Arab Banking Corporation (B.S.C.)

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 SEPTEMBER 2017 (REVIEWED)



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REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF ARAB BANKING CORPORATION (B.S.C.)

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Arab Banking Corporation (B.S.C.) [the Bank] and its subsidiaries [together the Group] as at 30 September 2017, comprising of the interim consolidated statement of financial position as at 30 September 2017 and the related interim consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the nine-month period then ended and explanatory notes. The Board of Directors is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard 34 Interim Financial Reporting (IAS 34). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and, consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.

5 November 2017

Manama, Kingdom of Bahrain

Ernst + Young

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 September 2017 (Reviewed)

All figures in US\$ million

	Reviewed 30 September 2017	Audited 31 December 2016
ASSETS		
Liquid funds	1,088	1,831
Trading securities	870	711
Placements with banks and other financial institutions	3,861	4,130
Securities bought under repurchase agreements	1,872	1,556
Non-trading securities	5,894	5,635
Loans and advances	14,434	14,683
Interest receivable	486	430
Other assets	918	1,053
Premises and equipment	120	112
TOTAL ASSETS	29,543	30,141
LIABILITIES		
Deposits from customers	17,104	14,270
Deposits from banks	4,409	5,870
Certificates of deposit	29	37
Securities sold under repurchase agreements	478	169
Interest payable	432	369
Taxation	61	94
Other liabilities	630	803
TERM NOTES, BONDS AND OTHER TERM FINANCING	1,979	4,269
Total liabilities	25,122	25,881
EQUITY		
Share capital	3,110	3,110
Statutory reserve	462	462
Retained earnings	915	859
Other reserves	(560)	(605)
EQUITY ATTRIBUTABLE TO THE SHAREHOLDERS		
OF THE PARENT	3,927	3,826
Non-controlling interests	494	434
Total equity	4,421	4,260
TOTAL LIABILITIES AND EQUITY	29,543	30,141

These interim condensed consolidated financial statements were authorised for issue by the Board of Directors on 5 November 2017 and signed on their behalf by the Chairman, Deputy Chairman and the Group Chief Executive Officer.

Saddek El Kaber Chairman Hilal Mishari Al Mutairi Deputy Chairman Khaled Kawan Group Chief Executive Officer

INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Nine-month period ended 30 September 2017 (Reviewed)

All figures in US\$ million

Reviewed					
	ended	Nine months ended 30 September			
2017	2016	2017	2016		
409	373	1 169	997		
(269)	(230)	(759)	(600)		
140	143	410	397		
81	73	243	261		
221	216	653	658		
(17)	(24)	(67)	(60)		
204	192	586	598		
78	75	231	221		
10	9	27	26		
27	29	81	78		
115	113	339	325		
89	79	247	273		
(27)	(16)	(53)	(87)		
62	63	194	186		
(13)	(14)	(43)	(36)		
	40	454	450		
49	49	151 	150		
0.02	0.02	0.05	0.05		
	30 Septem 2017 409 (269) 140 81 221 (17) 204 78 10 27 115 89 (27) 62 (13) 49	Three months ended 30 September 2017 2016 409 373 (269) (230) 140 143 81 73 221 216 (17) (24) 204 192 78 75 10 9 27 29 115 113 89 79 (27) (16) 62 63 (13) (14) 49 49	Three months ended 30 September Nine months 30 Septem 30		

Saddek El Kaber Chairman Hilal Mishari Al Mutairi Deputy Chairman Khaled Kawan Group Chief Executive Officer

INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Nine-month period ended 30 September 2017 (Reviewed)

All figures in US\$ million

	Reviewed				
	Three month		Nine months ended 30 September		
	2017	2016	2017	2016	
PROFIT FOR THE PERIOD	62	63	194	186	
Other comprehensive income:					
Other comprehensive income that could be reclassified (or recycled) to profit or loss in subsequent periods:					
Net fair value movements during the period after	40	0.4	20	40	
impairment effect Amortisation of fair value shortfall on	10	24	30	10	
reclassified securities	-	-	-	1	
Unrealised gain (loss) on exchange translation of foreign subsidiaries	38	(1)	28	31	
	48	23	58	42	
Other comprehensive income that cannot be reclassified (or recycled) to profit or loss in subsequent periods:		,			
Net change in pension fund reserve	-	-	(1)	-	
		-	(1)	-	
Total other comprehensive income for the period	48	23	57	42	
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	110	86	251	228	
Total comprehensive income attributable to non-controlling interests	(30)	(14)	(55)	(96)	
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT	80	72	196	132	

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

Nine-month period ended 30 September 2017 (Reviewed)

All figures in US\$ million

	Reviewed	
	Nine months ended 30 September	
	2017	2016
OPERATING ACTIVITIES		
Profit for the period	194	186
Adjustments for:		
Impairment provisions - net	67	60
Depreciation and amortisation	14	10
Loss on disposal of premises and equipment - net	2	- (4.0)
Gain on disposal of non-trading securities - net Amortisation of fair value shortfall on reclassified securities	(10)	(18) 1
	_	ı
Changes in operating assets and liabilities: Treasury bills and other eligible bills	150	44
Trading securities	(138)	(66)
Placements with banks and other financial institutions	385	(586)
Securities bought under repurchase agreements	(275)	(43)
Loans and advances	497	(658)
Interest receivable and other assets	106	(87)
Deposits from customers	1,785	689
Deposits from banks Securities sold under repurchase agreements	(1,627) 308	1,403 (378)
Interest payable and other liabilities	(169)	(54)
Other non-cash movements	44	127
Net cash from operating activities	1,333	630
INVESTING ACTIVITIES		
Purchase of non-trading securities	(1,921)	(4,827)
Sale and redemption of non-trading securities	Ì,711	4,108
Purchase of premises and equipment	(20)	(11)
Sale of premises and equipment	5	2
Investment in subsidiaries - net	6	3
Net cash used in investing activities	(219)	(725)
FINANCING ACTIVITIES		
Issue of certificates of deposit - net	(7)	(2)
(Redemption) / (repurchase) Issue of term notes, bonds and other term financing - net	(1 EOG)	384
Dividend paid to the Group's shareholders	(1,596) (93)	304
Dividend paid to non-controlling interests	(23)	(21)
Net cash (used in) from financing activities	(1,719)	361
Net change in cash and cash equivalents	(605)	266
Effect of exchange rate changes on cash and cash equivalents	12	(37)
Cash and cash equivalents at beginning of the period	1,530	791
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	937	1,020

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Nine-month period ended 30 September 2017 (Reviewed)

All figures in US\$ million

			Fauity attri	hutable to s	shareholders of	the parent			Non- controlling interests	Total equity
			Equity attili	odiable to c	Other re	•				- 45
	Share capital	Statutory reserve	Retained earnings*	General reserve	Foreign exchange translation adjustments	Cumulative changes in fair value	Pension fund reserve	Total		
At 31 December 2016 Profit for the period Other comprehensive income (loss) for the period	3,110 - -	462 - -	859 151 -	100 - -	(625) - 16	(45) - 30	(35) - (1)	3,826 151 45	434 43 12	4,260 194 57
Total comprehensive income (loss) for the period Dividend Other equity movements in subsidiaries	- - -	- - -	151 (93) (2)	- - -	16 - -	30 - -	(1) - -	196 (93) (2)	55 - 5	251 (93) 3
At 30 September 2017 (reviewed)	3,110	462	915	100	(609)	(15)	(36)	3,927	494	4,421
At 31 December 2015 Profit for the period Other comprehensive (loss) income for the period	3,110 - -	444 - -	693 150	100 - -	(507) - (29)	(44) - 11	(23)	3,773 150 (18)	335 36 60	4,108 186 42
Total comprehensive income (loss) for the period Other equity movements in subsidiaries	- -		150 1		(29)	11	- -	132 1	96 (2)	228 (1)
At 30 September 2016 (reviewed)	3,110	444	844	100	(536)	(33)	(23)	3,906	429	4,335

^{*} Retained earnings include non-distributable reserves arising from consolidation of subsidiaries amounting to US\$ 424 million (31 December 2016: US\$ 419 million).

30 September 2017 (Reviewed)

All figures in US\$ million

1 INCORPORATION AND ACTIVITIES

Arab Banking Corporation (B.S.C.) [the Bank] is incorporated in the Kingdom of Bahrain by an Amiri decree and operates under a wholesale banking licence issued by the Central Bank of Bahrain. The Bank is a Bahraini Shareholding Company with limited liability and is listed on the Bahrain Bourse. The Central Bank of Libya is the ultimate parent of the Bank and its subsidiaries (together 'the Group').

The Bank's registered office is at ABC Tower, Diplomatic Area, P.O. Box 5698, Manama, Kingdom of Bahrain. The Bank is registered under commercial registration number 10299 issued by the Ministry of Industry and Commerce, Kingdom of Bahrain.

The Group offers a range of international wholesale banking services including Corporate Banking & Financial Institutions, Project & Structured Finance, Syndications, Treasury, Trade Finance services and Islamic Banking. Retail banking services are only provided in the MENA region.

2 BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES

2.1 Basis of preparation

The interim condensed consolidated financial statements for the nine-month period ended 30 September 2017 have been prepared in accordance with IAS 34 *Interim Financial Reporting*.

The interim condensed consolidated financial statements do not contain all information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2016. In addition, results for the nine-month period ended 30 September 2017 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2017.

2.2 Basis of consolidation

These interim condensed consolidated financial statements include the financial statements of the Bank and its subsidiaries after elimination of inter-company transactions and balances.

2.3 New standards, interpretations and amendments adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2016, except for the adoption of new standards and interpretations effective as of 1 January 2017. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

The following new and amended accounting standards became effective in 2017 and have been adopted by the Group in preparation of these interim condensed consolidated financial statements as applicable. Whilst they did not have any material impact on these interim condensed consolidated financial statements, they may require additional disclosures in the annual consolidated financial statements for the year ending 31 December 2017:

Amendments to IAS 12 Income Taxes
Amendments to IAS 7 Statement of Cash Flows

Annual improvements cycle - 2014 -2016

- Amendments to IFRS 12 Disclosure of Interests in Other Entities: Clarification of the scope of disclosure requirements in IFRS 12

30 September 2017 (Reviewed)

All figures in US\$ million

2 BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (continued)

2.4 New standards, interpretations and amendments issued but not yet effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

Topic	Effective date
IFRS 9 Financial Instruments	1 January 2018
IFRS 15 Revenue from Contracts with Customers	1 January 2018
IFRS 16 Leases	1 January 2019

The Group is assessing the impact of implementation of these standards.

3 OPERATING SEGMENTS

For management purposes, the Group is organised into five operating segments which are based on business units and their activities. The Group has accordingly been structured to place its activities under the distinct divisions which are as follows:

- MENA subsidiaries cover retail, corporate and treasury activities of subsidiaries in North Africa and Levant;
- **International wholesale banking** encompasses corporate and structured finance, trade finance, Islamic banking services and syndications;
- **Group treasury** comprises treasury activities of Bahrain Head Office, New York and London;
- **ABC Brasil** primarily reflects the commercial banking and treasury activities of the Brazilian subsidiary Banco ABC Brasil S.A., focusing on the corporate and middle market segments in Brazil; and
- Other includes activities of Arab Financial Services B.S.C. (c).

International						
Nine-month period ended 30 September 2017	MENA subsidiaries	wholesale banking	Group treasury	ABC Brasil	Other	Total
Net interest income	93	112	12	175	18	410
Other operating income	32	55	24	108	24	243
Total operating income	125	167	36	283	42	653
Profit before impairment provisions Impairment provisions - net	58 (2)	102 (2)	18 -	186 (63)	24 -	388 (67)
Profit before taxation and unallocated operating expenses	56	100	18	123	24	321
Taxation on foreign operations Unallocated operating expenses	(16)	(5)	-	(32)	-	(53) (74)
Profit for the period					•	194
Operating assets as at 30 September 2017	3,236	9,399	8,550	8,279	79	29,543
Operating liabilities as at 30 September 2017	2,752		15,297	7,061	12	25,122

30 September 2017 (Reviewed)

All figures in US\$ million

3 OPERATING SEGMENTS (continued)

	I	nternational				
Nine-month period ended	MENA	wholesale	Group	ABC		
30 September 2016	subsidiaries	banking	treasury	Brasil	Other	Total
Net interest income	108	104	22	156	7	397
Other operating income	36	62	18	120	25	261
Total operating income	144	166	40	276	32	658
Profit before impairment provisions	70	99	29	195	12	405
Impairment provisions - net	(3)	(1)	-	(56)	-	(60)
Profit before taxation and unallocated operating expenses	67	98	29	139	12	345
Taxation on foreign operations	(18)	(5)	_	(64)	_	(87)
Unallocated operating expenses	(10)	(0)		(01)		(72)
Profit for the period						186
Operating assets						
as at 31 December 2016	3,146	9,924	9,178	7,815	78	30,141
Operating liabilities						
as at 31 December 2016	2,688	-	16,591	6,597	5	25,881
			-			

4 FINANCIAL INSTRUMENTS

The following table provides the fair value measurement heirarchy of the Group's financial assets and financial liabilities.

Quantitative disclosure of fair value measurement hierarchy for assets as at 30 September 2017:

Financial assets measured at fair value:

	Level 1	Level 2	Total
Trading securities	870	-	870
Non-trading securities - available-for-sale			
Quoted debt securities	5,223	-	5,223
Unquoted debt securities	-	438	438
Quoted equity shares	5	-	5
Unquoted equity shares	-	-	-
Derivatives held for trading			
Interest rate swaps	-	51	51
Currency swaps	-	7	7
Forward foreign exchange contracts	-	29	29
Options	70	31	101
Futures	5	-	5
Derivatives held as hedges			
Interest rate swaps	-	-	-
Forward foreign exchange contracts	-	11	11
Options	-	-	-

30 September 2017 (Reviewed)

All figures in US\$ million

4 FINANCIAL INSTRUMENTS (continued)

Quantitative disclosure of fair value measurement hierarchy for liabilities as at 30 September 2017:

Financial liabilities measured at fair value:

	Level 1	Level 2	Total
Derivatives held for trading			
Interest rate swaps	-	41	41
Currency swaps	-	28	28
Forward foreign exchange contracts	-	24	24
Options	63	34	97
Futures	5	-	5
Derivatives held as hedges			
Interest rate swaps	-	-	-
Forward foreign exchange contracts	-	2	2
Options	-	-	-

Quantitative disclosure of fair value measurement hierarchy for assets as at 31 December 2016:

Financial assets measured at fair value:

	Level 1	Level 2	Total
Trading securities	708	3	711
Non-trading securities - available-for-sale			
Quoted debt securities	4,142	-	4,142
Unquoted debt securities	-	485	485
Quoted equity shares	4	-	4
Unquoted equity shares	-	-	-
Derivatives held for trading			
Interest rate swaps	-	47	47
Currency swaps	-	21	21
Forward foreign exchange contracts	-	79	79
Options	228	51	279
Futures	9	-	9
Derivatives held as hedges			
Interest rate swaps	-	-	-
Forward foreign exchange contracts	-	-	-
Options	-	-	-

Quantitative disclosure of fair value measurement hierarchy for liabilities as at 31 December 2016:

Financial liabilities measured at fair value:

	Level 1	Level 2	Total
Derivatives held for trading			
Interest rate swaps	-	42	42
Currency swaps	-	27	27
Forward foreign exchange contracts	-	33	33
Options	204	52	256
Futures	11	-	11
Derivatives held as hedges			
Interest rate swaps	-	-	-
Forward foreign exchange contracts	-	25	25
Options	-	-	-

30 September 2017 (Reviewed)

All figures in US\$ million

4 FINANCIAL INSTRUMENTS (continued)

Fair values of financial instruments not carried at fair value

Except for the following, the fair value of financial instruments which are not carried at fair value are not materially different from their carrying value.

	30 September 2017		31 December 2016	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets Other non-trading securities	214	243	989	1,012
Financial liabilities Term notes, bonds and other term financing	1,979	1,992	4,269	4,280

For financial instruments that are recognised at fair value on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

Financial instruments in level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1. Instruments included in Level 1 comprise primarily DAX, FTSE 100 and Dow Jones equity investments classified as trading securities or available for sale.

Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Transfers between level 1 and level 2

There were no transfers between level 1 and level 2 during the period ended 30 September 2017 (31 December 2016: none).

5 CREDIT COMMITMENTS AND CONTINGENT ITEMS

a) Credit commitments and contingencies

	30 September	31 December
	2017	2016
Short-term self-liquidating trade and transaction-related contingent items	3,343	2,843
Direct credit substitutes, guarantees	3,824	3,581
Undrawn loans and other commitments	1,957	2,166
	9,124	8,590
Risk weighted equivalents	2,993	2,890

30 September 2017 (Reviewed)

All figures in US\$ million

5 CREDIT COMMITMENTS AND CONTINGENT ITEMS (continued)

b) Derivatives

The outstanding notional amounts at the consolidated statement of financial position date were as follows:

3	30 September 2017	31 December 2016
Interest rate swaps	6,667	5,067
Currency swaps	471	623
Forward foreign exchange contracts	6,884	5,078
Options	3,671	5,842
Futures	3,184	2,491
Forward rate agreements	-	50
	20,877	19,151
Risk weighted equivalents (credit and market risk)	1,718	1,774

6 TRANSACTIONS WITH RELATED PARTIES

Related parties represent the ultimate parent, major shareholders, associates, directors and key management personnel of the Group and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management.

The period-end balances in respect of related parties included in the interim condensed consolidated statement of financial position are as follows:

	Ultimate parent	Major share- holder	Directors	30 September 2017	31 December 2016
Deposits from customers	3,278	695	6	3,979	3,229
Term notes, bonds and other term financing *	1,330	-	-	1,330	2,175
Short-term self-liquidating trade and transaction-related contingent items	494	-	_	494	377

^{*} Loan from a major shareholder was renewed at the time of maturity as a deposit for two years maturing in June 2019.

The income and expenses in respect of related parties included in the interim condensed consolidated statement of profit or loss are as follows:

	30 September	30 September 30 September		
	2017	2016		
Commission income	4	10		
Interest expense	68	59		

7 COMPARATIVE FIGURES

The Group has revised the presentation of its consolidated statement of financial position for 'deposits from banks' and 'deposits from customers' to better represent the category of deposits. Accordingly, deposits from non-banking financial institutions which were previously presented as 'deposits from banks and other financial institutions' in the consolidated statement of financial position have been reclassified into 'deposits from customers', which the management considers to be more relevant. Therefore, prior year comparatives amounting to US\$ 1,036 million as at 31 December 2016 have been reclassified from 'deposits from banks and other financial institutions' to 'deposits from customers'. As at 1 January 2016, US\$ 729 million has also been reclassified from 'deposits from banks and other financial institutions' to 'deposits from customers'.