

Saudi Hollandi Bank (A Saudi Joint Stock Company)

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Un-audited)

FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016





#### KPMG Al Fozan & Partners Certified Public Accountants

Report on Review of Interim Condensed Consolidated Financial Statements To the Shareholders of Saudi Hollandi Bank (A Saudi Joint Stock Company)

#### Introduction

We have reviewed the accompanying interim consolidated statement of financial position of Saudi Hollandi Bank (the "Bank") and its subsidiaries (collectively referred to as "the Group") as at September 30, 2016, and the related interim consolidated statements of income and comprehensive income for the three and nine month periods then ended and interim consolidated statements of changes in shareholders' equity and cash flows for the nine month period then ended and the notes from (1) to (19) which form an integral part of these interim condensed consolidated financial statements. We have not reviewed note (17), nor the information related to "Disclosures under Basel III framework" cross-referenced therein, which is not required to be within the scope of our review.

The Bank's management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with applicable Accounting Standards for Financial Institutions issued by the Saudi Arabian Monetary Agency ("SAMA") and with International Accounting Standard No. 34 "Interim Financial Reporting". 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 generally accepted standards in the Kingdom of Saudi Arabia applicable to review engagements and with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim condensed consolidated financial statements 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 generally accepted auditing standards in the Kingdom of Saudi Arabia and 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 applicable Accounting Standards for Financial Institutions issued by SAMA and with International Accounting Standard No. 34.





# **KPMG AI Fozan & Partners Certified Public Accountants**

#### Other Regulatory Matters

As required by SAMA, certain capital adequacy information has been disclosed in note (16) to the accompanying interim condensed consolidated financial statements. As part of our review, we compared the information in note (16) to the relevant analysis prepared by the Bank for submission to SAMA and found no material inconsistencies.

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26 Muhairam 1438H 27 October 2016





# INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION Amounts in SAR'000

	Notes	September 30, 2016 (Unaudited)	December 31, 2015 (Audited)	September 30, 2015 (Unaudited)
Assets				
Cash and balances with SAMA		5,686,631	7,637,869	6,953,141
Due from banks and other financial institutions		744,796	734,615	672,673
Positive fair value derivatives	9	430,137	307,597	347,952
Investments, net	5	20,858,445	21,263,296	20,703,834
Loans and advances, net	6	77,264,495	76,412,190	73,499,388
Investment in an associate		34,158	12,567	14,156
Property and equipment, net		1,105,296	801,046	736,609
Other assets, net	7	803,164	901,154	1,084,800
Total assets		106,927,122	108,070,334	104,012,553
LIABILITIES AND SHAREHOLDERS' EQUITY  Liabilities  Due to banks and other financial institutions  Negative fair value derivatives  Customers' deposits	9 8	4,062,408 291,881 84,204,396	1,357,167 148,476 89,088,174	4,050,580 172,349 82,936,317
Subordinated debt		3,946,269	3,906,975	3,928,022
Other liabilities		1,344,122	1,542,348	1,336,327
Total liabilities		93,849,076	96,043,140	92,423,595
Shareholders' equity Share capital Statutory reserve		11,430,720 1	5,715,360 1	5,715,360 3,536,355
General reserve		130,000	130,000	130,000
Other reserves		1,441	(37,691)	(18,824)
Reserve for bonus shares	14	-	5,715,360	-
Retained earnings		1,569,591	255,528	2,280,409
Proposed dividends	14		297,199	_
Share based plan reserve, net		(53,707)	(48,563)	(54,342)
Total shareholders' equity		13,078,046	12,027,194	11,588,958
Total liabilities and shareholders' equity		106,927,122	108,070,334	104,012,553







#### INTERIM CONSOLIDATED INCOME STATEMENT

For the nine month period ended September 30, 2016 Amounts in SAR'000 (Un-audited)

Amounts in SAR 000 (On-audited)	<u>Note</u>		ree month	For the nine month period ended		
		September 30, 2016	September 30, 2015	September 30, 2016	September 30, 2015	
Special commission income		1,089,629	743,741	2,967,491	2,101,132	
Special commission expense		425,561	138.006	1,097,800	395,896	
Net special commission income		664,068	605,735	1,869,691	1,705,236	
Fee and commission income, net		185,786	195,373	608,039	677,942	
Exchange income, net		34,239	40,358	125,533	136,111	
Trading income, net		21,756	36,590	108,150	189,116	
(Losses) / gains on investment held as FVIS, net		•	(1,088)	-	6,092	
Dividend income from available for sale investments		5,331	2,846	11,446	5,480	
Gains on non-trading investments			109	52,279	15,041	
Total operating income		911,180	879,923	2,775,138	2,735,018	
Salaries and employee-related expenses		169,120	167,467	505,713	501,973	
Rent and premises-related expenses		36,021	27,166	100,408	87,914	
Depreciation and amortisation		30,522	29,720	89,951	87,705	
General and administrative expenses		74,472	62,240	224,200	183,812	
Impairment charge for available for sale investments		106,005	-	120,246	-	
Impairment charge for credit losses, net		233,889	101,279	422,148	303,874	
Total operating expenses		650,029	387,872	1,462,666	1,165.278	
Operating income		261,151	492,051	1,312,472	1,569,740	
Share in earning of an associate		1,663	927	1,591	1,363	
Net income for the period		262,814	492,978	1,314,063	1,571,103	
Basic and diluted earnings per share (Expressed in						
SAR per share)	14	0.23	0.43	1.15	1.37	







#### INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the nine month period ended September 30, 2016 Amounts in SAR'000 (Un-audited)

		irce month I ended	For the nine month period ended		
	September 30,	September 30, September 30,		September 30,	
	<u>2016</u>	<u> 2015</u>	<u>2016</u>	<u> 2015</u>	
Net income for the period	262,814	492,978	1,314,063	1,571,103	
Other comprehensive income					
Other comprehensive income to be reclassified to interim consolidated income statement in subsequent periods					
Available for sale investments:					
<ul> <li>Net change in fair value</li> <li>Net amounts transferred to the interim</li> </ul>	(43,509)	(37,325)	(82,060)	(8,597)	
consolidated income statement	106,292	243	121,105	(13,791)	
	62,783	(37,082)	39,045	(22,388)	
Cash flow hedge:					
- Net change in fair value	4	-	87	-	
Total comprehensive income for the period	325,601	455,896	1,353,195	1,548,715	







# Saudi Hollandi Bank

(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

For the nine month period ended September 30, 2016 Amounts in SAR '000 (Un-audited)

					Other	Other reserves	Reserve for				Total
		Share	Statutory	General	Available	Cash flow	bonus	Retained	Proposed	Share based	shareholders'
	Note	capital	reserve	reserve	for sale	hedge	shares	earnings	dividends	plan reserve, net	equity
<u>2016</u>											
Balance at the beginning of the period		5,715,360	-	130,000	(37,691)	•	5,715,360	255,528	297,199	(48,563)	12,027,194
Net income for the period		ı	1	,	•	•	•	1,314,063	٠	•	1,314,063
Net change in fair value		•	1	•	(82,060)	22	•	1	•	•	(81,973)
Net amounts transferred to the interim											
consolidated income statement	•	'	1	•	121,105	•	t		'	•	121,105
Total comprehensive income for the period	•	1		•	39,045	87	t	1,314,063		1	1,353,195
Bonus shares issued	7	5.715.360	1	•	•	,	(5.715.360)	,	,	•	
Dividends paid	17		٠	•	1	•		•	(297,199)	1	(297,199)
Share based plan transactions	•	•	•	'	1		٠	•	• ]	(5,144)	(5,144)
Balance at the end of the period	•	11,430,720	-	130,000	1,354	87	٠	1,569,591		(53,707)	13,078,046
<u>2015</u>											
Balance at the beginning of the period		4,762,800	3,536,355	130,000	3,564	'	952,560	709,306	619,164	28,133	10,741,882
Net income for the period		,	,	•	•	1	1	1,571,103	•	•	1,571,103
Net change in fair value		•	1	,	(8,597)	,	•	٠	٠	,	(8,597)
Net amounts transferred to the interim consolidated income statement		•	•	•	(13,791)	•	1	'	•		(13,791)
Total comprehensive income for the period		,	,		(22.388)	,	1	1,571,103	,	•	1,548,715
Bonus shares issued	14	952,560	1	ŧ	٠	1	(952,560)	•	•	•	•
Dividends paid	14		•	•	,	٠		٠	(619,164)	•	(619,164)
Bank's shares held by staff share Plan Fund		•	•	•	•	,	٠	,	•	(86,477)	(86,477)
Share based plan transactions	'	<u>'</u>	'	·	'	'		'	İ	4,002	4,002
Balance at the end of the period	8	5,715,360	3,536,355	130,000	(18,824)	,	٠	2,280,409	٠	(54,342)	11,588,958
	0	1		4							







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INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS			
For the nine month period ended September 30, 2016			
Amounts in SAR'000 (Un-audited)	8.2	2016	2015
OPERATING ACTIVITIES	Note	<u> 2016</u>	<u>2015</u>
Net income for the period		1,314,063	1,571,103
Adjustments to reconcile net income to net cash used in operating activities:		1,314,003	1,3/1,103
(Accretion of discounts) and amortisation of premium on non-trading			
investments, net		(91,558)	(82,174)
Gains on non-trading investments, net		(52,279)	(15,041)
Gain on investments held as FVIS		(36,677)	6,092
Depreciation and amortisation		89,951	87,705
Loss / (gain) on disposal of property and equipment		1,355	(100)
Derivatives fair value, net		· ·	(100)
Subordinated debt		20,865	•
		39,294	12.127
Share based plan transactions		14,319	12,137
Impairment charge for available for sale investments Impairment charge for credit losses, net		120,246	202.054
Share in earnings of an associate		422,148	303,874
Share in carnings of an associate		(1,591)	(1,363)
Net (increase) / decrease in operating assets:		1,876,813	1,882,233
Statutory deposit with SAMA		Q0 21E	(552.020)
Due from banks and other financial institutions maturing after ninety days from		80,325	(553,020)
the date of acquisition		(10,000)	_
Investments held as FVIS		(10,000)	(0.441)
Loans and advances, net		(1.374.452)	(9,441)
Other assets, net		(1,274,453)	(8,314,100)
Net increase / (decrease) in operating liabilities:		78,527	268,251
Due to banks and other financial institutions		2 705 241	
Customers' deposits		2,705,241	995,709
Other liabilities		(4,883,778)	5,866,340
Net cash used in operating activities		(198,226)	(315,790)
INVESTING ACTIVITIES		(1,625,551)	(179,818)
Proceeds from sale and maturity of non-trading investments		11.070.011	
Purchase of non-trading investments		11,979,011	10,963,572
Investment in an associate		(11,511,437)	(12,856,222)
Purchase of property and equipment		(20,000)	•
Proceeds from disposal of property and equipment		(395,556)	(297,926)
Net cash from / (used in) investing activities			100
FINANCING ACTIVITIES		52,018	(2,190,476)
		(305.100)	
Dividends paid		(297,199)	(619.164)
Cash used in financing activities		(297,199)	(619,164)
Nat decranse in cash and each againgtener		(1.070.722)	
Net decrease in cash and cash equivalents  Cash and cash equivalents at beginning of the period		(1,870,732)	(2,989,458)
Cash and cash equivalents at beginning of the period  Cash and cash equivalents at end of the period	11	3,896,332	6,310,248
Cash and cash equivalents at end of the period	П	2,025,600	3,320,790
Special commission received during the period		3 (70 01/	
		2,678,016	1,960,216
Special commission paid during the period		960,008	410,576
Supplemental non-cash information			
Net changes in fair value and transfers to interim consolidated income statement		39,132	(22,388)







For the nine month period ended September 30, 2016

#### 1. GENERAL

Saudi Hollandi Bank (the "Bank"), is a Saudi Joint Stock Company incorporated in the Kingdom of Saudi Arabia and was formed pursuant to Royal Decree No. M/85 dated 29 Dhul Hijjah 1396H (corresponding to December 21, 1976). The Bank commenced business on 16 Shaaban 1397H (corresponding to August 1, 1977) when it took over the operations of Algemene Bank Nederland N.V. in the Kingdom of Saudi Arabia. The Bank operates under commercial registration No. 1010064925 dated 6 Jumada II 1407H (corresponding to February 5, 1987) through its 61 branches (December 31, 2015: 60 branches and September 30, 2015: 57 branches) in the Kingdom of Saudi Arabia. The postal address of the Bank's head office is:

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

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

The interim condensed consolidated financial statements include the financial statements of the Bank and its subsidiaries. The details of the Bank's subsidiaries are set out below:

#### Saudi Hollandi Capital ("SHC")

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

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

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

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

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

#### 2. BASIS OF PREPARATION

#### 2.1 Statement of compliance

These interim condensed consolidated financial statements are prepared in accordance with the Accounting Standards for Financial Institutions promulgated by the Saudi Arabian Monetary Agency (SAMA) and International Accounting Standard (IAS) 34 - Interim Financial Reporting. The Bank prepares its interim condensed consolidated financial statements to comply with the Banking Control Law and the Regulations for Companies in the Kingdom of Saudi Arabia. The interim condensed consolidated financial statements do not include all of the information required for full annual consolidated financial statements and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2015.

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

For the nine month period ended September 30, 2016

#### 2. BASIS OF PREPARATION (Continued)

#### 2.1 Statement of compliance (Continued)

In preparing these interim condensed consolidated financial statements, the significant judgments made by management in applying the Group's accounting policies are the same as those that applied to the annual consolidated financial statements for the year ended 31 December 2015.

#### 2.2 Basis of measurement

These interim condensed consolidated financial statements are prepared under the historical cost convention except for the measurement at fair value of derivatives, financial assets held for trading, financial assets held at Fair Value through Income Statement (FVIS) and available for sale investments. In addition, financial assets or liabilities that are carried at cost but are hedged in a fair value hedging relationship are carried at fair value to the extent of the risk being hedged.

#### 2.3 Functional and presentation currency

These interim condensed consolidated financial statements are presented in Saudi Arabian Riyals (SAR) which is the Bank's functional currency and have been rounded off to the nearest thousand Saudi Riyals, except as otherwise indicated.

#### 3. BASIS OF CONSOLIDATION

The financial statements of the subsidiaries are prepared for the same reporting period as that of the Bank and changes have been made to their accounting policies where necessary to align them with the accounting policies of the Bank.

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

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

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

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- · Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights granted by equity instruments such as shares

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired during the year are included in the interim condensed consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. The Group manages and administers assets held in unit trusts and other investment vehicles on behalf of investors. The financial statements of these entities are not included in these interim condensed consolidated financial statements except when the Group controls the entity.

For the nine month period ended September 30, 2016

#### 4. SIGNIFICANT ACCOUNTING POLICIES

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 2015, except for the adoption of amendments to the existing standards effective as of 1 January 2016. The Group has not early adopted any other amendment that has been issued but is not yet effective.

The nature and the effect of these changes are disclosed below. Although these new standards and amendments apply for the first time in 2016, they do not have a material impact on the annual consolidated financial statements of the Group or the interim condensed consolidated financial statements of the Group. The nature and the impact of amendments are described below:

#### Amendments to existing standards

- Amendments to IFRS 10 "Consolidated Financial Statements", IFRS 12 "Disclosure of Interests in Other Entities" and IAS 28 "Investments in Associates", applicable for the annual periods beginning on or after 1 January 2016, address three issues that have arisen in applying the investment entities exception under IFRS 10. The amendments to IFRS 10 clarify that the exemption from presenting consolidated financial statements applies to a parent entity that is a subsidiary of an investment entity, when the investment entity measures its subsidiaries at fair value. Furthermore, only a subsidiary of an investment entity that is not an investment entity itself and that provides support services to the investment entity is consolidated. All other subsidiaries of an investment entity are measured at fair value. The amendments to IAS 28 allow the investor, when applying the equity method, to retain the fair value measurement applied by the investment entity associate or joint venture to its interests in subsidiaries.
- Amendments to IFRS 11 "Joint Arrangements", applicable for the annual periods beginning on or after 1 January 2016, require an entity acquiring an interest in a joint operation, in which the activity of the joint operation constitutes a business, to apply, to the extent of its share, all of the principles in IFRS 3 "Business Combinations" and other IFRSs that do not conflict with the requirements of IFRS 11 Joint Arrangements. Furthermore, entities are required to disclose the information required by IFRS 3 and other IFRSs for business combinations. The amendments also apply to an entity on the formation of a joint operation if, and only if, an existing business is contributed by one of the parties to the joint operation on its formation. Furthermore, the amendments clarify that, for the acquisition of an additional interest in a joint operation in which the activity of the joint operation constitutes a business, previously held interests in the joint operation must not be re-measured if the joint operator retains joint control.
- Amendments to IAS 1 "Presentation of Financial Statements", applicable for the annual periods beginning on or after 1 January 2016, clarify, existing IAS 1 requirements in relation to;
  - The materiality requirements in IAS 1;
  - That specific line items in the statement(s) of profit or loss and other comprehensive income ("OCI") and the statement of financial position may be disaggregated;
  - That entities have flexibility as to the order in which they present the notes to financial statements;
  - That the share of OCI of associates and joint ventures accounted for using the equity method must be presented
    in aggregate as a single line item, and classified between those items that will or will not be subsequently
    reclassified to profit or loss.

The amendments further clarify the requirements that apply when additional subtotals are presented in the statement of financial position and the statement(s) of profit or loss and OCI.

Amendments to IAS 16 - "Property, Plant and Equipment" and IAS 38 - "Intangible Assets", applicable for the
annual periods beginning on or after I January 2016, restricts the use of ratio of revenue generated to total revenue
expected to be generated to depreciate property, plant and equipment and may only be used in very limited
circumstances to amortise intangible assets.

For the nine month period ended September 30, 2016

#### 4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

- Amendments to IAS 27 "Separate Financial Statements", applicable for the annual periods beginning on or after 1
  January 2016, allows an entity to use the equity method as described in IAS 28 to account for its investments in
  subsidiaries, joint ventures and associates in its separate financial statements.
- Amendments to IFRS 10, IFRS 12 and IAS 28 Investment Entities: Applying the Consolidation Exception. The amendments address issues that have arisen in applying the investment entities exception under IFRS 10 Consolidated Financial Statements. The amendments to IFRS 10 clarify that the exemption from presenting consolidated financial statements applies to a parent entity that is a subsidiary of an investment entity, when the investment entity measures all of its subsidiaries at fair value. Furthermore, the amendments to IFRS 10 clarify that only a subsidiary of an investment entity that is not an investment entity itself and that provides support services to the investment entity is consolidated. All other subsidiaries of an investment entity are measured at fair value.

The amendments to IAS 28 Investments in Associates and Joint Ventures allow the investor, when applying the equity method, to retain the fair value measurement applied by the investment entity associate or joint venture to its interests in subsidiaries. These amendments must be applied retrospectively and are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the interim condensed consolidated financial statements the Group as the Group does not apply the consolidation exception.

- Annual improvements to IFRS 2012-2014 cycle applicable for annual periods beginning on or after January 1, 2016.
   A summary of the amendments is as follows:
  - IFRS 7 "Financial Instruments: Disclosures" has been amended to clarify that a servicing contract that includes a fee can constitute continuing involvement in a financial asset. The nature of the fee and the arrangement should be assessed in order to consider whether the disclosures are required under IFRS 7 and the assessment must be done retrospectively. IFRS 7 has been further amended to clarify that the offsetting disclosure requirements do not apply to condensed interim financial statements, unless such disclosures provide a significant update to the information reported in the most recent annual report.
  - IAS 19 "Employee Benefits" amendment clarifies that market depth of high quality corporate bonds is
    assessed based on the currency in which the obligation is denominated, rather than the country where the
    obligation is located. When there is no deep market for high quality corporate bonds in that currency,
    government bond rates must be used.
  - IAS 34 "Interim Financial Reporting" amendment clarifies that the required interim disclosures must be either in the interim condensed financial statements or incorporated by cross-referencing to the interim financial report (e.g., in the management commentary or risk report). However, the other information within the interim financial report must be available to users on the same terms as the interim financial statements and at the same time.

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 5. INVESTMENTS, NET

#### a) Investment securities are classified as follows:

	September 30, <u>2016</u> (Unaudited)	December 31, <u>2015</u> (Audited)	September 30, <u>2015</u> (Unaudited)
Available for sale (AFS)	581,081	673,023	639,359
Other investments held at amortized cost (OI)	20,212,553	20,515,088	19,985,301
Held to maturity (HTM)	64,811	75,185	75,825
Held as FVIS- trading			3,349
Total	20,858,445	21,263,296	20,703,834

#### b) Investments reclassification

Management identified certain AFS investments, for which at July 1, 2008, it had a clear intention to hold the instruments for the foreseeable future rather than to sell these instruments in short term. As a result, these instruments were reclassified at that date from AFS to OI at fair value and the difference between the carrying amount and the fair value was retained in AFS reserve. Had the reclassification not been made, other reserves would have included unrealised fair value gains amounting to SAR 9.19 million (December 31, 2015; SAR 8.66 million and September 30, 2015; SAR 9.62 million). During the period a loss of SAR 0.86 million (September 30, 2015; SAR 1.39 million) was transferred to the interim consolidated income statement being the amortization of AFS reserve at the time of reclassification.

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

		Carrying value			Fair value	
AFS securities	September 30, <u>2016</u> (Unaudited)	December 31, <u>2015</u> (Audited)	September 30, 2015 (Unaudited)	September 30, <u>2016</u> (Unaudited)	December 31, 2015 (Audited)	September 30, 2015 (Unaudited)
reclassified	69,248	68,252	104,786	68,828	68,294	103,923

#### 6. LOANS AND ADVANCES, NET

	September 30, <u>2016</u>	December 31, <u>2015</u>	September 30, <u>2015</u>
	(Unaudited)	(Audited)	(Unaudited)
Consumer loans	18,992,252	15,125,579	13,951,890
Commercial loans and overdrafts	58,440,047	61,523,856	59,777,969
Credit cards	376,567	313.574	_314,313
Performing loans and advances	77,808,866	76,963,009	74,044,172
Non-performing loans and advances	965,774	824,221	827,612
Gross loans and advances	78,774,640	77,787,230	74,871,784
Allowance for impairment of credit losses	(1,510,145)	(1,375,040)	(1,372,396)
Loans and advances, net	77,264,495	76,412,190	73,499,388

#### 7. OTHER ASSETS, NET

Other assets include an amount of SAR 290.21 million (December 31, 2015: SAR 287.58 million and September 30, 2015: SAR 352.61 million) which upon default by the original counterparty is expected to be recovered from a related party based on a settlement agreement between the Bank and the related party. The exposure at September 30, 2016 is net of impairment allowance amounting to SAR 149.91 million (December 31, 2015: SAR 149.91 million and September 30, 2015: SAR 85.68 million).

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 8. CUSTOMERS' DEPOSITS

	September 30, <u>2016</u> (Unaudited)	December 31, <u>2015</u> (Audited)	September 30, <u>2015</u> (Unaudited)
Time	49,085,090	53,756,518	48,009,773
Demand	32,772,553	33,798,204	33,345,249
Saving	423,470	453,754	435,841
Others	1,923,283	1,079,698	1,145,454
Total	84,204,396	89,088,174	82,936,317

#### 9. DERIVATIVES

The table below sets out the positive and negative fair values and notional amounts of derivative financial instruments. The notional amounts, which provide an indication of the volumes of the transactions outstanding at the end of the period, do not necessarily reflect the amounts of future cash flows involved. These notional amounts, therefore, are neither indicative of the Group's exposure to credit risk, which is generally limited to the positive fair value of the derivatives, nor market risk.

	S	eptember 30, . (Un-audited			December 31, 2 (Audited)	?015 ——————	Se	eptember 30, 2 (Un-audite	
Derivative financial instruments	Positive fair value	Negative fair value	Notional <u>amount</u>	Positive fair value	Negative fair value	Notional amount	Postave fair value	Negauve fair value	Notional <u>amoint</u>
Held for trading: Commission rate									
swaps Foreign exchange and commodity	165,179	91,373	30,088,104	142,521	58,075	27,057,930	135,907	41,081	28,705,590
forward contracts Currency and commodity	101,457	43,952	23,670,508	69,263	35,222	19,685,285	67,922	36,352	19,560,961
options Commission rate	156,992	146,146	31,482,114	91,556	49,830	39,154,686	143,433	92,565	48,190,991
options	6,509	4,704	1,018,800	4,257	3,881	470,800	690	314	470,800
field as fair value hedge Commission rate swaps	P.5:	1,539	37,573	21	1,468	37,539			
Held as cash flow hedge Commission rate	25;								
swaps Total	430,137	4,167 291,881	4,199,260 90,496,359	307,597	148,476	86,406,240	347,952	2,037 172,349	37,504
Fair values of derivatives subject to netting		272,002	70,470,037	307,397	140,470	00,400,240	347,732	172,349	96,965,846
arrangements Fair values of	_1,383,157	1,383,157		1,188,943	1,188,943	-	1,853,592	1,853,592	
derivatives on gross basis	1,813,294	1,675,038		1,496,540	1,337,419		2,201,544	2,025,941	

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 10. CREDIT RELATED COMMITMENTS AND CONTINGENCIES

The Group's credit related commitments and contingencies are as follow:

	September 30, <u>2016</u> (Unaudited)	December 31, <u>2015</u> (Audited)	September 30, <u>2015</u> (Unaudited)
Letters of guarantee	21,216,984	22,717,295	22,926,679
Letters of credit	3,767,073	5,345,655	4,246,203
Acceptances	2,992,823	3,333,560	3,234,127
Irrevocable commitments to extend credit	2,205,538	2,870,772	1,847,199
Total	30,182,418	34,267,282	32,254,208

#### 11. CASH AND CASH EQUIVALENTS

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

	September 30, <u>2016</u> (Unaudited)	December 31, <u>2015</u> (Audited)	September 30, <u>2015</u> (Unaudited)
Cash and balances with SAMA	5,686,631	7,637,869	6,953,141
Statutory deposit	(4,395,827)	_ (4,476,152)	(4,305,024)
Due from banks and other financial institutions with original	1,290,804	3,161,717	2,648,117
maturity of three months or less from the acquisition date	734,796	734,615	672,673
Total	2,025,600	3,896,332	3,320,790

#### 12. OPERATING SEGMENTS

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the senior management responsible for operational decision making in the Bank in order to allocate resources to the segments and to assess performance. Transactions between operating segments are on normal commercial terms and conditions. Funds are ordinarily reallocated between operating segments, resulting in funding cost transfers. Commission is charged to operating segments based on a pool rate, which approximates the marginal cost of funds. The revenue from external parties reported to the senior management, is measured in a manner consistent with that in the interim consolidated income statement. There have been no changes to the basis of segmentation or the measurement basis for the segment profit or loss since December 31, 2015. Following are the reportable operating segments of the Group:

#### Corporate Banking

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

#### Personal Banking

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

#### Investment banking and investment services

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

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 12. OPERATING SEGMENTS (Continued)

#### Central treasury and ALCO

Treasury transacts mainly in money market, foreign exchange, commission rate and other derivatives for corporate and institutional customers as well as for the Group's own benefit. It is also responsible for managing the Group's funding and centralized risk management and investment portfolio. ALCO include the group-wide assets and liabilities other than the business and treasury's core activities maintaining Group-wide liquidity and managing its consolidated financial position. It also includes the net interdepartmental revenues / charges on Funds Transfer Pricing as approved by ALCO and unallocated income and expenses relating to Head Office and other departments.

The following is an analysis of the Group's assets, revenue and results by operating segments for the periods ended September 30.

September 30, 2016 (Unaudited)	Corporate banking	Retail banking	Investment banking and investment services	Central treasury and ALCO	Total
External revenue, net:	- Dunning	ounking	<u>services</u>	ALLO	<u>Total</u>
Net special commission income	* 540.050	#40.000			
Net fee and commission income	1,568,870	748,069		(447,248)	1,869,691
Net trading income / (loss)	469,144	136,661	34,353	(32,119)	608,039
Other revenue	91,786	15,901	988	(525)	108,150
	93,624	31,909	-	63,725	189,258
Inter-segment (expense) / revenue	(671,706)	143,896	7,543	520,267	
Total segment revenue, net	1,551,718	1,076,436	42,884	104,100	2,775,138
Total operating expenses excluding impairment charges	(298,717)	(531,592)	(31,185)	(58,778)	(920,272)
Other material non-cash items: Impairment charge for available for sale investments		-	-	(120,246)	(120,246)
Impairment charges for credit losses, net	(234,131)	(188,017)	-	_	(422,148)
Non-operating income	-	-		1,591	1,591
Segment profit / (loss)	1,018,870	356,827	11,699	(73,333)	1,314,063
September 30, 2015 (Unaudited)					
External revenue, net:					
Net special commission income	1,296,161	560,841	_	(151,766)	1,705,236
Net fee and commission income	528,968	145,865	48,498	(45,389)	677,942
Net trading income and FVIS, net	123,856	4,824	4,027	62,501	195,208
Other revenue	102,960	33,970	-	19,702	156,632
Inter-segment (expense) / revenue	(498,441)	76,461	2,702	419,278	
Total segment revenue, net	1,553,504	821,961	55,227	304,326	2,735,018
Total operating expenses excluding impairment charges	(290,940)	(466,358)	(36,083)	(68,023)	(861,404)
Other material non-cash items: Impairment charges for credit losses, net Non-operating income	(163,336)	(67,891)		(72,647)	(303,874)
	1,000,000	200.00		1,363	1,363
Segment profit	1,099,228	287,712	19,144	165,019	1,571,103

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 12. OPERATING SEGMENTS (Continued)

September 30, 2016 (Unaudited)	Corporate <u>banking</u>	Retail <u>banking</u>	Investment banking and investment <u>services</u>	Central treasury & <u>ALCO</u>	<u>Total</u>
Segment assets	56,069,347	21,195,148	547,860	29,114,767	106,927,122
Segment liabilities	25,355,388	26,586,587	15,929	41,891,172	93,849,076
December 31, 2015 (Audited)					
Segment assets	58,954,342	17,457,848	542,690	31,115,454	108,070,334
Segment liabilities	24,920,487	29,211,415	22,565	41,888,673	96,043,140
September 30, 2015 (Unaudited)					
Segment assets	57,195,305	16,304,083	544,214	29,968,951	104,012,553
Segment liabilities	18,268,654	28,473,975	18,359	45,662,607	92,423,595

#### 13. ZAKAT AND INCOME TAX

The Bank has filed its Zakat and income tax returns for the financial years up to and including the year 2015 with the General Authority of Zakat and Income Tax (the "GAZT"). The Bank has received Zakat and tax assessments for the years 2005 to 2009 and a partial assessment for the year 2010 raising additional demands aggregating to SAR 115 million. This additional exposure is mainly relating to Zakat arising on account of disallowances of certain long term investments by the GAZT. The basis for this additional liability is being contested by the Bank in conjunction with all the other banks in Saudi Arabia. The Bank has also formally contested these assessments and is awaiting a response from the GAZT.

The Zakat and tax assessments for the years 2011 to 2015 have not been finalized by the GAZT and the Bank is not able to determine reliably the impact of such assessments.

#### 14. BONUS SHARES ISSUED AND BASIC AND DILUTED EARNINGS PER SHARE (EPS)

The shareholders of the Bank approved a bonus issue of one-for-one share held in their Extra Ordinary General Assembly meeting held on May 02, 2016. As a result 571.54 million shares (2015: 95.26 million shares one share for every five shares held) of SR 10 each, were issued by capitalizing statutory reserve and retained earnings.

During the nine month period ended September 30, 2016 the Group also paid a cash dividend of SAR 297.20 million (2015: SAR 619.16 million). A net dividend of SAR 0.25 per share (2015: SAR 1 per share) and SAR 0.22 per share (2015: SAR 0.92 per share) was paid to Saudi shareholders and foreign shareholders, respectively.

Basic and diluted earnings per share for the three and nine month periods ended September 30, 2016 and 2015 are calculated by dividing the net income for the period attributable to the equity shareholders by 1,143.07 million shares to give a retrospective effect of change in the number of shares increased as a result of the bonus shares issued.

#### 15. FAIR VALUES OF FINANCIAL INSTRUMENTS

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

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

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

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

- Level 1: quoted prices in active markets for the same or identical instrument that an entity can access at the measurement date;
- Level 2: quoted prices in active markets for similar assets and liabilities or other valuation techniques for which all significant inputs are based on observable market data; and
- Level 3: valuation techniques for which any significant input is not based on observable market data.

(A Saudi Joint Stock Company)

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 15 FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

#### Carrying amounts and fair value

The following table shows the carrying amount and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

		Fair value			
	Carrying value	Level 1	_Level 2	Level 3	Total
September 30, 2016 (Unaudited)					
Financial assets measured at fair value					
Available for sale investments	581,081	406,016	171,627	3,438	581,081
Positive fair value derivatives	430,137	-	430,137	-	430,137
Financial assets not measured at fair value					
Due from banks and other financial institutions	744,796	-	-	744,796	744,796
Held to maturity investments	64,811	58,796	4,623	-	63,419
Other investments held at amortised cost	20,212,553	715,318	19,579,233	-	20,294,551
Loans and advances, net	77,264,495	-	-	77,627,075	77,627,075
Financial liabilities measured at fair value					
Negative fair value derivatives	291,881	_	291,881	_	291,881
Financial liabilities not measured at fair value	#71,001		271,001	_	471 <sub>1</sub> 001
Due to banks and other financial institutions	4,062,408	_		4,062,408	4,062,408
Customers' deposits	84,204,396	_	_	84,204,396	84,204,396
Subordinated debt	3,946,269	-	-	3,946,269	3,946,269
December 31, 2015 (Audited)					
Financial assets measured at fair value	<b></b>				
Available for sale investments	673,023	486,416	183,169	3,438	673,023
Positive fair value derivatives	307,597	•	307,597	-	307,597
Financial assets not measured at fair value					
Due from banks and other financial institutions	734,615	_		734,615	734,615
Held to maturity investments	75,185	58,400	15,394	-	73,794
Other investments held at amortised cost	20,515,088	624,129	19,851,201	_	20,475,330
Loans and advances, net	76,412,190	-	-	77,051,075	77,051,075
Financial liabilities measured at fair value					
Negative fair value derivatives	148,476		148,476	· .	148,476
Financial liabilities not measured at fair value					
Due to banks and other financial institutions	1,357,167	-	-	1,357,167	1,357,167
Customers' deposits	89,088,174	-	-	89,088,174	89,088,174
Subordinated debt	3,906,975	-	•	3,906,975	3,906,975

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 15 FAIR VALUES OF FINANCIAL INSTRUMENTS (continued)

The fair values of financial instruments included in the interim consolidated statement of financial position, except for those held to maturity, other investments held at amortised cost and loans and advances that are carried at amortised cost, are not significantly different from the carrying values included in the interim condensed consolidated financial statements. The estimated fair values of other investments held at amortised cost and held-to-maturity investments are based on quoted market prices, when available, or pricing models in the case of certain fixed rate bonds. The fair value of commission-bearing customers' deposits are not significantly different from their book values since the current market commission rates for similar financial assets are not significantly different from the contracted rates.

The fair values of cash and balances with SAMA, due from banks and other financial institutions and due to banks and other financial institutions are not significantly different from the carrying values since the underlying amounts for these categories are for shorter durations which indicates that their booking rates are not significantly different from the current market rates. The fair value of subordinated debt approximates carrying value since this is a floating rate liability with commission rates re-priced every six months. The value obtained from a valuation model may differ from the transaction price of a financial instrument on transaction date. The difference between the transaction price and the model value is commonly referred to as 'day one profit and loss. It is either amortised over the life of the transaction, deferred until the instrument's fair value can be determined using market observable data or realised through disposal. Subsequent changes in fair value are recognised immediately in the consolidated income statement without reversal of deferred day one profits and losses.

The objective of valuation techniques is to arrive at a fair value measurement that reflects the price that would be received to sell the asset or paid to transfer the liability in an orderly transaction between market participants at the measurement date. The Group uses widely recognized valuation models for determining the fair value of common and simpler financial instruments. Observable prices or model inputs are usually available in the market for listed debt and equity securities, exchange-traded derivatives and simple over-the-counter derivatives such as interest rate swaps. Availability of observable market prices and model inputs reduces the need for management judgment and estimation and also reduces the uncertainty associated with determining fair values. Availability of observable market prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial markets.

The following table shows the valuation techniques used in measuring fair values at September 30, 2016, as well as the significant unobservable inputs used.

Туре	Valuation technique	Significant unobservable inputs	Inter- relationship between significant unobservable inputs and fair value measurement
Available for sale investments	Valuation techniques include net present value and discounted cash flow models, comparison with similar instruments for which market observable prices exist. Assumptions and inputs used in valuation techniques include risk-free and benchmark interest rates, credit spreads and other premium used in estimating discount rates, bond and equity prices and foreign currency exchange rates.	None	Not applicable
Other investments held at amortised cost	Valuation techniques include net present value and discounted cash flow models, comparison with similar instruments for which market observable prices exist. Assumptions and inputs used in valuation techniques include risk-free and benchmark interest rates, credit spreads and other premium used in estimating discount rates, bond and equity prices and foreign currency exchange rates.	None	Not applicable
Loans and advances	Fair valued using discounted cash flow techniques that use observable market data inputs for yield curves and credit spread	Credit spreads	the wider the credit spread the higher the difference between the carrying values and fair values

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 16. CAPITAL ADEQUACY

The Group's objectives when managing capital are to comply with the capital requirements set by SAMA and to safeguard the Group's ability to continue as a going concern by maintaining a strong capital base. Capital adequacy and the use of regulatory capital are monitored daily by the management. SAMA requires holding the minimum level of the regulatory capital of and maintaining a ratio of total regulatory capital to the Risk-Weighted Assets (RWA) at or above the agreed minimum of 8%.

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

The following table summarises the Bank's Pillar-I RWA, Tier I & Tier II capital and capital adequacy ratios.

	September 30,	December 31,	September 30,
	<u>2016</u>	<u>2015</u>	<u>2015</u>
	(Unaudited)	(Audited)	(Unaudited)
Credit Risk RWA Operational Risk RWA Market Risk RWA	96,087,384	96,325,986	93,478,417
	5,323,813	4,710,338	4,545,250
	191,101	278,356	368,830
Total Pillar-I RWA	101,602,298	101,314,680	98,392,497
Tier I Capital Tier II Capital	13,078,046	11,729,995	11,588,958
	4,096,508	4,058,774	4,180,649
Total Tier I & II Capital	17,174,554	15,788,769	15,769,607
Capital Adequacy Ratio %			
Tier I ratio Tier I + Tier II ratio	12.87	11.58	11.78
	16.90	15.58	16.03

#### 17. DISCLOSURES UNDER BASEL III FRAMEWORK (Not reviewed)

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

#### 18. BOARD OF DIRECTORS' APPROVAL

The interim condensed consolidated financial statements were approved by the Board of Directors on Muharram 26, 1438H (corresponding to October 27, 2016).

#### 19. COMPARATIVE FIGURES

During the current period, accrued special commission income and accrued special commission expense relating to prior periods have been reclassified to respective financial assets and liabilities in the interim consolidated statement of financial position to conform to the current period's presentation. Derivative financial instruments previously classified within other assets and other liabilities have now been disclosed separately on the interim consolidated statement of financial position. There is no impact of these reclassifications on the current and prior periods interim consolidated income statements or on equity as at any reporting date.

For the nine month period ended September 30, 2016 Amounts in SAR '000s

#### 19. COMPARATIVE FIGURES (Continued)

The impact of these reclassifications on the interim condensed consolidated financial statements is disclosed below:

December 31, 2015 (Audited)	As originally reported	Reclassification	Amounts reported after <u>reclassification</u>
Assets Loans and advances, net Investments, net Due from banks and other financial institutions Positive fair value derivatives Other assets, net	76,143,850 21,226,485 734,583 	268,340 36,811 32 307,597 (612,780)	76,412,190 21,263,296 734,615 307,597 901,154 99,618,852
Liabilities Due to banks and other financial institutions Negative fair value derivatives Customers' deposits Subordinated debt Other liabilities	1,356,874 88,832,063 3,900,000 1,954,203 96,043,140	293 148,476 256,111 6,975 (411,855)	1,357,167 148,476 89,088,174 3,906,975 1,542,348 96,043,140
September 30, 2015 (Unaudited) Assets Loans and advances, net Investments, net Due from banks and other financial institutions Positive fair value derivatives	As originally reported  73,190,832 20,674,011 672,662	308,556 29,823 11 347,952	Amounts reported after reclassification  73,499,388 20,703,834 672,673 347,952
Customers' deposits Subordinated debt Other liabilities	1,771,142 96,308,647 4,050,318 82,696,849 3,900,000 1,776,428 92,423,595	262 172,349 239,468 28,022 (440.101)	1.084,800 96,308,647 4,050,580 172,349 82,936,317 3,928,022 1,336,327 92,423,595