

The primary objectives of the Bank's capital management are to ensure that the Bank complies with regulatory requirements with additional buffer due to externally imposed shocks. The Bank maintains healthy capital ratios in order to support its business and to maximize shareholders' value.

The Bank manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Bank may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes were made in the objectives, policies, and processes from the previous years.

30 FIDUCIARY ASSETS

	2023 AED'000	2022 AED'000
Balance of fiduciary assets	<u>4,215,836</u>	<u>3,764,440</u>

The Group provides custody services for its customers' assets. These assets are held by the Group in a fiduciary capacity and are, accordingly, not included in these consolidated financial statements as assets of the Group.

31 SUBSEQUENT EVENTS

There have been no events subsequent to the statement of financial position date that would significantly affect the amounts reported in the consolidated financial statements.

2023 SUSTAINABILITY REPORT

بنك الامارات
للاستثمار

EMIRATES INVESTMENT BANK



Contents

ABOUT THIS REPORT	03	ETHICAL GOVERNANCE	18
About This Report		Board of Directors	
CEO's Statement		Organizational Structure	
		Board and Committees Structure	
ABOUT EMIRATES INVESTMENT BANK	05	SUSTAINABLE MANAGEMENT	21
Financial Performance		Stakeholder Consultation	
Sustainable Investments		Sustainable Banking Framework	
		Materiality Analysis	
ENVIRONMENTAL STEWARDSHIP	08	GRI Standards Content Index	
Environmental Initiatives			
Water & Energy Consumption			
Waste Management			
Environmental Stewardship Goals 2023			
SOCIAL STEWARDSHIP	12		
Human Assets			
Equal Opportunity & Diversity			
Our Outstanding Client Service			
Training & Development			
Health & Safety			
Employee Wellbeing			
CSR Initiatives			
Social Stewardship 2023 Goals			



About this Report

Climate change poses a significant economic and social risk throughout the world and is one of the greatest threats facing society today. Therefore, the UAE has declared 2023 the Year of Sustainability under the theme "Today for Tomorrow" in order to emphasize the need to take immediate steps towards achieving a net-zero economy. Emirates Investment Bank continues to use Sustainable Finance as a key strategy for helping clients along their sustainability journeys and for enhancing corporate social responsibility. As part of the sustainable finance framework, Emirate Investment Bank defines the methodology and procedures that will be used when classifying financial products and services.

Emirates Investment Bank continues to demonstrate its commitment to sustainability through a variety of initiatives. This includes tailoring its products and services to meet the needs of its stakeholders and empowering the bank's people and communities by offering financial products and services that enable better environmental and social outcomes. In order to contribute to a sustainable future, Emirates Investment Bank aims to optimize trust, practice responsible governance, and support the needs of its employees and communities.



CEO's Statement

As the global economy moves towards a more sustainable environment, all major organisations are continually integrating social, environmental and technological developments in the strategy for the next decade, and the impact for generations to come.

During the COP28 climate summit in Dubai, clearly delivered a consensus that included an unprecedented reference to "transition away from fossil fuels" in a just, equitable and orderly manner – the main driver of climate change. It is the first time such an agreement has been reached in 28 years of international climate negotiations.

At Emirates Investment Bank, we help our clients navigate the challenges and embrace the opportunities of rapidly changing world. Our flexible and personal approach enables us to provide bespoke solutions addressing all private banking needs.

Our business is built on a foundation of integrity and ethical conduct, with responsible asset and wealth management as an intrinsic part of our commitment to sustainability. We empower our clients to navigate their sustainability journey more effectively.

Additionally, our responsibility as a key participant in the global fight against financial crime is complemented with a comprehensive suite of solutions designed

to help us stay ahead of those who seek to abuse the financial system for their own gain.

We strive to give our employees at EIBank a work environment that allows them to thrive and feel valued, respected, and included, giving them the resources to develop their expertise through various training programs. It also gives us a competitive edge and helps us attract and retain the best talent from all backgrounds.

We are extremely proud of our initiatives to recruit, develop and empower UAE nationals in the Wealth Management sector. During 2023, 37% of new hires were UAE nationals and Emiratis now represent 18.5% of our total work force.

Our Bank is committed to deepening its culture of diversity, equity, and inclusion as we solidify our offering to provide best-in-class banking and investment solutions, as well as continuing to lead with best governance policies.

As we navigate towards digital banking, we have been expanding our digital offering to provide online access to account and investment portfolios, thus reducing the carbon footprint. The pages that follow tell a more comprehensive story of our achievements in 2023 and how we are fortifying our business and helping our clients and communities do the same.

“

Our business is built on a foundation of integrity and ethical conduct, with responsible asset and wealth management as an intrinsic part of our commitment to sustainability. We empower our clients to navigate their sustainability journey more effectively.

GAURAV SHAH
Chief Executive Officer

”

About Emirates Investment Bank

Emirates Investment Bank is a leading Dubai based investment and wealth management focused bank, supporting Clients through every stage of their wealth journey. The Bank was established in 1976, by prominent UAE business families. Emirates Investment Bank has played an important role in supporting the growth of the financial sector in UAE.

The Bank is first port of call for High-net-worth individuals in the Middle East seeking asset management and wealth management solutions to protect, grow, or transition their wealth locally, regionally or globally.

Emirates Investment Bank experienced team, having both local and global expertise, provide bespoke investment strategies with global best practices along with lending and daily banking services.



Vision

To be the premier wealth manager of choice in the region, for selected clients, providing exceptional and highly personalized service, supported by quality investment products.

01



Mission

We are committed to providing tailored and innovative investment and wealth management solutions for our clients, attracting and developing high quality relationship managers, building distinctive asset-class expertise and providing sustainable returns for our shareholders.

02



Core Values

Passion to perform

Recurring value

Integrity and transparency

Dependability

Employee engagement

03



Our Solutions

Our flexible and personal approach enables us to provide bespoke solutions addressing all of its clients' private banking needs, from asset management and access to global markets to corporate finance advice and daily banking.



Our History

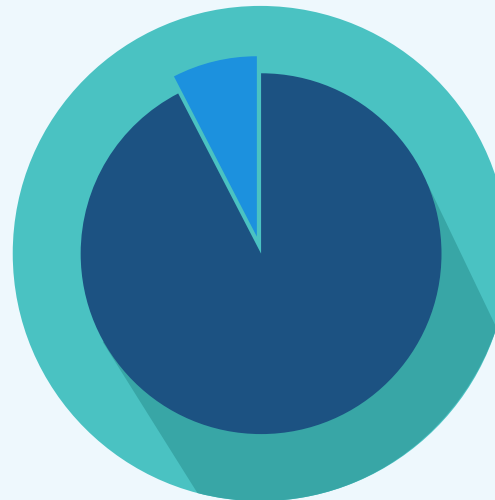
Emirates Investment Bank was founded in 1976 by prominent UAE business families with an initial focus on financing industrial projects. Over time, the focus shifted to asset management services.

In 2008, we adopted a new strategy that opened our wealth management platform to a broader base of high-net-worth clients from around the world.

Today, we lead in offering bespoke solutions across the full wealth management spectrum, from asset management and access to global markets to corporate finance advice and daily banking.

Our Shareholding

Emirates Investment Bank's shareholder base is composed of highly respected UAE business families and private investors from the local business community.



92.39%

AI Futtam Pvt Co. LLC

7.61%

Private Investors

Financial Performance

Supporting the energy transition to a low-carbon world has become a priority of governments and corporations worldwide. According to IEA's estimates, an annual investment of \$4 trillion in clean energy is required to reach net zero emissions by 2030.

In full endorsement to the need for supporting the envisaged growth in sustainable financing, Emirates Investment Bank participates in its capacity, by actively investing in fixed-income securities issued by ESG scorecard entities, including green and sustainability linked bonds.

Adhering to our investment mandate and looking beyond returns, we take it as our social responsibility to support sustainable financing linked instruments. EIBank is committed to analyse a growing universe of sustainable financing linked instruments and allocate a portion of its capital directed towards issuers addressing some of the most pressing social & environmental challenges globally.

Sustainable Investments

At Emirates Investment Bank, we believe financial success is intertwined with environmental sustainability, social responsibility, responsible business practices and ethical governance. We recognize that responsible financial services are integral to creating a sustainable world which remains an integral pillar of our strategy for years. For us, embracing ESG is not just a responsibility, it is an opportunity that is aligned with the UAE's ESG vision which aims to create a sustainable and inclusive society.

We are committed to working hand-in-hand with our clients and stakeholders to build a sustainable future. Playing its part, EIBank continuously assesses a growing universe of sustainable finance-linked instruments with an aim to allocate a meaningful portion of its capital to issues addressing some of the most pressing social & environmental challenges globally.

ESG is not just a tagline for us, it is a promise. We strive to harness the power of banking by financing green loans and offering sustainable investment products for our clients.

Lastly, we continue to uphold ethical labor practices, support diverse communities and champion financial inclusion throughout our value chain.

AED'000

	2022	2023
Operating Income	101,400	161,370
Net Profit/(loss)	(23,673)	107,544
Total Assets	3,885,905	4,540,407
Net Loans and Advances	990,998	484,949
Net Investments	1,538,584	2,294,006
Customer Deposits	3,379,162	3,195,712
Total Equity	426,914	1,214,325



37%

of our Investment Book, with value of **AED 828 million** is based on ESG scored entities and includes green bonds.

41%

of collateral in Lombard Lending, with value at **AED 156 million** is from ESG scored entities.

Environmental Stewardship

Environmental Initiatives

We at Emirates Investment Bank, take initiative in protecting the environment and our surroundings. The main intention is to be sustainable in whatever we do.

Our environmental performance measures conducted are energy conservation, waste reduction and greenhouse gas emissions. We use a framework that helps us inspect and incorporate environmental concerns, opportunities and problems. Our senior management is involved actively in assessing and approving policies and actions relating to environmental initiatives and issues.

One of our goals is to raise awareness among our employees about the importance of reducing carbon footprint. We have implemented initiatives like waste recycling; implementing segregation of waste and divert recyclable waste from landfill, responsible purchasing, adopt green cleaning chemicals and equipment for office use, and encouraging paperless operations.



All the bank's tower-based desktop models, which consume more power, have been replaced with Small Form Factor models, which consume less power and so save electricity.



In 2023, Emirates Investment Bank cut the number of physical printers' capacity by half, and the majority of our internal forms are signed using the digital sign in approach, which considerably reduced paper usage.



Reduction in the use of A4 paper. The bank is consuming just two boxes per week.



To reduce electricity consumption, the bank is gradually switching to LED lighting.



ECO friendly products are preferred while purchasing i.e electronics & disposables.



Emirates Investment Bank is restricted to purchase Electronics and Cleaning Products according to ENVIRONMENTALLY PREFERRABLE PURCHASING (EPP) POLICY of the festival tower which reflects the shareholder's objective to promote and encourage accountability, social equality, fiscal responsibility, and community and environmental sustainability

Water and Energy Consumption



Restricting the environmental footprint in our business operations is one of our key factors. In the coming years, our plan is to reduce our environmental impact by implementing environment-friendly policies and behaviors. We intend to continually optimize our sustainability performance in our operations some of it being energy, water consumption and paper recycling. The source of our energy consumption is grid electricity consumed in our office.



Energy Consumption (2023)

232,803 kWh

Energy Consumption per employee (2023)

2,874 kWh



Total Drinking Water Consumption (2023)

19.20 KiloLiters

Drinking Water Consumption (2023) per employee

0.23 Kiloliters



GHG Emissions

We carefully monitor CO2 emissions while we operate our business. It allows us to identify and improve on points and plan interventions as needed while assessing our impact on the environment.



GHG Emission from Electricity Consumed (2023)

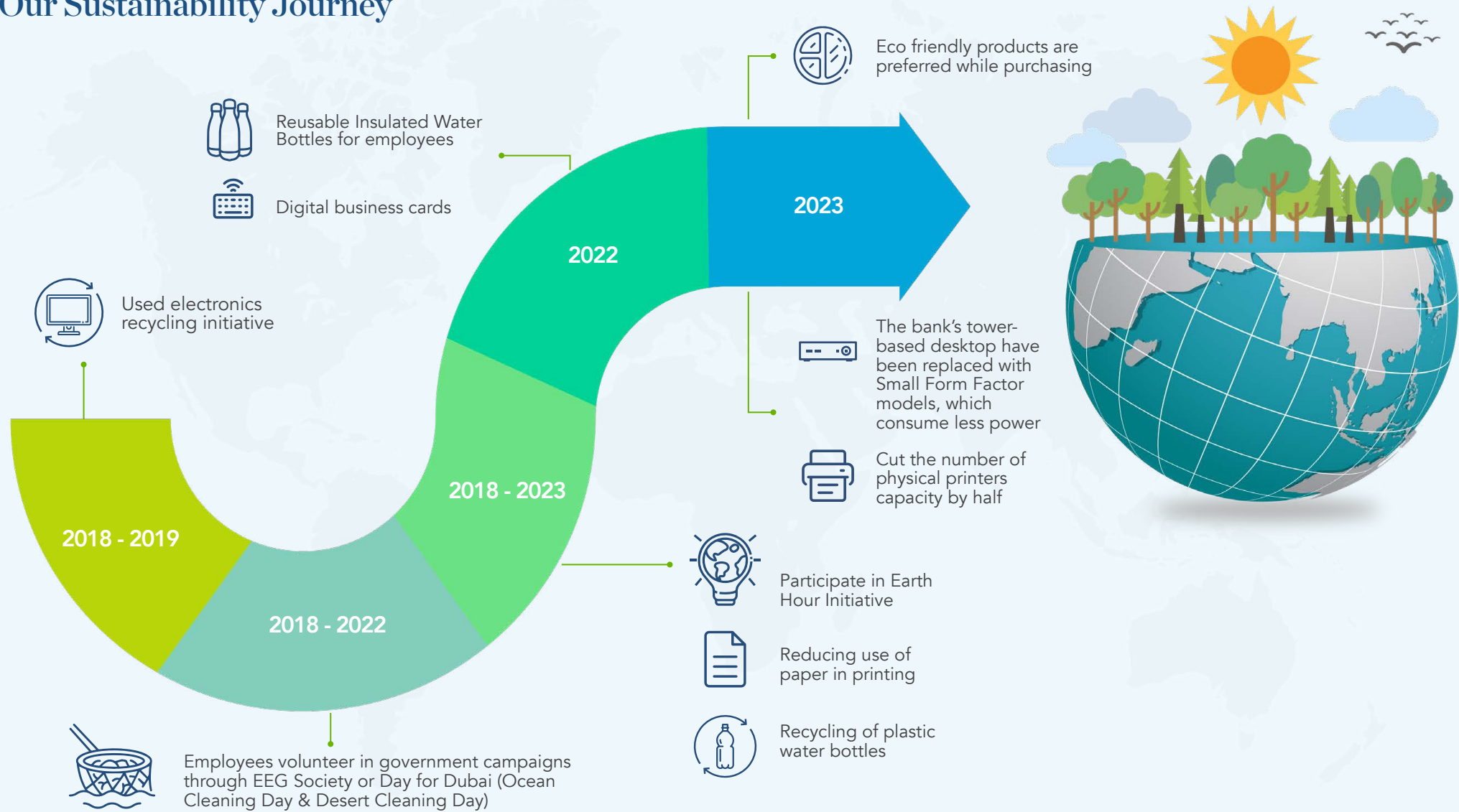
93,135 kgCO2e



GHG Emission (2023) Intensity

1,150 kgCO2e/employee

Our Sustainability Journey



Waste Management

We are constantly striving to ensure energy and resource efficiency, health and comfort, and responsible waste management at our facility. In order to support the environment, we have two recycling bins on site for the recycling of paper and plastic, as well as ensuring that all initiatives are in accordance with Festival Tower's environmental principles.



We as a bank want to contribute to a better cause, hence we take these activities seriously and with utmost importance. This process is not merely a housekeeping exercise but also shows how we are committed to preserving the UAE environment and supporting the local community.

Environmental Stewardship 2024 Goals



In 2024 Emirates Investment Bank intends to guide environmental actions at every level. It will focus on changes in society that will lead to a clean, healthy environment; focusing on responsibility for environmental quality shared by all the employees whose actions affect the environment. The sense of responsibility is a value that can be reflected through the choices of our company, our employees, shareholders and clients. We continuously improve our environmental performance, and commit to efficient use of natural resources, and protection of ecosystems.

Our Goals



Paperless operations and digital innovation: Most of our internal operations will be automated using Microsoft Power Apps, and a few services have been migrated to the cloud. In addition, certain critical operations will be digitalized, including the transition to paper-free client onboarding



Prevention of waste and promotion of recycling and reuse of material.



Go plastic free (Reusable bags, insulated water bottles, cutlery)



Reduce Carbon footprint (choose green electronics, promote greener commutes, efficient lighting) and responsible purchasing (Less waste, minimal packaging, sustainable stationery)

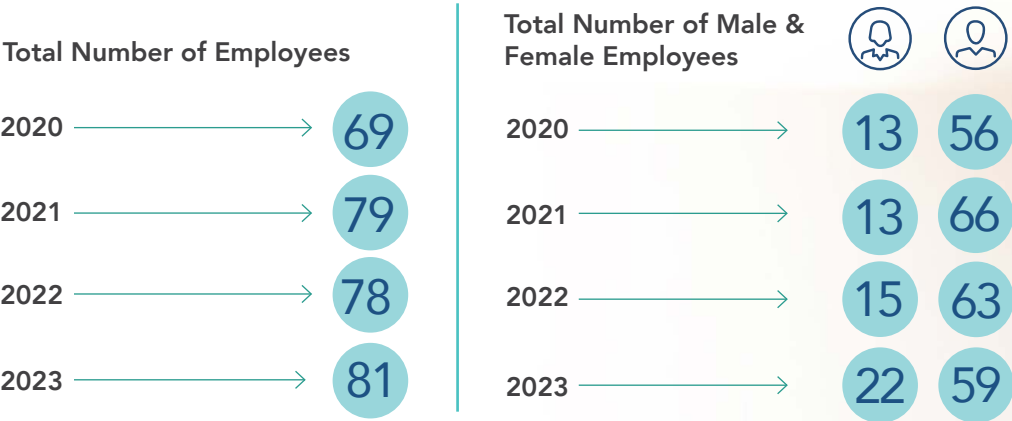


Green your home, promote employees (programmable thermostat, energy saving lightbulbs, indoor air quality)

Social Stewardship

Human Assets

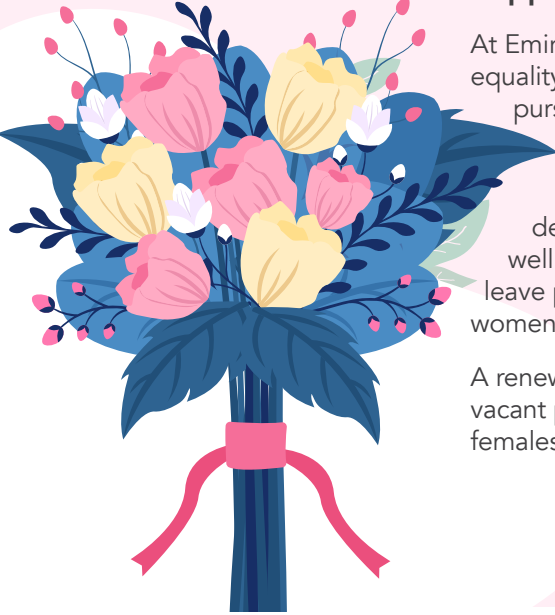
Our employees are our pillars of strength. It is their hard work and dedication that defines our success. We have consistently been providing an atmosphere that encourages their overall growth. At EIBank, we promote diversity, pay competitively and proactively promote and support the employment of women. We are proud that over 56% of new hires in 2023 were women. We also provide an open learning environment for employees to develop their knowledge and skillsets.



Equal Opportunity & Diversity



At Emirates Investment Bank, we embrace diversity, recognising that diversity of talent brings different perspectives and experiences, which in turn has the potential for increased productivity. As a client-serving institute, we know that a diversified workforce helps deliver a better experience for our clients too. Internally, exposure to cross-cultural understanding and being challenged by contrasting ideas, provides employees with ongoing development that results in increased employee engagement. Our workforce is diverse and comprises of 81 people who represent 14 different nationalities, 27% of which are female. We follow comprehensive policies and a robust code of conduct that not only sets expected standards of performance, but demands an environment where relationships are based on mutual respect, free of discriminatory behaviours.



Supporting Women

At Emirates Investment Bank, we support gender equality with equal opportunities and encouragement to pursue roles at every level of the corporate ladder.

Our retention strategy has included opening up internal mobility opportunities, facilitating career development with a combination of on-the-job as well as structured learning. An enhanced maternity leave policy is an additional retention tool, encouraging women to return to the workplace with peace of mind.

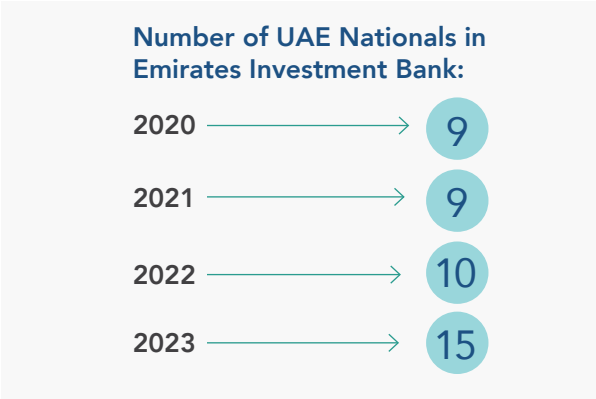
A renewed focus on proactively targeting women for vacant positions has resulted in 56% of new hires being females – an initiative the bank will carry forward.



Emiratization

Emirates Investment Bank is proud of its deep Emirati roots. UAE nationals have always been an integral part of the Bank's journey and are represented across the various levels and functions of the Bank. We are committed to developing our growing team of Emirati talent through professional training programmes that aim to further enhance their financial knowledge and help them with career progression.

We are also committed to attract Emiratis to the financial sector and to us through our ongoing employment drives and collaborations with the designated government departments. We are proud to play an active role in promoting the participation of Emirati talent in the private sector, and during 2023, UAE Nationals formed over 37% of job offers extended was to UAE Nationals, including the bank's very first graduate trainee.



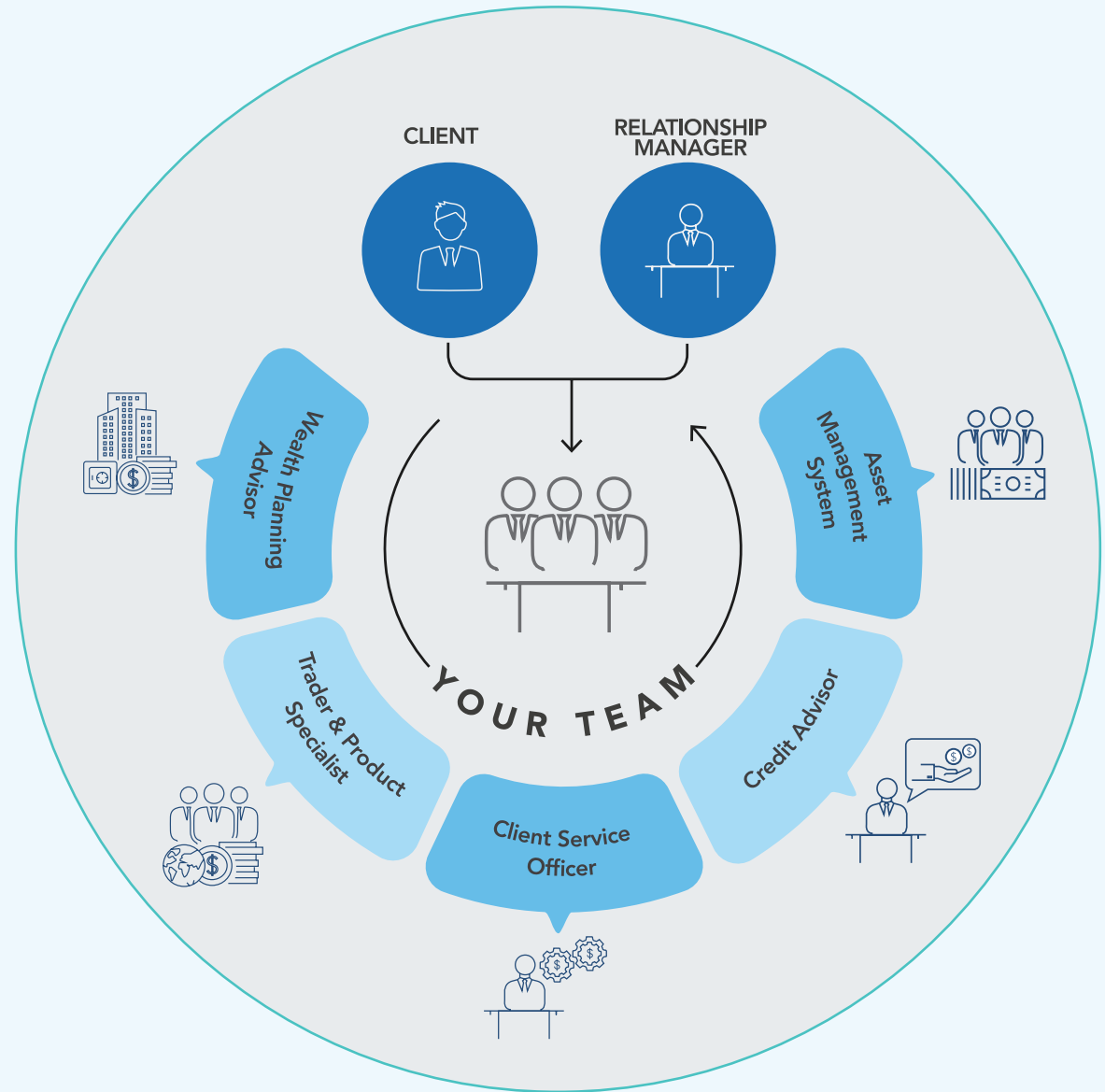
Our Outstanding Client Service

Our strong client service is backed upon by our extremely experienced team of financial experts. We ensure each client's needs and expectations are completely understood before providing them with the tailor-made solutions and services. We are a relationship-driven bank, focused on building long-term partnerships based on a foundation of trust, stability and integrity with our clients.



Client Complaints

On our website, customers are able to make a complaint at any time and our dedicated team is fully committed to investigating and resolving the issue with the concerned department. As of 2023, no complaints have been filed regarding breaches of customer privacy or data loss.



Training & Development

Talent is a vital resource at Emirates Investment Bank, we thrive in continuously attracting, developing and retaining employees with the capabilities and the commitment needed for current and future organizational success. Fostering talent in a competitive environment creates future leaders. We align our training and development programs with our company's long-term goals, which results in improved leadership skills and general well-being. We focus on attaining and keeping high-performing individuals. We seek to engage members of both the expatriate and Emirati communities and provide them the opportunity to become proactive participants in the UAE's financial and economic sectors.

Health & Safety

Emirates Investment Bank is dedicated to empowering its employees to be in their best physical and mental health possible. We are committed to minimizing risks to ensure zero work-related injuries and fatalities. To ensure that all employees are aware of vital health and safety aspects, the Bank works closely with employees and management to strengthen the occupational health and safety management system, which is aligned with legal requirements and covers all employees of the Bank. This includes:

Wellbeing communication

Monthly wellness communications and medical offers are shared across the Bank to support the health and wellbeing of our employees.

Health and Safety Training

To ensure employee health and safety, we have trained and certified fire and safety wardens, and first aiders, to assist in emergency scenarios.



Employee wellbeing

Flexible working hours:

Offering flexible working hours to our employees will help improve their quality of life.



UAE National day



Corporate events:

A corporate event is a great way to break up a typical work week and give employees a chance to socialize and interact with one another.



Birthdays :

A special way to recognize and value our employees is to celebrate their birthday and make them feel special.

Surrounding community:

As a part of our commitment to the communities directly surrounding our business, we participate in the initiatives and events launched by the tower management.

National and International occasions :

We believe at Emirates Investment Bank that celebrating local events like Mother's Day and Emirati Women's Day will enable us to show our employees how valuable they are to us.



Social Stewardship 2024 Goals

Our Goals



Employee good health and wellbeing. Promoting the benefits of a healthy lifestyle among employees, enhancing their wellbeing and ensuring a safe work environment.



Gender equality. Supporting gender equality and empowerment of women by ensuring full and effective participation at the Bank, and equal opportunities for leadership at all levels.



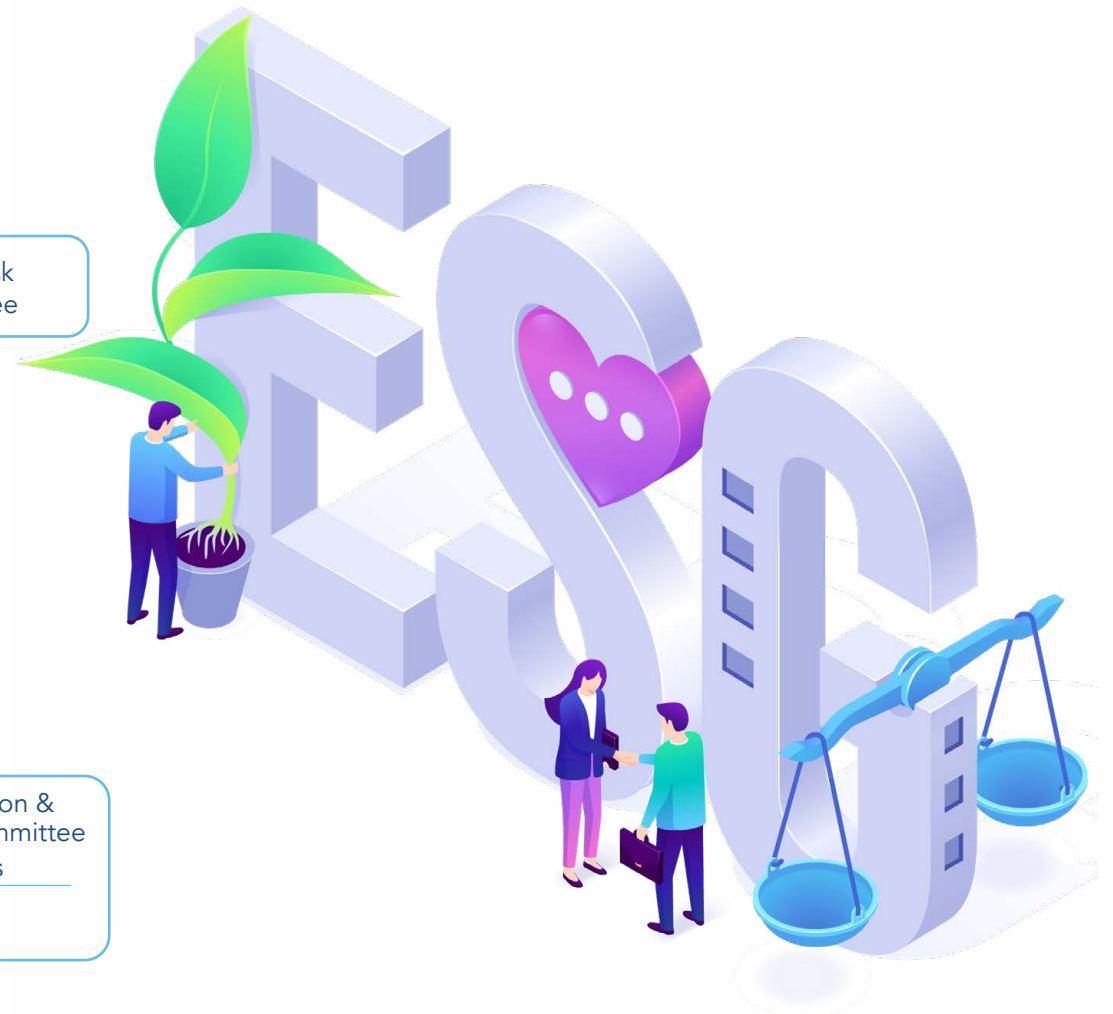
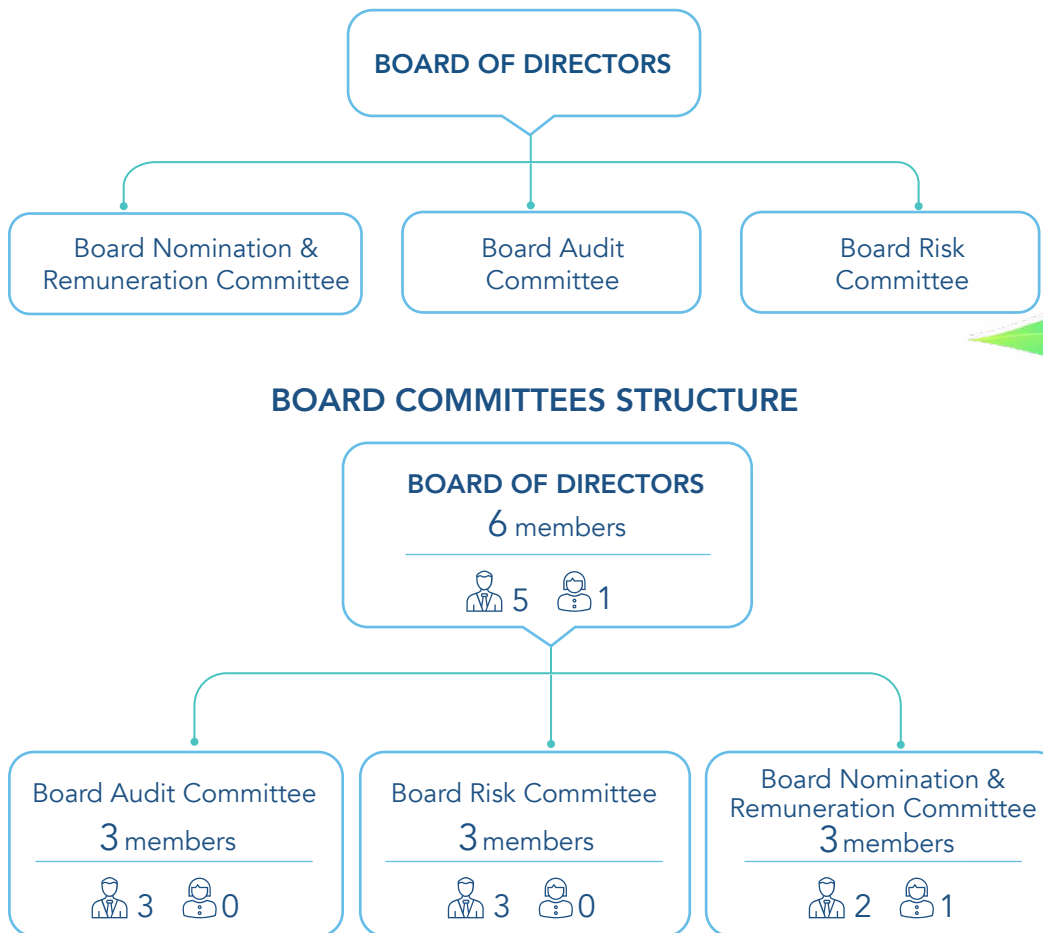
Client satisfaction. Understand our clients and offer the best service and care.



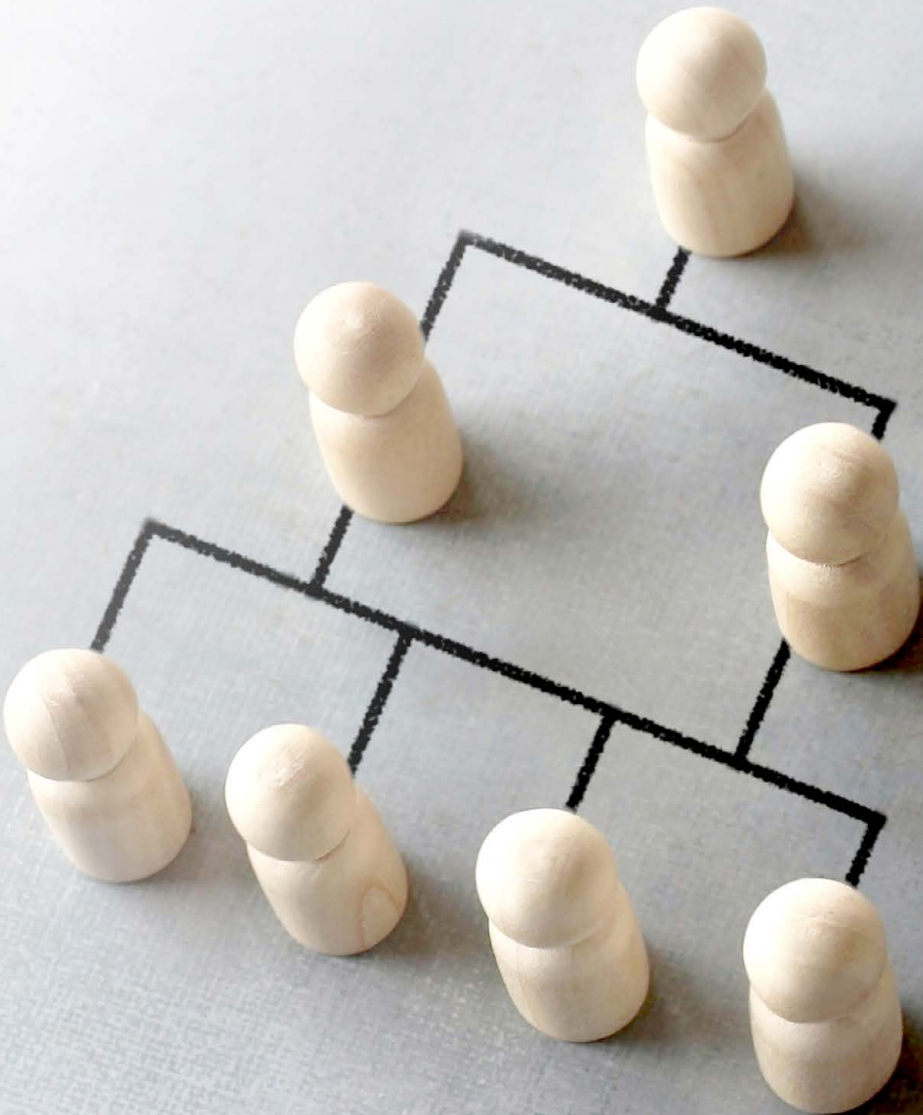
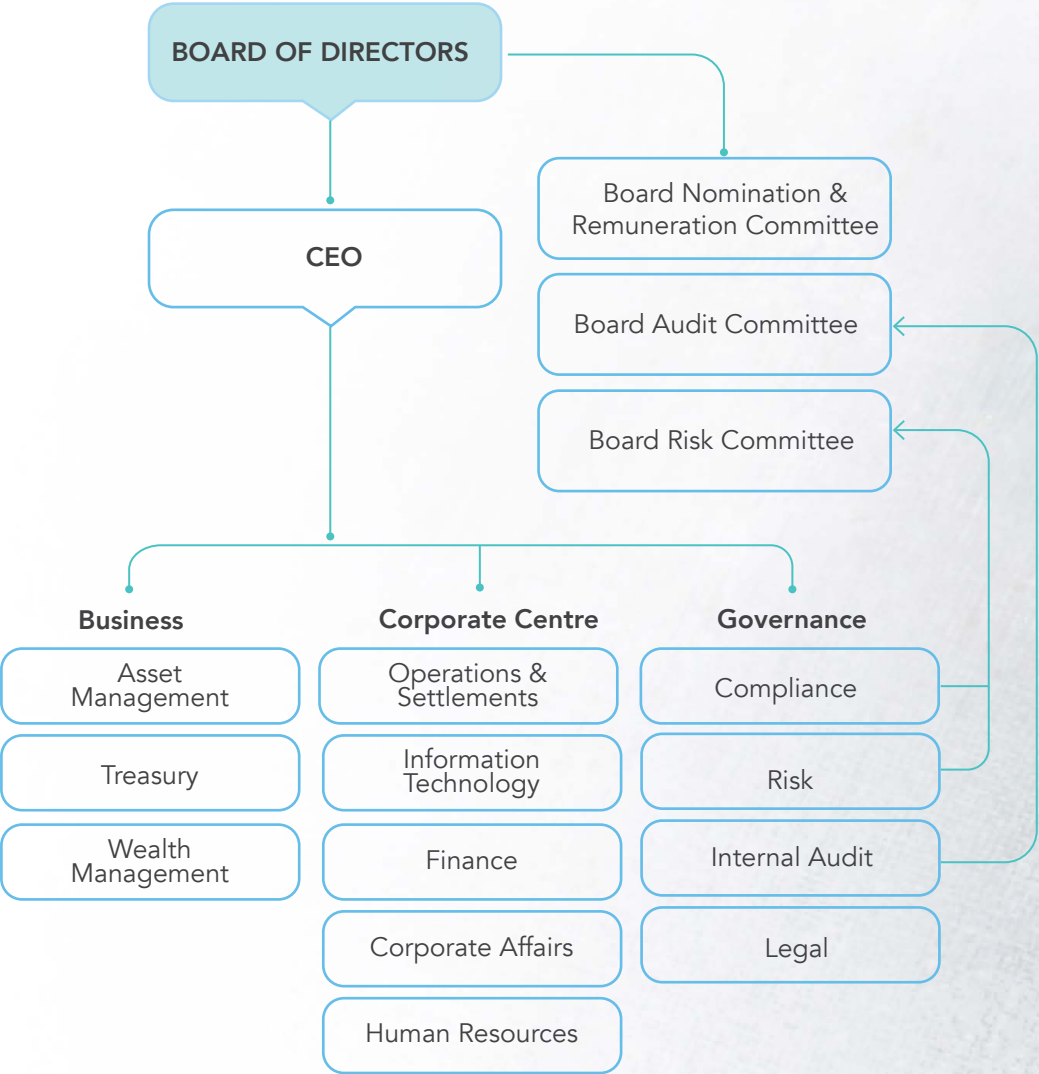
Corporate social responsibilities. Promote employees to volunteer in sustainable practices, improve labor policies, participate in corporate policies that benefit the environment.

Ethical Governance

At Board Level, the Board of Directors approves the Bank's strategy and supervises the Bank's activities in accordance with the requirements of the Corporate Governance Regulations of the Central Bank and the Securities & Commodities Authority. The Board is assisted, for the on-going supervision and guidance, by the following Committees appointed by the Board:



Organizational Structure



Bank's Committees Structure

The Bank's Executive Committee directs Emirates Investment Bank's daily activities and leads our growth strategy. It is mandated with continually exploring innovative ways to enhance our capabilities and ensure we effectively serve our clients' evolving requirements.

At Management Level, the Executive Committee (Exco) supports the Chief Executive Officer in executing the strategy and plans that are adopted by the Board of Directors from time to time. The Exco is assisted, for day-to-day supervision and guidance, by the following management committees appointed by the Exco:



Sustainable Management

Stakeholder Consultation

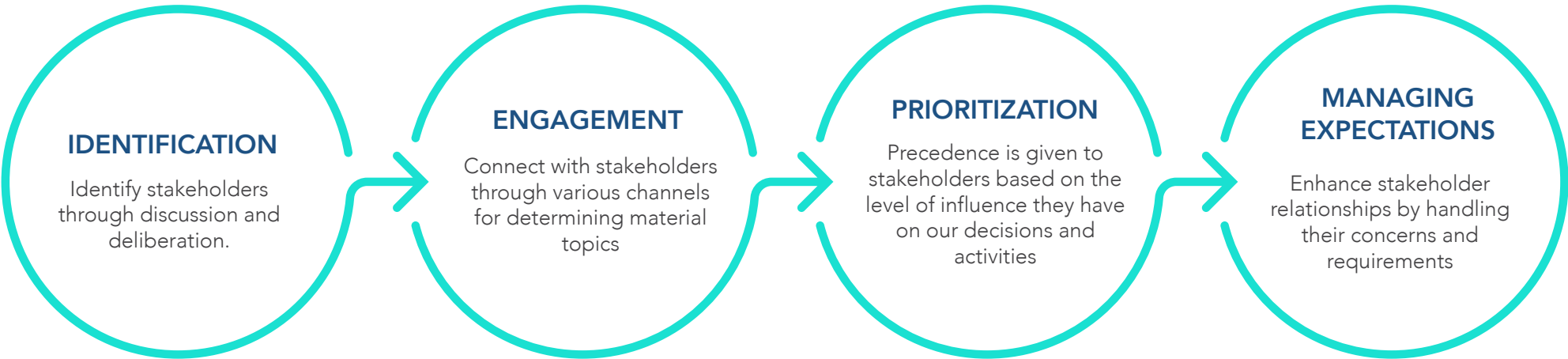
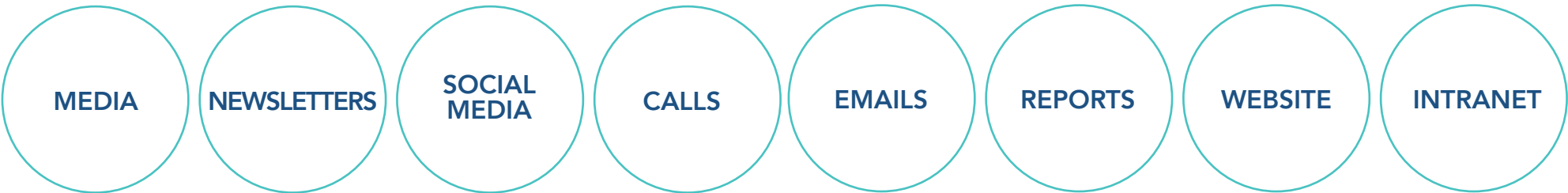
Our stakeholders are important to us, and we value their opinions and feedback. To create long-term connections with our stakeholders, we provide regular reviews and feedback. We dynamically implement recommendations following guidelines

given by the stakeholders. We strongly believe that communicating with our stakeholders must be transparent. Connecting with them is a crucial step in maintaining long term relationships. Activities of the Bank directly affect various stakeholders.

The objective of this engagement and analysis is to identify material issues, evaluate our operations, products, services, reduce the risk in reputation and influence the internal and external environment of the Bank in a positive manner.



We interact with all our stakeholder groups on an ongoing basis through the following methods:



Understanding the Sustainable Banking Framework

KEY DRIVERS

They enable us to capitalise on our assets and expand our focus on creating improved socio-economic shared value.

United Nations Sustainable Development Group

Dubai Declaration on Sustainable Finance

UAE Vision 2021

The Paris Climate Agreement

UAE Strategy 2050

DFM ESG Guidelines



ENABLERS

Since inception, Enablers are the areas we have invested in, to a great extent. The five areas of investments have grown to be reliable assets and are a foundation to create an impact.

- ✓ Robust Governance
- ✓ Technological upgrade
- ✓ Organization and people
- ✓ Ecosystem integration
- ✓ Regulatory Policies

FOCUS AREAS

Sustainability and the creation of long-term socio-economic impact is the ultimate area of focus that is integral for our growth and success. It ultimately contributes to our vision and values. To continue as a sustainable and responsible business, as a chief factor, we must measure the value and impact beyond financial outcomes. For this, we report on the socio-economic shared value of our stakeholders.

- ✓ Client Experience
- ✓ Environmental Responsibility
- ✓ Social Impacts
- ✓ Sustainable Growth
- ✓ Digital Transformation
- ✓ Sustainable Finance and Green Investments

IMPACT

Comprehensive Socio-economic value generation

Materiality Analysis

We conduct Materiality Analysis to understand the material issues and define the primary concern in a manner that is unbiased. We stay aware of our stakeholders' social, environmental and economic concerns that may have impact on our operations. It is crucial to focus on issues for the present and the future.



IDENTIFICATION

Relevant issues using internal and external sources, peer benchmarks, GRI Standards, DFM standards and our ability to influence UAE's sustainable development goals.



ASSESSMENT

Shortlisting materials based on feedback gathered through the Bank's primary stakeholder engagement. A comprehensive methodology on ranking the material topics.



PRIORITIZATION

Prioritizing the shortlisted material topics based on their relevance with our business activities.



EMIRATES INVESTMENT BANK

www.eibank.com

EMIRATES INVESTMENT BANK PJSC**Governance Report for 2023**

Emirates Investment Bank PJSC is licensed by the Central Bank of the UAE to conduct banking activities as an investment bank in the UAE in accordance with the Central Bank Law (Decretal Federal Law No. (14) of 2018) and the Restricted License Bank Regulation (Circular 23/2022 of 17/2/2022). The Bank is also licensed by the Securities and Commodities Authority (SCA) for the three activities: Promotion; Financial Consultation & Financial Analysis; and Investment Management & Portfolio Management. The Bank is regulated by the Central Bank and SCA.

1. Statement of procedures taken to complete the corporate governance system, during 2023, and method of implementing thereof.

Emirates Investment Bank continues to be committed to the highest standards of corporate governance and to ensuring that all its wealth management and other business activities are conducted in a transparent and responsible manner, with full accountability and integrity, to safeguard the interests of its shareholders, clients, employees and the community in which it operates. Governance is exercised through regular Compliance, Risk Management, Legal and Internal Audit reviews.

The primary focus of Governance in 2023 was:

- To continue updating the existing policies relating to Compliance; Anti-Money Laundering; Procedures & Guidance on Targeted financial sanctions & countering proliferation financing; Credit; Risk Management; Internal Capital Adequacy Assessment Process (ICAAP); the IFRS 9 Provision Model for Investment Book; Consumer Protection; and other relevant policies; and
- To put in place a Model Management Policy and a Contingency Funding Policy;

all in line with the applicable federal laws and with the most recent regulations issued by the Central Bank and the Securities & Commodities Authority.

Compliance and AML

The Compliance and Anti-Money laundering department ensures that the Bank complies fully with the requirements of applicable laws, rules and regulations. Key Compliance initiatives during the year included further enhancement to regulatory reporting and communications, as well as an update of the Anti-Money Laundering (AML) Policy, Procedures & Guidance on Targeted financial sanctions & countering

proliferation financing.

Risk Management

The Risk Management department is responsible for identifying, measuring, controlling, and monitoring key risks across the Bank. Important focus in 2023 included the de-risking of the Investment Portfolio, putting in place a Model Management Policy and a Contingency Funding Policy.

Initiative has been taken to completely de-risk the investment portfolio of the Bank by shifting the allocation mix of the portfolio with current allocation in investment grade securities to levels of 90%.

Based on the Model Management Framework put in place in 2023, the IFRS 9 Provision Model for Investment Book was revised and updated.

The process of putting in place an “Application based rating framework for Credit Clients” and a “Refinement of Interest Rate Risk in Banking Book Models” was initiated by the Bank in 2023 and is expected to be completed by Q1,2024.

Legal

The Legal function is responsible for addressing all legal aspects by advising on the internal policies and procedures of the Bank and ensuring their compliance with applicable law. The Legal department also provides professional legal consultations and handles litigation resulting from disputes or client breaches of contractual obligations. In 2023, litigation proceedings that had started in 2019 in respect of a secured credit facility granted to a client were finally concluded by the offset of the execution amount of the final Dubai judgment issued in favour of the client against the execution amount of the earlier final Abu Dhabi issued in favour of the Bank. Overall, the Legal function focuses on safeguarding the Bank's interest and minimizing any legal liabilities it may incur.

In 2023, the Legal and Finance functions have successfully coordinated with the external legal and financial advisors the increase of the Bank's capital to the amount of AED One billion to comply with the requirement of the Restricted Bank License Regulation issued by Circular No. 23/2022 dated 6 April 2022 (the “Regulation”), mandating all investment banks and wholesale banks to convert their existing license to a Restricted Bank License with, among other requirements, the obligation to maintain a minimum issued and paid-up share capital of AED One billion.

Internal Audit

Internal Audit is responsible for assisting the Board of Directors in

fulfilling its oversight responsibilities for financial reporting, internal controls and the audit process, together with monitoring compliance with applicable laws, regulations, policies and procedures. In 2023, Internal Audit conducted audit as per the approved Internal Audit plan on Consumer Protection Regulation; ICAAP; Wealth Management; Capital Adequacy Assessment - Pillar 1; Investments & Treasury; AML Compliance; Finance & Accounts; Consumer Protection Regulation; and Credit Process – and followed up with the respective departments to ensure the closure of all audit observations.

Board of Directors

The Board of Directors is responsible for approving the Bank's strategy, setting the Bank's risk appetite and risk management strategy, monitoring its financial performance, establishing the corporate governance framework, supervising the Bank's activities in accordance with the requirements of the Corporate Governance Regulation of the Central Bank and the public joint-stock companies' Governance Guide of the Securities & Commodities Authority. The Board has appointed several committees to assist the Board in its supervision and guidance role. These are, at Board level, the Audit Committee, the Risk Committee, and the Remuneration and Nomination Committee; and at the Bank's level, the Executive Committee.

Board Audit Committee

The Board Audit Committee has oversight of the appointment of the external auditors, the integrity of the financial statements, the internal financial and audit controls and the internal audit planning and reporting. The Board Audit Committee appoints and functionally manages the Head of Internal Audit, who reports to the CEO for administrative purposes only. The Audit Committee is responsible for overseeing the Bank's financial controls and reporting processes, internal controls, audit process and the relationship with its external auditors.

In fulfilling its responsibilities, the Audit Committee:

- Makes recommendations on the appointment, reappointment and removal of external auditors and on the fees payable to the external auditors;
- Monitors the integrity of interim and annual financial statements, disclosures, changes in accounting policies and practices, significant audit adjustments, and compliance with accounting standards;
- Reviews financial accounting policies and practices, and internal control systems;
- Approves the annual internal Audit Plan; and

- Reviews and monitors the implementation by the Internal Audit function of an effective internal control system and compliance with legal and regulatory requirements.

The Audit Committee meets a minimum of four times per year. A special meeting may be called on short notice if circumstances so require.

Board Risk Committee

The Board Risk Committee reviews the risk profile of the Bank, makes recommendations as to the risk appetite, assesses the actual risks and controls and reviews the strategies, policies and procedures that lead to the identification, measurement, reporting and mitigation of material risks.

The Board Risk Committee reviews and oversees the risk profile of the Bank and the plans for mitigation of material risks faced by the Bank. The Committee makes recommendations to the Board of Directors regarding the risk appetite and oversees the implementation and review of risk management systems.

The Board Risk Committee appoints and functionally manages the Chief Risk Officer and the Head of Compliance/MLRO, who report to the CEO for administrative purposes only.

In fulfilling its responsibilities, the Risk Committee:

- Reviews the design and implementation of risk management policies and procedures;
- Reviews the Internal Capital Adequacy Assessment Process (ICAAP);
- Considers the Bank's risk profile and risk tolerance and identifies any risk trends, concentrations or exposures requiring policy change;
- Reviews the performance of the Bank relative to risk tolerance and receives and reviews reports that require remedial action;
- Reviews and monitors the risk profile of the Bank through the ongoing process of identification, evaluation and management of all material risks;
- Recommends to the Board the Bank's risk appetite framework, taking into consideration capital adequacy requirements;
- Recommends to the Board the financial, credit, country, concentration, regulatory, operational and market risk tolerance and related authorities and limits;
- Ensures that a sufficient level of risk mitigation is in place through outcome of scenarios and stress testing;
- Reviews risk management systems;
- Reviews the Compliance and AML risk framework, including recommending the AML risk tolerance threshold;
- Oversees the management of AML and other compliance related risks;

- Reviews at least annually the Enterprise-Wide AML Risk Assessment, AML Policy, MLRO Report and Compliance Plan;
- Reviews any prospective or existing client relationship that has been escalated by the Compliance AML Committee and recommends the appropriate action.

The Board Risk Committee meets a minimum of four times per year. A special meeting may be called on short notice if circumstances so require.

Board Remuneration and Nomination Committee

The Board Remuneration and Nomination Committee recommends the policy and structure for all remuneration of senior management and employees, determines specific remuneration packages, and oversees other human resources matters. The Committee seeks to identify the most appropriate candidates for Board membership positions and induction and training programs for Board members.

In fulfilling its responsibilities, the Committee:

- Determines and recommends to the Board of Directors appropriate policies of employment for senior management and overall remuneration policy throughout the Bank;
- Recommends approval of the employment agreement of the chief executive officer;
- Reviews the ongoing appropriateness and relevance of the remuneration policy;
- Designs, determines and approves performance related pay schemes; and
- Assists the Board in the appointment, re-election and performance of the members of the Board, and with succession planning.

Executive Committee

The Executive Committee supports the Chief Executive Officer in executing the strategy and plans that are adopted by the Board of Directors from time to time.

In fulfilling its responsibilities, the Executive Committee:

- Adopts Guidelines, Manuals and Standard Operating Procedures as required;
- Establishes other management committees and approves their terms of reference;
- Approves new products;
- Approves insurance cover;
- Supervises the overall implementation of business plans and financial performance;
- Considers and develops new business opportunities;
- Monitors operational and outsourced activities;

- Monitors efficacy of risk management and systems of internal control;
- Nourishes a culture of compliance and good corporate governance;
- Acts as a forum for open and transparent discussions and encourage and promote standards of high integrity and behaviour; and
- Manages conflicts and potential conflicts of interest that may arise.

The Executive Committee meets twice a month. A special meeting may be called on short notice if circumstances so require.

In turn the Executive Committee has appointed several committees with the objective of supporting the Executive Committee in the day-to-day supervision and guidance in relation to each committee's specific topic of specialization. The main committees are:

- IT Steering Committee
- Compliance AML Committee
- Asset & Liability Committee
- Principal Investment Committee
- Credit Committee
- Governance Committee
- Information Security Committee

2. Statement of ownership and transactions of Board of Directors (Board) members and their spouses, their children in the company securities during 2023, according to the following schedule:

<i>Ser.</i>	<i>Name</i>	<i>Position / Kinship</i>	<i>Owned shares as on 31/12/2023</i>	<i>Total sale</i>	<i>Total purchase</i>
<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>

The balance of owned shares shall be shown, regardless there are transactions during the year or not.
Evidence: Attachment of a statement issued by the broker or the market showing the transactions in the security and the final balance.

3. Board Formation:

- A. Statement of the current Board formation (along with the names of both the resigned and appointed Board members) according to the following schedule:

Name	Category	Experiences /Qualifications	Period on the Board	Position in other PJSCs	Government or commercial positions
Mr. Omar Abdullah Al Futtaim	Non-executive		18 years	Vice Chairman of the Board of Orient Insurance PJSC	Vice-Chairman of Al Futtaim Group.

					Chairman of the AlFuttaim Education Foundation. Member of the Board of Dubai Chamber.
Mr. Yousuf Mohd Saeed Almulla	Non-executive		Elected on 23.03.2021		Chairman of Ishraq Dubai LLC. Managing Dir. of Mohammed & Obaid Al Mulla LLC. Member of the Board & Managing Dir. of Arabuild LLC.
Ms. Mira Omar Al Futtaim	Independent		Elected on 23.03.2021		Member of the Board of Emirati Human Resources Development Council Dubai. Member of the Board of Al Futtaim Education Foundation. Member of the Board of Orient Insurance. Member of the Board of Zayed University.
Mr. Marwan Anthony Shehadeh	Non-executive		18 years	Board member of DEPA	Head of Business Development, Al Futtaim Group.

Mr. Edward Bagot Quinlan	Independent		Elected on 23.03.2021	Board member of DEPA	Board member and Chairman of the Audit and Compliance Committee of DEPA. Former Chairman of the M.E. Members' Advisory Board of ICAEW. Former Chairman of Dubai College.
Mr. Omer Elamin Elsheikh	Independent		Elected on 12.08.2022		President of Orient Insurance PJSC. Board Member of Al Futtaim Health Hub. Former Insurance Advisory Board Member DIFC.

Evidence: An acknowledgment issued by each member that the above information contained in clauses 2 and 3 is valid.

- B. Statement of the percentage of female representation in the Board for 2023 (In case of non-representation, please state that there is no representation).

The female representation in the Board consists of one member out of a total number of six members.

- C. Statement of the reasons for the absence of any female candidate for the Board membership. (Explanatory example: No female candidate is nominated in the Board elections. N/A

- D. Statement of the following:



- 1- The total remuneration paid to the Board members for 2023.

There was no remuneration paid to the Board members for 2023.

- 2- The total remunerations of the Board members, which are proposed for 2023, and will be presented in the annual general assembly meeting for approval. None
- 3- Details of the allowances for attending sessions of the committees emanating from the Board, which were received by the Board members for 2023 fiscal year, according to the following schedule: None

Ser.	Name	Allowances for attending sessions of the committees emanating from the Board		
		Committee name	Allowance value	Meetings Nos.

- 4- Details of the additional allowances, salaries or fees received by a Board member other than the allowances for attending the committees and their reasons. None

Payment for 2023 (for disclosure)		
S.No.	Name	Allowance AED

- E. Number of the Board meetings held during 2023 fiscal year along with their convention dates, personal attendance times of all members, and members attending by proxy (The Board members names must match what is stated in the above- mentioned Clause (3A)).

Ser.	Date of meeting	Number of attendees	Number of attendees by proxy	Names of absent members
1	21.02.2023	5 (attending throughout)		Mira Al Futtaim
2	09.05.2023	4 (attending throughout)		Omar Al Futtaim Mira Al Futtaim
3	08.08.2023	5 (attending throughout)		Yousef Almulla
4	07.11.2023	6 (attending throughout)		

Evidence: The Company disclosures on the Market website about the Board meetings.

- F. Number of the Board resolutions passed during the 2023 fiscal year, along with its meeting convention dates.

The number and dates of meetings of the Board are shown in the above table; the resolutions of the Board are available for consultation in the Bank's premises.

Evidence: The Company disclosures on the Market website about the Board resolutions issued by passing.

- G. Statement of Board duties and powers exercised by Board members or the executive management members during 2023 based on the authorization from the Board, specifying the duration and validity of the authorization according to the following schedule:

Ser.	Name of the authorized person	Power of authorization	Duration of authorization
	N/A	N/A	N/A

- H. Statement of the details of transactions made with the related parties (Stakeholders) during 2023, provided that it shall include the following:

The table excludes the transactions that fall under the Bank's business nature in accordance with Article 35 of decision No. 3 of 2020.

Ser.	Statement of related parties	Clarifying the nature of relationship	Type of transaction	Value of transaction (AED '000)
1	Al Futtaim Willis Co. LLC	Affiliate	Insurance	537
2	Orient Insurance Co.	Affiliate	Insurance	2,053
3	DFC Shopping Centre Hotels LLC	Affiliate	Office Lease	3,800
4	Al Futtaim Private Co LLC	Affiliate	Data Centre Lease	200
5	Al Futtaim Engineering	Affiliate	Sanitization	45
6	Emrill	Affiliate	Cleaning Services	90

Evidence: Attachment of a detailed statement of all transactions that the company made during 2023, which equal 5% or more of the company's capital, regardless of whether or not those transactions were made with related parties.

- I. The complete organizational structure of the company, which shall clarify managing director, the general manager and / or CEO, the deputy general manager and the managers working in the company such as the financial manager. Evidence: A sealed copy of the company's complete organizational structure.

The Organization Chart of the Bank is enclosed in the attached sealed envelope.

- J. A detailed statement of the senior executives in the first and second grade according to the company organizational structure (according to 3-I), their jobs and dates of their appointment, along with a statement of the total salaries and bonuses paid to them, according to the following schedule:

Ser.	Position	Appointment date	Total salaries and	Total bonuses	Any other cash / in-
------	----------	------------------	--------------------	---------------	----------------------

			allowances paid for 2023 (AED)	paid for 2023 (AED)	kind bonuses for 2023 or due in the future
--	--	--	--------------------------------	---------------------	--

The requested information is enclosed in the attached envelope.

4. External Auditor:

A. Submit an overview of the company auditor to shareholders.

PwC were appointed as external Auditors for the Bank at the Annual General Assembly of 24 March 2023 for a one-year term. The Bank selected PwC as the successful applicant pursuant to a competitive tender process issued by the Bank in 2018 in respect of the auditing services mandate. Three major audit firms participated in the competitive process.

PwC is one of the Big Four accounting and professional services firms. PwC is a global network of firms operating in 156 countries with approximately 800 offices and more than 295,000 employees. The company offers business advisory services such as auditing, accounting, taxation, strategy management, and human resources consulting services.

PwC Middle East has operated in the region for more than 40 years. It is one of the fastest growing PwC member firms worldwide and the largest professional services firm in the Middle East. Collectively, the Middle East network employs more than 7,000 individuals in the region including over 300 partners working from 23 offices across 12 countries: Bahrain, Egypt, Iraq, Jordan, Kuwait, Lebanon, Libya, Oman, the Palestinian territories, Qatar, Saudi Arabia and the United Arab Emirates.

B. Statement of fees and costs for the audit or services provided by the external auditor, according to the following schedule:

Name of the audit office and partner auditor	PriceWaterhouseCoopers Engagement Partner: Tamsin King
Number of years he served as the company external auditor	PWC (6 th Year). Engagement Partner (2 nd Year)
Total audit fees for 2023 in (AED)	AED 430,000
Fees and costs of other private services other than auditing the financial statements for 2023 (AED), if any, and in case of absence of any other fees, this shall be expressly stated.	Pillar 3 review for the year 2023 – AED 130,000/- AUP engagement for the capital increase – AED 72,600/-
Details and nature of the other services (if any). If there are no other services, this matter shall be stated expressly.	Verification of the Bank's financial submissions to SCA and the Central Bank, for which PwC did not charge a separate fee.

Statement of other services that an external auditor other than the company accounts auditor provided during 2023 (if any). In the absence of another external auditor, this matter is explicitly stated.	Auditor name: Deloitte Details of provided services: NESA audit. Fees: AED 130,000/-
--	--

- C. Statement clarifying the reservations that the company auditor included in the interim and annual financial statements for 2023 and in case of the absence of any reservations, this matter must be mentioned explicitly.

None.

5. Audit Committee:

- A. The Audit Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

"(name), Audit Committee Chairman, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness."

The acknowledgment is attached in the Annexures to the Governance Report.

- B. Names of the Audit Committee members and clarifying their competences and tasks assigned to them.

Mr. Edward Bagot Quinlan	Chairman
Mr. Marwan Anthony Shehadeh	Member
Mr. Naveed Riaz	Member

The tasks assigned to the Board Audit Committee are detailed in Section 1 above.

- C. Number of meetings held by the Audit Committee during 2023 and their dates to discuss the matters related to financial statements and any other matters and demonstrating the members' personal attendance times in the held meetings.

Four meetings:
09 February 2023
08 May 2023
08 August 2023
06 November 2023

There was one absence at the meeting of 09 February 2023

6. Nomination and Remuneration Committee:

- A. The Nomination and Remuneration Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, his review of its work mechanism and ensuring its effectiveness.

"(The name), Nomination and Remuneration Committee Chairman, acknowledges his responsibility for the committee system in the Company, his review of its work mechanism and ensuring its effectiveness."

The acknowledgment is attached in the Annexures to the Governance Report.

B. Names of the Nomination and Remuneration Committee members and clarifying their competences and tasks assigned to them.

Ms. Mira Al Futtaim	Chair
Mr. Edward Quinlan	Member
Mr. Naveed Riaz	Member

C. Statement of number of meetings held by the Committee during 2023 and their dates, and statement of all Committee members' personal attendance of times.

One meeting:
21 December 2023

There was no absence at the above meeting.

7. The Supervision and Follow-up Committee of insiders' transactions. N/A

A. Acknowledgment by the Committee Chairman or the authorized person of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

"(The name) acknowledges his responsibility for the follow-up and supervision system on transactions of the insiders in the Company, review of its work mechanism and ensuring its effectiveness.

B. Names of members of the Supervision and Follow-up Committee of insiders' transactions and clarifying their competences and tasks assigned to them.

C. A summary of the committee's work report during 2023. (In case the committee was not formed, the reasons should be explained).

8. Any other committee (s) approved by the Board.

A. The Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

"(Name), Committee Chairman, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness.

B. Name of Committee (s). Board Risk Committee

C. Names of each committee members, clarifying its competences and tasks assigned thereto.

Mr. Edward Quinlan	Chairman
Mr. Yousef Almulla	Member
Naveed Riaz	Member

- D. Statement of number of meetings held by the Committee during 2023 and their dates, and all Committee members' personal attendance times.

Four meetings
09 February 2023
08 May 2023
07 August 2023
06 November 2023

There was one absence at the meeting of 09 February 2023 and one at the meeting of 07 August 2023.

9. Internal Control System:

- A. Acknowledgment by the Board of its responsibility for the Company internal control system, review of its work mechanism and ensuring its effectiveness.

By signing the financial statements, the directors take responsibility for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards and their preparation in compliance with the applicable laws, and for such internal control as Management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error. This Governance Report 2023 is signed by the Chairman of the Board of directors of the Bank.

- B. Name of the department director, his qualifications and date of appointment.

Name: Anuj Agarwal, Senior Director Internal Audit
Chartered Accountant (ICAI)
Qualifications: Bachelors in Commerce (Honours in Accountancy)
Date of appointment: 02 August 2011

- C. Name of compliance officer, his qualifications and date of appointment.

Name: Munir Mahmood
Qualifications: Bachelor of Science Pakistan, Banking Diploma (CAIB) UK & Pakistan, Certified Fraud Examiner (CFE) USA, Certified Documentary Credit Specialist (CDCS) UK.
Date of Appointment: 14 February 2021

- D. How the Internal Control Department dealt with any major problems at the Company or those that were disclosed in the annual reports and accounts (in case of the absence of major problems, it must be mentioned that the Company did not face any problems).

The Bank did not face any problem.

- E. Number of reports issued by the Internal Control Department to the Company's Board of Directors.

The internal Audit Reports submitted to the Board Audit Committee during 2023 were:

Rm

- Finance & Accounts,
- Consumer Protection Regulation,
- ICAAP,
- Wealth Management,
- Capital Adequacy Assessment - Pillar 1,
- Investments & Treasury,
- AML Compliance,
- Credit Process.

The above reports are available in the Bank's offices and available for your review.

Evidence: A copy of all periodic reports issued to the Company Board and a statement of other reports issued by the Department, along with summary of the content of those reports.

10. Details of the violations committed during 2023, explaining their causes, how to address them and avoid their recurrence in the future.

Failure to meet the required Emiratization Target Points for 2022. The HR Department now ensures a dedicated focus on the recruitment of Emirati graduates and talent to avoid the repeat of the breach.

11. Statement of the cash and in-kind contributions made by the Company during 2023 in developing the local community and preserving the environment. (In case of the absence of contributions, it must be mentioned that the Company has not made any contributions.)

The Bank is a subsidiary of the Al Futtaim Group, which actively supports socially responsible causes designed to promote issues that are relevant in the UAE. The Group has several Corporate Social Responsibility programs, including in the areas of environment sustainability, literacy and education, and the early detection of terminal diseases. The Group also fosters the preservation of Emirati heritage, traditions and culture.

12. General Information:

- A. Statement of the company share price in the market (closing price, highest price, and lowest price) at the end of each month during the fiscal year 2023.

Month	Closing price	Highest Price	Lowest price
January	104.8	524.0*	104.8
February	104.8	104.8	104.8
March	104.8	104.8	104.8
April	107.0	120.0	104.8
May	107.0	107.0	107.0
June	107.0	107.0	107.0
July	107.0	107.0	107.0
August	119.0	119.0	107.0
September	119.0	119.0	119.0
October	110.0	119.0	110.0
November	110.0	110.0	110.0

December	110.0	110.0	110.0
----------	-------	-------	-------

*The Bank had implemented the first phase of the capital increase, with the General Assembly of shareholders approving the increase of the share capital from AED 70 million to AED 350 million by conversion of distributable reserves (including retained earnings). Accordingly, the share price adjusted from AED 524 to AED 104.8.

- B. Statement of the Company comparative performance with the general market index and sector index to which the Company belongs during 2023.

There has been very limited trading in the shares of the Bank during 2023.

- C. Statement of the shareholders ownership distribution as on 31/12/2023 (individuals, companies, governments) classified as follows: local, Gulf, Arab and foreign.

Ser.	Shareholders classification	Percentage of owned shares			
		Individuals	Companies	Government	Total
	Local	7.61%	92.39%	-	100%
	Arab	-	-	-	
	Foreign	-	-	-	
	Total	7.61%	92.39%	-	100%

- D. Statement of shareholders owning 5% or more of the Company's capital as on 31/12/2023 according to the following schedule:

Ser.	Name	Number of owned shares	Percentage of owned shares of the company's capital
1	Al Futtaim Private Co LLC	9,239,293	92.39%

- E. Statement of how shareholders are distributed according to the volume of property as on 31/12/2023 according to the following schedule:

Ser.	Share (s) ownership	Number of shareholders	Number of owned shares	Percentage of owned shares of the capital
1	Less than 50,000	68	439,727	4.41%
2	From 50,000 to less than 500,000	4	320,980	3.20%
3	From 500,000 to less than 5,000,000	0		

4	More than 5,000,000	1	9,239,293	92.39%
---	---------------------	---	-----------	--------

F. Statement of measures taken regarding the controls of investor relationships and an indication of the following:

- Name of the investor relationships officer.

Mr. Saeed Al Tayer

- Data of communication with the investor relationships (e-mail- phone- mobile- fax).

Saeed.altayer@eibank.com

Tel: 04 231 7777

- The link of investor relationships page on the Company's website.

<https://www.eibank.com/investor-relations>

G. Statement of the special decisions presented in the General assembly held during 2023 and the procedures taken in their regard.

The Minutes of the Annual General Assembly of 24 March 2023 and the General Assembly (Rights Issue) of 24 March 2023 are attached in the Annexures to the Governance Report.

H. Rapporteur of the Board meetings.

- Name of the rapporteur of the Board meetings. Raymond Mouracade
- His appointment Date. 25 February 2020
- His qualifications and experience. French law degree, Lebanese law degree. 41 years of professional experience as private practitioner and in-house lawyer.
- Statement of his duties during the year.
 - Prepare and circulate the agenda of the meetings of the Board of directors, take minutes of the meetings and circulate them to the Board members.
 - Prepare and circulate the agenda of the meetings of the Board Committees, take minutes thereof and circulate them to the Committee members.
 - Organise the annual and other general assemblies of shareholders, take minutes thereof and circulate the minutes to the SCA and DFM.
 - Attend to the queries of the Board and Board Committees members.

I. Detailed statement of major events and important disclosures that the Company encountered during 2023.

Capital Increase

Background

The Central Bank of the UAE issued a regulation by Circular No. 23/2022 dated 6 April 2022, mandating all investment banks and wholesale banks to convert their existing license to a Restricted Bank License (the “Regulation”) with, among other requirements, the obligation to maintain a minimum issued and paid-up share capital of AED One billion.

To comply with the Regulation, the Bank filed an application to the Central Bank on 23 June 2022 for a license as a Restricted Licensed Bank, supported by a business plan detailing the proposed scope of activities and the capital increase plan to take place in two stages as follows:

- Stage 1: Distribute the Bank’s distributable reserves (including retained earnings) amounting to AED 280,000,000/- as bonus shares by issuing 2,800,000 new bonus shares at a nominal value of AED 100 per share to the existing shareholders of the Bank (the “Distribution”).
- Stage 2: Raise additional capital amounting to AED 650,000,000/- by way of a rights issue (The “Rights Issue”), issuing 6,500,000 new shares at a nominal value of AED 100 per share.

At the general assembly held on 27 December 2022, the shareholders of the Bank approved the Distribution, subject to regulatory approval.

In 2023

At the general assembly held on 24 March 2023, the shareholders of the Bank approved the Rights Issue of 6,500,000 new shares at a nominal value of AED 100 per share amounting to AED 650,000,000/-.

During 2023, the Bank received the relevant regulatory approval, and the share capital of the Bank was increased to AED One billion.

At 31 December 2023, the issued and fully paid-up share capital of the Bank comprises 10,000,000 ordinary shares of AED 100 each (compared to 700,000 ordinary shares of AED 100 each at 31 December 2022).

Transfer of shares

In 2023, the Central Bank of the UAE approved the transfer of shares of a shareholder holding more than 5% of the share capital of the Bank to the majority shareholder of the Bank, which resulted in the majority shareholder holding 92.39% of the share capital of the Bank.

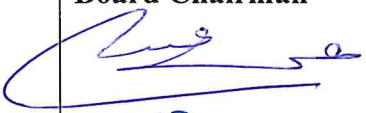
- J. Statement of Emiratisation percentage in the Company at the end of 2021, 2022, 2023 (workers are excluded for companies working in the field of contracting).

Calendar Year ending	No. of employees	No. of Emiratis	%age
31-Dec-2023	81	15	18.52%
31-Dec-2022	78	10	12.8%
31-Dec-2021	79	7	8.86%



K. Statement of innovative projects and initiatives carried out by the company or being developed during 2023.

In 2023, the Bank has continued enhancing its focus on serving the needs of high net-worth individuals and corporates and the build-up of the Bank's infrastructure and several automation processes. The Bank has also successfully implemented a capital increase from AED 350,000,000/- to AED One billion in compliance with the requirements of the Restricted License Banks Regulation and is in the process of re-validating its growth strategy.

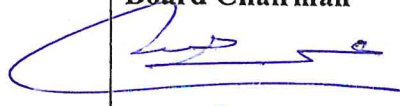
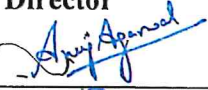
Signature of the Board Chairman	Signature of Audit Committee Chairman	Signature of Nomination and Remuneration Committee Chairman	Signature of Internal Control Department Director
			
Date: 13/02/2024	Date: 13/02/2024	Date: .../02/2024	Date: 13/02/2024

Company Official Seal



- K. Statement of innovative projects and initiatives carried out by the company or being developed during 2023.

In 2023, the Bank has continued enhancing its focus on serving the needs of high net-worth individuals and corporates and the build-up of the Bank's infrastructure and several automation processes. The Bank has also successfully implemented a capital increase from AED 350,000,000/- to AED One billion in compliance with the requirements of the Restricted License Banks Regulation and is in the process of re-validating its growth strategy.

Signature of the Board Chairman	Signature of Audit Committee Chairman	Signature of Nomination and Remuneration Committee Chairman	Signature of Internal Control Department Director
			
Date: 13/02/2024	Date: .../02/2024	Date: 13/02/2024	Date: 13/02/2024

Company Official Seal

