



**STANBIC IBTC HOLDINGS PLC**

**CONSOLIDATED AND SEPARATE ANNUAL REPORT**

**31 DECEMBER 2016**

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## STANBIC IBTC HOLDINGS PLC

### Directors' report For the year ended 31 December 2016

The directors present their annual report on the affairs of Stanbic IBTC Holdings PLC ("the company") and its subsidiaries ("the group"), together with the consolidated financial statements and auditor's report for the year ended 31 December 2016.

#### a. Legal form

The company was incorporated in Nigeria under the Companies & Allied Matters Act (CAMA) as a public limited liability company on 14 March 2012. The company's shares were listed on 23 November 2012 on the floor of The Nigerian Stock Exchange.

#### b. Principal activity and business review

The principal activity of the company is to carry on business as a financial holding company, to invest and hold controlling shares, in as well as manage equity in its subsidiary companies.

The company has nine direct subsidiaries, namely: Stanbic IBTC Bank PLC, Stanbic IBTC Pension Managers Limited, Stanbic IBTC Asset Management Limited, Stanbic IBTC Capital Limited, Stanbic IBTC Investments Limited, Stanbic IBTC Stockbrokers Limited, Stanbic IBTC Ventures Limited, Stanbic IBTC Insurance Brokers Limited and Stanbic IBTC Trustees Limited.

The company prepares consolidated financial statements, which includes separate financial statements of the company. Stanbic IBTC Investments Limited had not yet commenced operations as at 31 December 2016.

#### c. Operating results and dividends

The group's gross earnings increased by 11.7%, while profit before tax increased by 56.3% for the year ended 31 December 2016. The board recommended the approval of a final dividend of 5 kobo per share (31 Dec 2015: 5 kobo per share) for the year ended ended 31 December 2016.

Highlights of the group's operating results for the year under review are as follows:

	<b>31 Dec. 2016 Group N'million</b>	31 Dec. 2015 Group N'million	<b>31 Dec. 2016 Company N'million</b>	31 Dec. 2015 Company N'million
Gross earnings	<b>156,425</b>	140,027	<b>2,528</b>	10,987
Profit before tax	<b>37,209</b>	23,651	<b>1,501</b>	9,899
Income tax	<b>(8,689)</b>	(4,760)	<b>(892)</b>	(28)
Profit after tax	<b>28,520</b>	18,891	<b>609</b>	9,871
Non controlling interest	<b>(3,878)</b>	(3,393)	-	-
Profit attributable to equity holders of the parent	<b>24,642</b>	15,498	<b>609</b>	9,871
<b>Appropriations:</b>				
Transfer to statutory reserve*	<b>7,397</b>	2,368	-	-
Transfer to retained earnings reserve	<b>17,245</b>	13,130	<b>609</b>	9,871
	<b>24,642</b>	15,498	<b>609</b>	9,871
Dividend proposed/ paid (final)	<b>500</b>	500	<b>500</b>	500
Dividend paid (interim)	-	9,000	-	9,000

\* This represents appropriation from profit to other statutory reserves (see 19.3 (b)(i)).

## STANBIC IBTC HOLDINGS PLC

### Directors' report For the year ended 31 December 2016

#### d. Directors shareholding

The direct interest of directors in the issued share capital of the company as recorded in the register of directors shareholding and/or as notified by the directors for the purposes of section 275 and 276 of CAMA and the listing requirements of the Nigerian Stock Exchange as follows:

	Direct shareholding	
	Number of Ordinary Shares of Stanbic IBTC Holdings PLC held as at December 2016	Number of Ordinary Shares of Stanbic IBTC Holdings PLC held as at Dec 2015
Atedo N. A. Peterside CON *	-	-
Sola David - Borha	527,839	527,839
Dominic Bruynseels	-	-
Salamatu Suleiman	-	-
Ifeoma Esiri**	42,776,676	42,776,676
Ratan Mahtani ***	28,465,803	28,465,803
Ngozi Edozien	18,563	18,563
Basil Omiyi	-	-
Ballama Manu	151,667	151,667
Simpiwe Tshabalala	-	-

\* Mr Atedo Peterside has indirect shareholding amounting to 120,000,000 ordinary shares (Dec 2015: 120,000,000) respectively through Stanbic IBTC Trustees Limited/ The First ANAP Domestic Trust.

\*\* Mrs Ifeoma Esiri has indirect shareholding amounting to 2,666,670 ordinary shares through Ashbert Limited

\*\*\* Mr Ratan Mahtani has indirect shareholdings amounting to 1,064,555,439 ordinary shares (Dec 2015: 1,061,732,972) respectively through First Century International Limited, Churchgate Nigeria Limited, International Seafoods Limited, Foco International Limited and RB Properties Limited.

In terms of section 259 (1) of the Companies & Allied Matters Act 2004, Stanbic IBTC Holdings PLC shall hold its fifth annual general meeting in 2017, and Mrs. Sola David-Borha; Mr. Ratan Mahtani and Mr. Basil Omiyi all of whom are eligible for re-election, will be retiring as directors and, being eligible, shall offer themselves for re-election. In compliance with Section 252 and 256 of the Companies and Allied Matters Act 2004, NOTICE will be given at the Annual General Meeting to be held in 2017, of the fact that Mr. Basil Omiyi has attained the age of 70. The Board will also present for the approval of shareholders the appointment of Mr. Yinka Sanni as an Executive Director on the Board. Mr. Sanni is being appointed specifically as Chief Executive of the Company.

#### e. Directors interest in contracts

Stanbic IBTC Bank PLC one of the Company's subsidiaries, rented an apartment for one of its employees in Victoria Island from ANAP Holdings Limited at a gross rent of N15m per annum during the course of this financial year. Mr. Atedo Peterside is the majority shareholder of ANAP Holdings Limited as disclosed previously to the board of the Company.

In addition to the above, the Bank also renewed the lease for one of its branches located on the Ground Floor at Churchgate Towers, PC 30, Churchgate Street, Victoria Island, Lagos. The lease renewal is for a period of three years at a cost of N146 million. This property is owned by First Continental Properties Limited, and Mr. Ratan Mahtani is a Director on the Board of this company.

#### f. Property and equipment

Information relating to changes in property and equipment is given in note 17 to the financial statements. In the directors' opinion the disclosures regarding the group's properties are in line with the related statement of accounting policy of the group.

## STANBIC IBTC HOLDINGS PLC

### Directors' report

For the year ended 31 December 2016

#### g. Shareholding analysis

The shareholding pattern of the company as at 31 December 2016 is as stated below:

Share range	No. of shareholders	Percentage of shareholders	No. of holding	Percentage holdings
1 - 1,000	38,924	40.59	21,001,987	0.21
1,001 - 5,000	36,878	38.46	76,437,831	0.76
5,001 - 10,000	9,664	10.08	60,205,991	0.60
10,001 - 50,000	8,059	8.40	152,421,528	1.52
50,001 - 100,000	1,212	1.26	77,116,682	0.77
100,001 - 500,000	867	0.90	161,026,442	1.61
500,001 - 1,000,000	119	0.12	75,255,511	0.75
1,000,001 - 5,000,000	87	0.09	185,236,634	1.85
5,000,001 - 10,000,000	13	0.01	92,316,127	0.92
10,000,001 - 50,000,000	37	0.04	781,479,396	7.81
50,000,001 - 100,000,000	15	0.02	984,009,727	9.84
100,000,001 - 10,000,000,000	10	0.01	7,333,492,144	73.33
<b>Grand Total</b>	<b>95,885</b>	<b>100</b>	<b>10,000,000,000</b>	<b>100</b>

Foreign shareholders 157 5,447,043,112 54.47%

#### h. Substantial interest in shares

According to the register of members as at 31 December 2016, no shareholder held more than 5% of the issued share capital of the company except the following:

Shareholder	2016		2015	
	No of shares held	Percentage shareholding	No of shares held	Percentage shareholding
Stanbic Africa Holdings Limited (SAHL)	5,318,957,354	53.2%	5,318,957,354	53.2%
First Century International Limited	747,089,076	7.47%	747,089,076	7.47%

#### i. Share capital history

Year	Authorised (No of shares) '000		Issued and fully paid up (N'000)		
	Increase	Cumulative	Increase	Cumulative	
2012	5,000,000	5,000,000	5,000,000	5,000,000	
2015	1,500,000	6,500,000	-	5,000,000	

#### j. Dividend history and unclaimed dividend as at 31 December 2016

Year end	Dividend type	Total dividend amount declared*	Dividend per share	Net dividend amount unclaimed as at 31 Dec. 2016	Percentage unclaimed
			N	N	%
2005	Final	2,170,298,271	20 kobo	3,813,332	0.18
2006	Final	2,170,297,800	20 kobo	49,113,763	2.26
2007	Interim	3,375,000,000	30 kobo	3,385,581	0.10
2007	Final	4,218,750,000	25 kobo	5,022,292	0.12
2008	Final	6,750,000,000	40 kobo	239,894,898	3.55
2009	Final	5,062,500,000	30 kobo	250,319,391	4.94
2010	Final	3,240,215,108	39 kobo	196,507,298	6.06
2011	Interim	1,687,500,000	10 kobo	29,880,948	1.77
2012	Final	900,570,889	10 kobo	22,793,715	2.53
2013	Interim	6,304,041,033	70 kobo	176,814,043	2.80
2013	Final	901,992,337	10 kobo	28,014,571	3.11
2014	Interim	9,920,077,516	110 kobo	265,454,901	2.68
2014	Final	1,352,701,559	15 kobo	38,153,871	2.82
2015	Interim**	8,235,882,607	90 kobo	230,808,346	2.80
<b>Total</b>				<b>1,539,976,951</b>	

\*Amount is less of withholding tax

## STANBIC IBTC HOLDINGS PLC

### Directors' report

For the year ended 31 December 2016

#### k. Dividend history and unclaimed dividend as at 31 December 2016 (continued)

The total unclaimed dividend fund as at 31 December 2016 amounted to N1,540 million (2015: N1,574 million). A sum of N723 million of the fund balance is held in an investment account (money market mutual fund) managed by Stanbic IBTC Asset Management Limited (2015: N523 million), while the balance is held in demand deposits maintained with Stanbic IBTC Bank PLC. Total income earned on the investment account and recognised by the company for the year ended 31 December 2016 was N61 million (2015: N77 million).

#### l. Donations and Charitable Gifts

The group and company made contributions to charitable and non – political organizations amounting to N121.75 million and N83.97 million respectively (Dec 2015: Group - N232.5 million; Company - N169.5 million) during the year.

	<b>Group N'000</b>	<b>Company N'000</b>
Together4alimb Project	55,668	55,668
Refurbishment of Accountant General of Federation's office	20,000	
Education trust payments	12,500	12,500
Renovation of Female and Pediatric wards of Lagos State Healthcare Centre	5,550	
Hospital Equipment for Lagos State Healthcare Centre	5,496	
Fittings and purchase of Prothesis-Irede Foundation	3,833	3,833
Renovation of toilet at Nigeria Prison Training School Kaduna	3,239	
CSI donation to Modupe Cole Memorial Children Care center	2,074	2,074
CSI payment for the donation of 15KVA Generator to Wesley Schools	1,710	2,927
CSI donation to University French Teachers Association of Nigeria	1,700	1,700
CSI press campaign in the newspaper	1,217	
CSI donation of Laptops to Abdurraheem college of Advanced studies	1,140	
CSI project at Ilesan Primary school	1,062	1,062
Table reservation for the Social Enterprise Report Nigeria-CSR Awards 2016	1,000	1,000
Donation for the purchase of safety & health book for "Adopt-A-School initiative	965	965
CSI donation towards Save the Children Project	500	
SISL co-sponsorship for Chartered Institute of Stockrockers conference	500	
Sponsorship of NSE Building African Financial Market Conference	500	
CSI project - visits to old people's home at Yaba	400	400
CSI project at Inner City Mission for Children	300	300
Purchase of nursery and junior school room furniture	295	295
CSI project at the Center for Destitute Empowerment International	253	253
Donation towards Loyola Jesuit College fun day	250	250
CSI donation towards saveTheChildren-Stop Diarrhea	250	
Branding of computer laboratory at GSS Apo Abuja	244	244
CSI project at Stephen Children Home	200	200
CSI project -Vigilant Heart Orphanage	183	183
CSI contribution towards Abakaliki Bankers' committee dinner	100	
CSI sponsorship of camp activities- Benue state	100	
Donation towards campaign for "War against fraud in Nigeria"	100	
CSI visit to 2 orphanages	100	100
Sponsorship for Youth Summer Education Programme	100	
CSI sponsorship of social activities YOBE State Batch "A" NYSC	95	
CSI donation - Montessori International School	50	
Scholarship donation MISS OMAMULI SONIA	35	
Sponsor for Igbo cultural association at MAUTECH	20	
Creation of Table Holes & Klebs for Govt Secondary School Apo, Abuja	20	20
<b>Total</b>	<b>121,749</b>	<b>83,974</b>

#### m. Events after the reporting date

Subsequent to 31 December 2016, the National Pension Commission approved the transfer of 176,470,588 ordinary shares of Access Bank PLC to Stanbic IBTC Holdings PLC subject to filing of necessary returns with Corporate Affairs Commission.

Mrs. Sola David-Borha tendered her resignation as the Chief Executive of the company to take up a new appointment as the Chief Executive rest of Africa for Standard Bank Group. Her resignation became effective on 19 January 2017. She is however being proposed to remain on the Board as a Non-Executive Director, subject to receipt of the required regulatory approvals. In view of this development, the Board has appointed Mr. Yinka Sanni as the new Chief Executive of the company subject to receipt of all regulatory approvals.

#### n. Human resources

##### *Employment of disabled persons*

The company continues to maintain a policy of giving fair consideration to applications for employment made by disabled persons with due regard to their abilities and aptitude. The company's policy prohibits discrimination of disabled persons or persons with HIV in the recruitment, training and career development of its employees. In the event of members of staff becoming disabled, efforts will be made to ensure that, as far as possible, their employment with company continues and appropriate training is arranged to ensure that they fit into the company's working environment.

##### *Health safety and welfare at work*

The company enforces strict health and safety rules and practices at the work environment which are reviewed and tested regularly. The company's staff are covered under a comprehensive health insurance scheme pursuant to which the medical expenses of staff and their immediate family are covered up to a defined limit.

Fire prevention and firefighting equipment are installed in strategic locations within the company's premises.

The company has both Group Personal Accident and Workmen's Compensation Insurance cover for the benefit of its employees. It also operates a contributory pension plan in line with the Pension Reform Act 2014.

#### o. Employee involvement and training

The company ensures, through various fora, that employees are kept informed on matters concerning them. Formal and informal channels are employed for communication with employees with an appropriate two – way feedback mechanism. In accordance with the company's policy of continuous staff development, training facilities are provided in the group's well equipped Training School (the Blue Academy). Employees of the Company attend training programmes organized by the Standard Bank Group (SBG) in South Africa and elsewhere and participate in programmes at the Standard Bank Global Leadership centre in South Africa. The company also provides its employees with on the job training in the company and at various Standard Bank locations.

#### p. Auditors

Messrs. KPMG Professional Services, having satisfied the relevant corporate governance rules on their tenure in office have indicated their willingness to continue in office as auditors to the Company. In accordance with Section 357 (2) of the Companies and Allied Matters Act of Nigeria therefore, the auditors will be re-appointed at the next annual general meeting of the Company without any resolution being passed.

By order of the Board



Chidi Okezie

Company Secretary

FRC/2013/NBA/00000001082

01 February 2017



**STANBIC IBTC HOLDINGS PLC**

**Statement of directors' responsibilities in relation to the financial statements  
For the year ended 31 December 2016**

The directors accept responsibility for the preparation of the annual financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) and in the manner required by the Companies and Allied Matters Act of Nigeria and the Financial Reporting Council of Nigeria Act, 2011.

The directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act of Nigeria and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

The directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe the Company will not remain a going concern in the year ahead

**SIGNED ON BEHALF OF THE DIRECTORS BY:**



Atedo N.A. Peterside CON  
Chairman  
FRC/2013/CIBN/00000001069  
01 February 2017



Yinka Sanni  
Chief Executive  
FRC/2013/CISN/00000001072  
01 February 2017



#### Introduction

The company is a member of the Standard Bank Group, which holds a 53.2% equity holding (through Stanbic Africa Holdings Limited) in the company.

Standard Bank Group ("SBG") is committed to implementing initiatives that improve corporate governance for the benefit of all stakeholders. SBG's board of directors remains steadfast in implementing governance practices that comply with international best practice, where substance prevails over form.

Subsidiary entities within SBG are guided by these principles in establishing their respective governance frameworks, which are aligned to SBG's standards in addition to meeting the relevant jurisdictional requirements in their areas of operation.

Stanbic IBTC Holdings PLC ("the company"), and its subsidiaries ("the group"), as a member of SBG, operate under a governance framework which enables the board to balance its role of providing oversight and strategic counsel with its responsibility to ensure conformance with regulatory requirements, group standards and acceptable risk tolerance parameters.

The direct subsidiaries of the company are: Stanbic IBTC Bank PLC, Stanbic IBTC Asset Management Limited, Stanbic IBTC Pension Managers Limited, Stanbic IBTC Insurance Brokers Limited, Stanbic IBTC Trustees Limited, Stanbic IBTC Stockbrokers Limited, Stanbic IBTC Ventures Limited, Stanbic IBTC Investments Limited and Stanbic IBTC Capital Limited and these subsidiaries have their own distinct boards and take account of the particular statutory and regulatory requirements of the businesses they operate. These subsidiaries operate under a governance framework that enables their boards to balance their roles in providing oversight and strategic counsel with their responsibility for ensuring compliance with the regulatory requirements that apply in their areas of operation and the standards and acceptable risk tolerance parameters adopted by the company. In this regard they have aligned their respective governance frameworks to that of the company. As Stanbic IBTC Holdings PLC is the holding company for the subsidiaries in the group, the company's board also acts as the group board, with oversight of the full activities of the group.

A number of committees have been established by the company's board that assists the board in fulfilling its stated objectives. The committees' roles and responsibilities are set out in their mandates, which are reviewed periodically to ensure they remain relevant. The mandates set out their roles, responsibilities, scope of authority, composition and procedures for reporting to the board.

#### Codes and regulations

The company operates in highly regulated markets and compliance with applicable legislation, regulations, standards and codes, including transparency and accountability, remain an essential characteristic of its culture. The board monitors compliance with these by means of management reports, which include information on the outcome of any significant interaction with key stakeholders such as regulators.

The group complies with all applicable legislation, regulations, standards and codes.

#### Shareholders' responsibilities

The shareholders' role is to approve appointments to the board of directors and the external auditors as well as to grant approval for certain corporate actions that are by legislation or the company's articles of association specifically reserved for shareholders. Their role is extended to holding the board accountable and responsible for efficient and effective corporate governance.

#### Developments during 2016

During 2016, the following developments in the company's corporate governance practices occurred:

- The Financial Reporting Council (FRC) of Nigeria released the National Code of Corporate Governance (NCCG) 2016 for the Private Sector with a commencement date of 17 October 2016. The NCCG was made applicable to all public companies, private companies that are holding companies or subsidiaries of public companies and regulated private companies. All the provisions of the NCCG were also stated to be compulsory and superceded all corporate governance codes in force in the country. However on 10 January 2017, the implementation of the NCCG was suspended by the Federal Government in order to allow for additional stakeholder engagement. Proactively however, we had conducted a gap analysis with a view to identifying specific areas that the company and its subsidiaries are required to implement in order to fully comply with the NCCG. This review process is still ongoing.
- The Company settled all the issues relating to the regulatory decision issued by FRC in October 2015 and parties have reached an amicable out of court settlement in that regard.

**Corporate governance report (continued)**

**For the year ended 31 December 2016**

**Developments during 2016 (continued)**

- The Board conducted an annual review of its Mandates and the Mandates of the Board and Executive Committees and approved the revised Mandates.
- There was a continued focus on directors training via attendance at various courses such as Board Effectiveness, the role and responsibility of a holding company board as well as IFRS 9. In addition, and as with prior years, the Board held its annual Board Strategy Session, in order to review the overall Group Strategy.
- In March 2016, the FRC published new Rules on its website, which rules were made pursuant to Section 8(2), 30 and 53(2) of the Financial Reporting Council Act No. 6 2011 (FRC Act). Part of these new rules require that any person attesting, as Chairman of Audit Committee, to annual report, financial statements, accounts, financial report, returns and other documents of a financial nature, shall be a professional member of an accounting body established by Act of National Assembly in Nigeria
- The Company settled its protracted impasse with the Financial Reporting Council of Nigeria and released its 2015 Audited Financial Statements to the Market on 21 December 2016.

**Focus areas for 2017**

The group intends during 2017 to:

- continue the focus on directors' training via formal training sessions and information bulletins on issues that are relevant;
- continue to enhance the level of information provided to and interaction with shareholders, investors and stakeholders generally.
- make significant progress in complying with the provisions of the new National Code of Corporate Governance.

**Board and directors**

**Board structure and composition**

Ultimate responsibility for governance rests with the board of directors of the company, who ensure that appropriate controls, systems and practices are in place. The company has a unitary board structure and the roles of chairman and chief executive are separate and distinct. The company's chairman is a non-executive director. The number and stature of non-executive directors ensure that sufficient consideration and debate are brought to bear on decision making thereby contributing to the efficient running of the board.

One of the features of the manner in which the board operates is the role played by board committees, which facilitate the discharge of board responsibilities. The committees each have a board approved mandate that is regularly reviewed.

**Strategy**

The board considers and approves the company's strategy. Once the financial and governance objectives for the following year have been agreed, the board monitors performance against financial objectives and detailed budgets on an on-going basis, through quarterly reporting.

Regular interaction between the board and the executive is encouraged. Management is invited, as required, to make presentations to the board on material issues under consideration.

Directors are provided with unrestricted access to the company's management and company information, as well as the resources required to carry out their responsibilities, including external legal advice, at the company's expense.

It is the board's responsibility to ensure that effective management is in place to implement the agreed strategy, and to consider issues relating to succession planning. The board is satisfied that the current pool of talent available within the company, and the ongoing work to deepen the talent pool, provides adequate succession depth in both the short and long term.

**Corporate governance report (continued)**

**For the year ended 31 December 2016**

**Skills, knowledge, experience and attributes of directors**

The board ensures that directors possess the skills, knowledge and experience necessary to fulfill their obligations. The directors bring a balanced mix of attributes to the board, including:

- international and domestic experience;
- operational experience;
- knowledge and understanding of both the macroeconomic and the microeconomic factors affecting the group;
- local knowledge and networks; and
- financial, legal, entrepreneurial and banking skills.

The credentials and demographic profile of the board are regularly reviewed, to ensure the board's composition remains both operationally and strategically appropriate.

**Appointment philosophy**

The appointment philosophy ensures alignment with all necessary legislation and regulations which include, but are not limited to the requirements of the Central Bank of Nigeria; SEC Code of Corporate Governance; the Companies & Allied Matters Act as well as the legislations of Standard Bank Group's home country.

Consideration for the appointment of directors and key executives take into account compliance with legal and regulatory requirements and appointments to external boards to monitor potential for conflicts of interest and ensure directors can dedicate sufficient focus to the company's business. The board takes cognisance of the skills, knowledge and experience of the candidate, as well as other attributes considered necessary to the prospective role.

The appointment of Ms. Salamatu Hussaini Suleiman as an Independent Non-Executive Director of the Company will be presented to the shareholders during the AGM for the 2015 financial year.

Mrs. Sola David-Borha has tendered her resignation as the Chief Executive of the company to take up a new appointment as the Chief Executive Rest of Africa for Standard Bank Group. She is however being proposed to remain on the Board as a Non-Executive Director, subject to receipt of the required regulatory approvals. In view of this development, the Board has appointed Mr. Yinka Sanni as the new Chief Executive of the company subject to receipt of all regulatory approvals.

In terms of Section 259 (1) of the Companies and Allied Matters Act 2004, the company shall hold its fifth Annual General Meeting in 2017, and Mrs. Sola David-Borha; Mr. Ratan Mahtani and Mr. Basil Omiyi all of whom are eligible for re-election, will be retiring as directors and being eligible, shall offer themselves for re-election.

In compliance with Section 252 and 256 of the Companies and Allied Matters Act 2004, NOTICE will be given at the Annual General Meeting to be held in 2017, of the fact that Mr. Basil Omiyi has attained the age of 70. The Board will also present for the approval of shareholders the appointment of Mr. Yinka Sanni as an Executive Director on the Board. Mr. Sanni is being appointed specifically as Chief Executive of the Company.

With the above appointment and resignation the board's size as at 31 December 2016 is ten (10), one (1) executive director and nine (9) non-executive directors. It is important to note that of the nine (9) non-executive directors, two (2) of these directors, namely; Ms. Salamatu Hussaini Suleiman and Ms. Ngozi Edozien are Independent Non-Executive Directors in compliance with the CBN Code. The board has the right mix of competencies and experience.

**Board responsibilities**

The key terms of reference in the board's mandate, which forms the basis for its responsibilities, are to:

- agree the group's objectives, strategies and plans for achieving those objectives;
- annually review the corporate governance process and assess achievement against objectives;
- review its mandate at least annually and approve recommended changes;

**Corporate governance report (continued)**

**For the year ended 31 December 2016**

**Board responsibilities** (continued)

- delegate to the chief executive or any director holding any executive office or any senior executive any of the powers, authorities and discretions vested in the board's directors, including the power of sub-delegation; and to delegate similarly such powers, authorities and discretions to any committee and subsidiary company board as may exist or be created from time to time;
- determine the terms of reference and procedures of all board committees and review their reports and minutes;
  
- consider and evaluate reports submitted by members of the executive;
- ensure that an effective risk management process exists and is maintained throughout the bank and its subsidiaries to ensure financial integrity and safeguarding of the group's assets;
- review and monitor the performance of the chief executive and the executive team;
- ensure consideration is given to succession planning for the chief executive and executive management;
- establish and review annually, and approve major changes to, relevant group policies;
- approve the remuneration of non-executive directors on the board and board committees, based on recommendations made by the remuneration committee, and recommend to shareholders for approval;
- approve capital funding for the group, and the terms and conditions of rights or other issues and any prospectus in connection therewith;
- ensure that an adequate budget and planning process exists, performance is measured against budgets and plans, and approve annual budgets for the group;
- approve significant acquisitions, mergers, take-overs, divestments of operating companies, equity investments and new strategic alliances by the group;
- consider and approve capital expenditure recommended by the executive committee;
- consider and approve any significant changes proposed in accounting policy or practice, and consider the recommendations of the statutory audit committee;
- consider and approve the annual financial statements, quarterly results and dividend announcements and notices to shareholders, and consider the basis for determining that the group will be a going concern as per the recommendation of the audit committee;
- assume ultimate responsibility for financial, operational and internal systems of control, and ensure adequate reporting on these by committees to which they are delegated;
- take ultimate responsibility for regulatory compliance and ensure that management reporting to the board is comprehensive;
- ensure a balanced and understandable assessment of the group's position in reporting to stakeholders;
- review non financial matters that have not been specifically delegated to a management committee; and
- specifically agree, from time to time, matters that are reserved for its decision, retaining the right to delegate any of these matters to any committee from time to time in accordance with the articles of association.

**Delegation of authority**

The ultimate responsibility for the company and its operations rests with the board. The board retains effective control through a well-developed governance structure of board committees. These committees provide in-depth focus on specific areas of board responsibility.

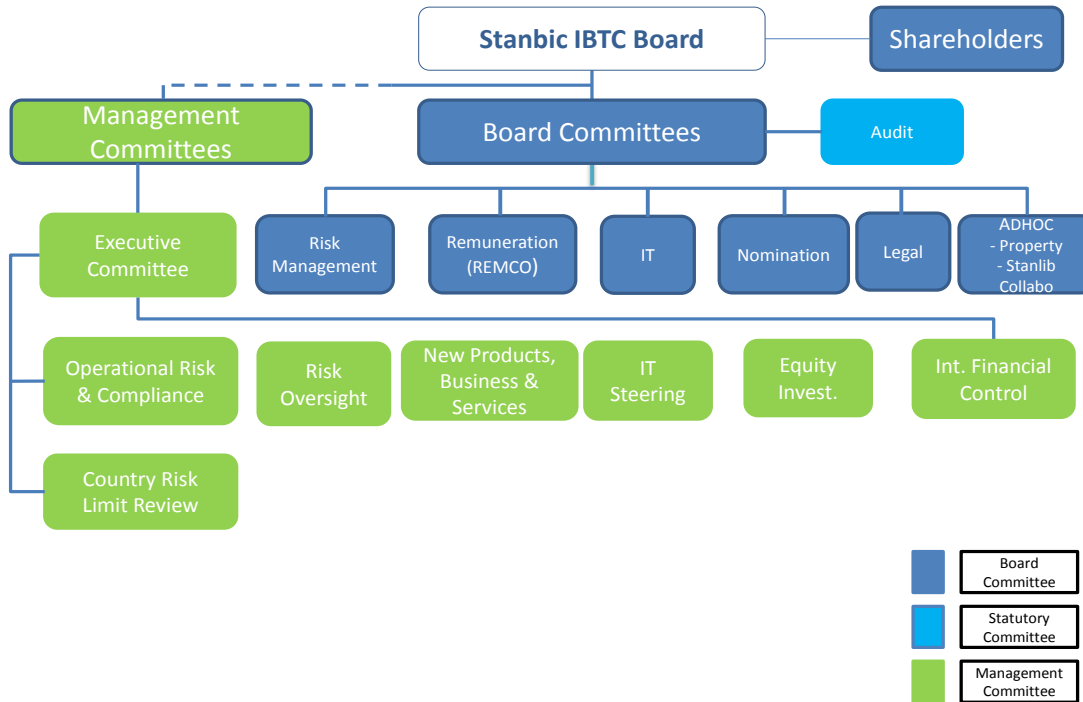
The board delegates authority to the chief executive to manage the business and affairs of the company. The executive committee assists the chief executive when the board is not in session, subject to specified parameters and any limits on the board's delegation of authority to the chief executive.

Membership of the executive committee is set out on page xii.

In addition, a governance framework for executive management assists the chief executive in his task. Board-delegated authorities are regularly monitored by the company secretary's office.

The corporate governance framework adopted by the board on 28 November 2012 and formalised with mandate approvals which were reviewed in July 2016 is set out below:

### STANBIC IBTC HOLDCO GOVERNANCE STRUCTURE



#### Board effectiveness and evaluation

The board is focused on continued improvements in its corporate governance performance and effectiveness. During the year the directors underwent an evaluation by independent consultant Messrs PricewaterhouseCoopers (PwC) as required by Section 2.8.1 of the Central Bank of Nigeria (CBN) Code of Corporate Governance for Banks in Nigeria (“the Code”). In the report PwC indicated that our Board had complied in all material respect with the directives of the Code. Areas of compliance include the diversity in knowledge and experience of Directors, the existence of a talent management framework that addresses succession planning within the Bank, the existence of Board performance objectives, the quality of commitment and focus of Board members as evidenced by the level of attendance at Board and Committee meetings, regular management reporting to the Board and regular compliance reporting to CBN. The consultants also identified a few areas for improvement during the course of the review such as the need for the Board to ensure the development and implementation of a Trading Policy for Directors. The report also noted that the review facilitated the assessment of the performance of the individual Directors on the Board for the year under review as perceived by the other directors. This assessment was based on their individual competence, level of attendance to Board and Board Committee meetings, contribution and participation at these meetings and relationship with other Board members. Individual Director’s Assessment reports were prepared and made available to each director while a consolidated report of the performance of all Directors was also submitted to the Chairman of the Board.

The report on this evaluation was discussed at a board meeting and relevant action points have been noted for implementation to further improve board functioning. The performance of the chairman and chief executive are assessed annually, providing a basis to set their remuneration.

#### General mandate

In accordance with the rules governing transactions with related parties or interested persons by the Nigerian Stock Exchange, the aggregate value of transactions conducted between Stanbic IBTC Holdings PLC and interested parties under the general mandate for 2016 is N6.3 trillion (2015: N3.8 trillion).

## STANBIC IBTC HOLDINGS PLC

### Corporate governance report (continued) For the year ended 31 December 2016

#### Induction and training

An induction programme designed to meet the needs of each new director is being implemented. One-on-one meetings are scheduled with management to introduce new directors to the company and its operations. The company secretary manages the induction programme. The CBN Code of Conduct as well as the Securities & Exchange Commission's code of corporate governance is provided to new directors on their appointment.

Directors are kept abreast of all relevant legislation and regulations as well as sector developments leading to changing risks to the organisation on an on - going basis. This is achieved by way of management reporting and quarterly board meetings, which are structured to form part of ongoing training.

Directors attended various trainings at different periods during 2016 that included trainings on Risk Management; enhancing Board performance, Change Management, and Financial Reporting. These trainings were aimed at enhancing the understanding of key issues, and skills of directors.

#### Executive committee members

As at 31 December 2016, the Group Executive committee comprised of 19 members drawn from key functions within the Company as well as its subsidiaries.

S/n.	Name	Responsibility
i	Sola David – Borha*	Chief executive - Stanbic IBTC Holdings PLC
ii	Yinka Sanni	Chief executive - Stanbic IBTC Bank PLC
iii	Demola Sogunle	Deputy CE Stanbic IBTC Bank PLC
iv	Babatunde Macaulay	Executive Director, Personal & Business Banking
v	Wole Adeniyi	Executive Director, Operations
vi	Angela Omo - Dare	Head, Legal Services SIBTC Holdings PLC
vii	Olufunke Amobi	Head, Human Capital
viii	Kola Lawal	Head, CIB Credit
ix	Chidi Okezie	Company Secretary
x	M'fon Akpan	Chief Risk Officer
xi	Nkiru Olumide-Ojo	Head, Marketing and Communications
xii	Taiwo Ala	Head Internal Controls
xiii	Victor Yeboah-Manu	Chief Financial Officer
xiv	Gboyega Dada	Head, Information Technology
xv	Rotimi Adojutelegan	Chief Compliance Officer
xvi	Eric Fajemisin	Head, Wealth
xvii	Malcolm Irabor	Head, Legal Stanbic IBTC Bank PLC
xviii	Tosin Odutayo	Ag. Head of Finance, Stanbic IBTC Bank PLC
xix	Sam Ocheho	Head, Global Markets

\* Resigned effective 19 January 2017.

#### Board meetings

The board meets, at a minimum, once every quarter with ad-hoc meetings being held whenever it was deemed necessary. The board will hold a strategy session in July 2017. Directors, in accordance with the articles of association of the company, attend meetings either in person or via tele / video conferencing.

Directors are provided with comprehensive board documentation at least seven days prior to each of the scheduled meetings.

Name	Feb	April	May	July	Oct	Dec
Atedo Peterside CON Chairman	√	√	√	√	√	√
Sim Tshabalala	√	√	√	√	√	√
Sola David-Borha	√	√	√	√	√	√
Dominic Bruynseels	√	√	√	√	√	√
Basil Omiyi	√	√	√	A	√	√
Ifeoma Esiri	√	√	√	√	√	√
Ballama Manu	√	√	√	√	√	√
Ratan Mahtani	√	√	A	√	√	√
Ngozi Edozien	√	√	√	√	√	√
Salamatu Suleiman*	-	-	-	√	√	√

√ = Attendance

A = Apology

- = Not applicable

\*\*Mrs. Salamatu Suleiman was appointed as an independent non-executive director of the Company with effect from 26 July 2016.

**Board committees**

Some of the functions of the board have been delegated to board committees, consisting of board members appointed by the board, which operates under mandates approved at the board meeting of 03 February 2016.

**Risk management committee**

The board is ultimately responsible for risk management. The main purpose of the risk management committee, as specified in its mandate is the provision of independent and objective oversight of risk management within the company. The committee is assisted in fulfilling its mandate by a number of management committees.

To achieve effective oversight, the committee reviews and assesses the integrity of risk control systems and ensures that risk policies and strategies are effectively managed and contribute to a culture of discipline and control that reduces the opportunity for fraud.

The risk management committee during the period under review was vested, among others, with the following responsibilities:

- to oversee management's activities in managing credit, market, liquidity, operational, legal and other risks of the group;
- to periodically review the group's risk management systems and report thereon to the board;
- to ensure that the group's material business risks are being effectively identified, quantified, monitored and controlled and that the systems in place to achieve this are operating effectively at all times; and
- such other matters relating to the group's risk assets as may be specifically delegated to the committee by the board.

The committee's mandate is in line with SBG's standards, while taking account of local circumstances.

As at 31 December 2016, the committee consisted of five directors, four of whom, including the chairman and non – executive directors.

Members' attendance at risk management committee meetings during the year ended 31 December 2016 is stated below:

<b>Name</b>	<b>February</b>	<b>April</b>	<b>July</b>	<b>October</b>
Ifeoma Esiri (Chairman)	√	√	√	√
Sola David-Borha	√	√	√	√
Dominic Bruynseels	√	√	√	√
Ngozi Edozien	√	√	√	√
Ballama Manu	√	√	√	√

√ = Attendance

**Remuneration committee**

The remuneration committee (REMCO) was vested with responsibilities during the year under review that included:

- reviewing the remuneration philosophy and policy;
- considering the guaranteed remuneration, annual performance bonus and pension incentives of the group's executive directors and managers;
- reviewing the performance measures and criteria to be used for annual incentive payments for all employees;
- determining the remuneration of the chairman and non-executive directors, which are subject to board and shareholder approval;
- considering the average percentage increases of the guaranteed remuneration of executive management across the group, as well as long-term and short-term incentives; and
- agreeing incentive schemes across the group.

The chief executive attends meetings by invitation. Other members of executive management are invited to attend when appropriate. No individual, irrespective of position, is expected to be present when his or her remuneration is discussed.



## STANBIC IBTC HOLDINGS PLC

### Corporate governance report (continued)

For the year ended 31 December 2016

#### Remuneration committee (continued)

When determining the remuneration of executive and non-executive directors as well as senior executives, REMCO is expected to review market and competitive data, taking into account the company's performance using indicators such as earnings.

REMCO utilises the services of a number of suppliers and advisors to assist it in tracking market trends relating to all levels of staff, including fees for non-executive directors.

The board reviews REMCO's proposals and, where relevant, will submit them to shareholders for approval at the annual general meeting (AGM.). The board remains ultimately responsible for the remuneration policy.

As at 31 December 2016, the committee consisted of four directors, all of whom are non-executives.

Members' attendance at REMCO meetings during the year ended 31 December 2016 is stated below:

Name	Feb	April	July	October
Dominic Bruynseels (Chairman)	√	√	√	√
Sim Tshabalala	√	√	√	√
Basil Omiyi	√	√	A	√
Salamatu Suleiman**	-	-	-	-

√ = Attendance

- = Not a member of the Committee at the relevant time

A = Apology

\*\*Mrs. Salamatu Suleiman was appointed as a member of the Committee in October 2016.

#### Remuneration

##### Introduction

The purpose of this section is to provide stakeholders with an understanding of the remuneration philosophy and policy applied across the group for executive management, employees, and directors (executive and non-executive).

##### Remuneration philosophy

The group's board and remuneration committee set a remuneration philosophy which is guided by SBG's philosophy and policy as well as the specific social, regulatory, legal and economic context of Nigeria.

In this regard, the group employs a cost to company structure, where all benefits are included in the listed salary and appropriately taxed.

The following key factors have informed the implementation of reward policies and procedures that support the achievement of business goals:

- the provision of rewards that enable the attraction, retention and motivation of employees and the development of a high performance culture;
- maintaining competitive remuneration in line with the market, trends and required statutory obligations;
- rewarding people according to their contribution;
- allowing a reasonable degree of flexibility in remuneration processes and choice of benefits by employees;
- utilising a cost-to-company remuneration structure; and
- educating employees on the full employee value proposition;

The group's remuneration philosophy aligns with its core values, including growing our people, appropriately remunerating high performers and delivering value to our shareholders. The philosophy emphasises the fundamental value of our people and their role in ensuring sustainable growth. This approach is crucial in an environment where skills remain scarce.

The board sets the principles for the group's remuneration philosophy in line with the approved business strategy and objectives. The philosophy aims to maintain an appropriate balance between employee and shareholder interests. The deliberations of REMCO inform the philosophy, taking into account reviews of performance at a number of absolute and relative levels – from a business, an individual and a competitive point of view.

A key success factor for the group is its ability to attract, retain and motivate the talent it requires to achieve its strategic and operational objectives. The group's remuneration philosophy includes short-term and long-term incentives to support this ability.

Short-term incentives, which are delivery specific, are viewed as strong drivers of competitiveness and performance. A significant portion of top management's reward is therefore variable, being determined by financial performance and personal contribution against specific criteria set in advance. This incites the commitment and focus required to achieve targets.

Long-term incentives seek to ensure that the objectives of management and shareholders are broadly aligned over longer time periods.

**Remuneration policy**

The group has always had a clear policy on the remuneration of staff, executive and non-executive directors which set such remuneration at levels that are fair and reasonable in a competitive market for the skills, knowledge, experience required and which complies with all relevant tax laws.

REMCO assists the group's board in monitoring the implementation of the group remuneration policy, which ensures that:

- salary structures and policies, as well as cash and long term incentives, motivate sustained high performance and are linked to corporate performance objectives;
- stakeholders are able to make a reasonable assessment of reward practices and the governance process; and
- the group complies with all applicable laws and codes.

**Remuneration structure**

**Non-executive directors**

**Terms of service**

Directors are appointed by the shareholders at the AGM, although board appointments may be made between AGMs. These appointments are made in terms of the company's policy. Shareholder approvals for such interim appointments are however sought at the annual general meeting that holds immediately after such appointments are made.

Non-executive directors are required to retire after three years and may offer themselves for re-election. If recommended by the board, their re-election is proposed to shareholders at the AGM.

In terms of CAMA, if a director over the age of 70 is seeking re-election to the board his age must be disclosed to shareholders at the meeting at which such re-election is to occur.

**Fees**

Non-executive directors' receive fixed annual fees and sitting allowances for service on the board and board committees. There are no contractual arrangements for compensation for loss of office. Non-executive directors do not receive short-term incentives, nor do they participate in any long-term incentive schemes.

REMCO reviews the non-executive directors' fees annually and makes recommendations on same to the board for consideration. Based on these recommendations, the board in turn recommends a gross fee to shareholders for approval at the Annual General Meeting (AGM).

Fees that are payable for the reporting period 1 January to 31 December of each year.

<b>Category</b>	<b>2017<sup>(i)</sup></b>	<b>2016</b>
Chairman	69,675,000	59,500,000
Non-Executive Directors	20,000,000	16,650,000
Sitting Allowances for Board Meetings <sup>(ii)</sup>		
- Chairman	420,000	356,000
- Non-Executive Directors	340,000	238,000

<sup>(i)</sup> Proposed for approval by shareholders at the AGM taking place in 2017.

<sup>(ii)</sup> Fees quoted as sitting allowance represent per meeting sitting allowance paid for board, board & audit committee and ad hoc meetings. No annual fees are payable to committee members with respect to their roles on such committees.

**Retirement benefits**

Non-executive directors do not participate in the pension scheme.

**Executive directors**

The company had only one executive director as at 31 December 2016.

Executive directors receive a remuneration package and qualify for long-term incentives on the same basis as other employees.

Executive director's bonus and pension incentives are subject to an assessment by REMCO of performance against various criteria. The criteria include the financial performance of the company, based on key financial measures and qualitative aspects of performance, such as effective implementation of group strategy and human resource leadership. In addition, the Group's remuneration philosophy is designed in such a way as to prevent excessive risk taking by Management.

## STANBIC IBTC HOLDINGS PLC

### Corporate governance report (continued) For the year ended 31 December 2016

#### Management and general staff

Total remuneration packages for employees comprises the following:

- guaranteed remuneration – based on market value and the role played;
- annual bonus – used to stimulate the achievement of group objectives;
- long term incentives – rewards the sustainable creation of shareholder value and aligns behaviour to this goal;
- pension – provides a competitive post-retirement benefit in line with other employees.
- where applicable, expatriate benefits in line with other expatriates in Nigeria.

#### Terms of service

The minimum terms and conditions for managers are governed by relevant legislation and the notice period is between one to three months.

#### Fixed remuneration

Managerial remuneration is based on a total cost-to-company structure. Cost-to-company comprises a fixed cash portion, compulsory benefits (medical aid and retirement fund membership) and optional benefits. Market data is used to benchmark salary levels and benefits. Salaries are normally reviewed annually in March.

For all employees, performance-related payments have formed an increasing proportion of total remuneration over time to achieve business objectives and reward individual contribution.

All employees (executives, managers and general staff) are rated on the basis of performance and potential and this is used to influence performance-related remuneration rating and the consequent pay decision is done on an individual basis.

There is therefore a link between rating, measuring individual performance and reward. However, as noted earlier, the Group's remuneration philosophy is designed in such a way as to prevent excessive risk taking by Management.

#### Short-term incentives

All staff participate in a performance bonus scheme. Individual awards are based on a combination of business unit performance, job level and individual performance. In keeping with the remuneration philosophy, the bonus scheme seeks to attract and retain high-performing managers.

As well as taking performance factors into account, the size of the award is assessed in terms of market-related issues and pay levels for each skill set, which may for instance be influenced by the scarcity of skills in that area.

The company has implemented a deferred bonus scheme (DBS) to compulsorily defer a portion of incentives over a minimum threshold for some senior managers and executives. This improves alignment of shareholder and management interests and enables clawback under certain conditions, which supports risk management.

#### Long-term incentives

It is essential for the group to retain key skills over the longer term. The group has put in place a deferred bonus scheme for top talents. The scheme is designed to reward and retain top talents.

#### Post-retirement benefits

##### Pension

Retirement benefits are typically provided on the same basis for employees of all levels and are in line and comply with the Pension Reform Act 2004.

#### Remuneration for 2016

The amounts specified below represent the total remuneration paid to executive and non-executive directors for the period under review:

	2016	2015
	Nmillion	Nmillion
<b>Fees &amp; sitting allowance</b>	208	191
<b>Executive compensation</b>	78	72
<b>Total</b>	<b>286</b>	<b>263</b>

The group will continue to ensure its remuneration policies and practices remain competitive, drive performance and are aligned across the group and with its values.

**The board nomination committee**

The board nominations committee is a sub-committee of the Board of Directors (“the board”) of the company and has the responsibility to:

- a) provide oversight on the selection nomination and re – election process for directors;
- b) provide oversight on the performance of directors on the various committees established by the board;
- c) provide oversight in relation to the board evaluation and governance process and the reports that are to be made to the Securities & Exchange Commission, Central Bank of Nigeria and shareholders with respect to same.

The goal of the committee is to review nomination and election and re- election for directors in such a way as to attract and retain the highest quality directors whose attributes will ensure that their membership of the board will be of benefit and add value to the bank.

The committee consists of such number of directors as may be approved by the board, but shall not be less than three and shall include the Chief Executive. In addition, any member of senior management may be invited to attend meetings of the committee.

**The audit committee**

The role of the audit committee is defined by the Companies & Allied Matters Act and includes making recommendations to the board on financial matters. These matters include assessing the integrity and effectiveness of accounting, financial, compliance and other control systems. The committee also ensures effective communication between internal auditors, external auditors, the board and management.

The committee’s key terms of reference comprise various categories of responsibilities and include the following:

- review the audit plan with the external auditors with specific reference to the proposed audit scope, and approach to risk activities and the audit fee;
- meet with external auditors to discuss the audit findings and consider detailed internal audit reports with the internal auditors;
- annually evaluate the role, independence and effectiveness of the internal audit function in the overall context of the risk management systems;
- review the accounting policies adopted by the group and all proposed changes in accounting policies and practices;
- consider the adequacy of disclosures;
- review the significant differences of opinion between management and internal audit;
- review the independence and objectivity of the auditors; and
- all such other matters as are reserved to the audit committee by the Companies & Allied Matters Act and the company’s Articles of Association.

As required by law, the audit committee members have recent and relevant financial experience.

**Composition**

The committee is made up of six members, three of whom are non - executive directors while the remaining three members are shareholders elected at the Annual General Meeting (AGM). The committee, whose membership is stated below, is chaired by a shareholder representative.

As at 31 December 2016, the committee consisted of the following persons:

Dr Daru Owei*	Chairman
Mr. Ibhade George*	Member
Mr. Olatunji Bamidele*	Member
Mr. Dominic Bruynseels**	Member
Mrs. Ifeoma Esiri**	Member
Mr. Ratan Mahtani**	Member

\* = Shareholders representative

\*\* = Non Executive Director

## STANBIC IBTC HOLDINGS PLC

### Corporate governance report (continued) For the year ended 31 December 2016

#### The audit committee (continued)

Members' attendance at audit committee meetings for the period 01 Jan to 31 December 2016 is stated below:

Name	January	April	May	July	October	December
Dr Daru Owei	√	√	√	√	√	√
Mr Dominic Bruynseels	√	√	√	A	√	√
Mrs Ifeoma Esiri	√	√	√	√	√	√
Mr Ratan Mahtani	√	√	A	√	√	√
Mr. Olatunji Bamidele	√	√	√	√	√	√
Mr Ibhadde George	√	√	√	√	√	√

√ = Attendance

A = Apology

#### The board IT committee

The board IT committee is one of the committees established by the Board in 2015. The committee has the following responsibilities:

- provide guidance on how IT decisions are made, enforced and evaluated within Stanbic IBTC in accordance with Central Bank of Nigeria (CBN) IT standards blue print;
- assist the Board to fulfil its oversight responsibilities for Stanbic IBTC's investments, operations and strategy in relation to IT;
- review Stanbic IBTC's assessment of risks associated with IT including disaster recovery, business continuity and IT security.

The committee consists of a minimum of two Non-Executive Directors and shall also include the Chief Executive. In addition, any member of senior management may be invited to attend meetings of the committee.

Members' attendance at the Board IT Committee meetings for the period 01 Jan to 31 December 2016 is stated below:

Name	February	April	July	October
Mr Dominic Bruynseels	√	√	√	√
Mrs. Sola David - Borha	√	√	√	√
Ms. Ngozi Edozien	√	√	√	√
Mr. Ballama Manu	√	√	√	√

√ = Attendance

#### The board legal committee

This Committee was also established by the Board in 2015 and has the following key responsibilities.

The committee's key terms of reference comprise various categories of responsibilities and include the following:

- reviewing the legal risks and other legal issues facing Stanbic IBTC and its subsidiaries and for discussing appropriate strategies to address the risk arising from the litigation portfolios of Stanbic IBTC and its subsidiaries (the litigation Portfolio)
- review and assess the likely success of the individual matters included in the Litigation Portfolio and of any threatened litigation and where necessary shall recommend that Management seek appropriate out-of-court settlement of specific matters

#### Composition

The committee is made up of at least two non-executive directors and one executive director appointed by the Board.

Members' attendance at the Board Legal Committee meetings for the period 01 January to 31 December 2016 is stated below:

## STANBIC IBTC HOLDINGS PLC

### Corporate governance report (continued) For the year ended 31 December 2016

#### The board legal committee (continued)

Name	January	February	April	July	July	October
Mrs. Ifeoma Esiri	√	√	√	√	√	√
Mrs. Sola David - Borha	√	√	√	√	√	√
Mr. Dominic Bruynseels	√	√	√	A	√	√

√ = Attendance

A = Apology

The Board has also established a number of Ad-Hoc Committees with specific responsibilities. As those Committees are not Standing Committees of the Board, those Ad-Hoc Committees would be dissolved as soon as they have concluded their responsibilities as delegated by the Board.

#### Company secretary

It is the role of the company secretary to ensure the board remains cognisant of its duties and responsibilities. In addition to providing the board with guidance on its responsibilities, the company secretary keeps the board abreast of relevant changes in legislation and governance best practices. The company secretary oversees the induction of new directors, including subsidiary directors, as well as the ongoing training of directors. All directors have access to the services of the company secretary.

#### Going concern

On the recommendation of the audit committee, the board annually considers and assesses the going concern basis for the preparation of the financial statements at the period end.

The board continues to view the company as a going concern for the foreseeable future.

#### Management committees

The group has the following management committees:

- Executive committee (Exco)
- Wealth Exco
- Shared services operations Exco
- IT steering committee ("program of works")
- Operational risk and compliance committee
- New products committee
- Career management committee
- Risk oversight committee

#### Relationship with shareholders

As an indication of its fundamental responsibility to create shareholder value, effective and ongoing communication with shareholders is seen as essential. In addition to the ongoing engagement facilitated by the company secretary and the head of investor relations, the company encourages shareholders to attend the annual general meeting and other shareholder meetings where interaction is welcomed. The chairman of the company's audit committee is available at the meeting to respond to questions from shareholders.

Voting at general meetings is conducted either a show of hands or a poll depending on the subject matter of the resolution on which a vote is being cast and separate resolutions are proposed on each significant issue.

#### Dealing in securities

In line with its commitment to conduct business professionally and ethically, the company has introduced policies to restrict the dealing in securities by directors, shareholder representatives on the audit committee and embargoed employees. A personal account trading policy is in place to prohibit employees and directors from trading in securities during close periods. Compliance with this policy is monitored on an ongoing basis.

## STANBIC IBTC HOLDINGS PLC

### Corporate governance report (continued) For the year ended 31 December 2016

#### Sustainability

The company as a member of the Standard Bank Group (SBG) is committed to conducting business professionally, ethically, with integrity and in accordance with international best practice. To this end, the company subscribes to and adopts risk management standards, policies and procedures that have been adopted by the SBG. The company is also bound by the Nigerian Sustainable Banking Principles ("the Principles") and the provisions of the Principles are incorporated into policies approved by the Board.

SBG's risk management standards, policies and procedures have been amended to be more reflective of the Nigerian business and regulatory environment. All such amendments to the risk management standards, policies and procedures have been agreed to by Standard Bank Africa (SBAF) Risk Management.

The group is committed to contributing to sustainable development through ethical, responsible financing and business practices which unlocks value for our stakeholders. We manage the environmental and social aspects that impact our activities, products and services whilst ensuring sustainable value creation for our customers. We are passionately committed to encouraging financial inclusion through the provision of banking and other financial services to all cadres of the society and a promoter of gender equality.

#### Social responsibility

As an African business, the group understands the challenges and benefits of doing business in Africa, and owes its existence to the people and societies within which it operates.

The group is therefore committed not only to the promotion of economic development but also to the strengthening of civil society and human well being.

The group is concentrating its social investment expenditure in defined focus area which currently include education in order to make the greatest impact. These areas of focus will be subject to annual revision as the country socio-economic needs change.

#### Ethics and organisational integrity

The board aims to provide effective and ethical leadership and ensures that its conduct and that of management is aligned to the organization's values and code of ethics. The board subscribes to the SBG group's values and enables decision making at all levels of the business according to defined ethical principles and values.

#### Compliance with the Nigerian Stock Exchange's listing rule

Stanbic IBTC Holdings PLC ("SIBTC") has adopted a Personal Account Trading Policy ("PATP") for both employees and directors which incorporates a code of conduct regarding securities transactions by directors and employees. The PATP was circulated to all employees who in the course of the year had any insider or material information about SIBTC; it is also published in the company's internal communication on a regular basis and also hoisted on the company's website.

For the year ended 31 December 2016, we confirm that all directors, complied with the PATP regarding their SIBTC securities transacted on their account during the period.

#### Compliance with the Securities and Exchange Commission's code of corporate governance

As a public company, Stanbic IBTC Holdings PLC confirms that as at the year ended 31 December 2016 the company has complied with the principles set out in the Securities and Exchange Commission's code of corporate governance.

The company applies the code's principles of transparency, integrity and accountability through its own behaviour, corporate governance best practice and by adopting, as appropriate and proportionate for a company of its size and nature. The policies and procedures adopted by the Board and applicable to the company's businesses are documented in mandates, which also set out the roles and delegated authorities applying to the Board, Board Committees, and the Executive Committee.

#### Payment card activities

In line with the Central Bank of Nigeria cashless policy, the group has as its priority a drive to issue cards of various types to meet the payment needs of various customer types and segments. Along with card issuance, the group provide various card enablement, protection and value added services, giving a robust value proposition to our card offering.

Transaction statistics for the last 2 years are as follows:

Card type	Volume of transaction (Number)		Value of transaction (N'000)	
	2016	2015	2016	2015
Debit cards	23,802,845	19,087,914	322,907,608	277,369,727
Credit cards	351,260	263,249	20,032,261	4,928,156
Prepaid cards	72,411	56,476	1,591,301	2,026,529



**STANBIC IBTC HOLDINGS PLC**

Corporate governance report (continued)  
For the year ended 31 December 2016

**Disclosure on diversity in employment**

The group is an equal opportunity employer that is committed to maintaining a positive work environment that facilitates high level of professional efficiency at all times. The group's policy prohibits discrimination of gender, disabled persons or persons with HIV in the recruitment, training and career development of its employees.

*i) Persons with disability:*

The group continues to maintain a policy of giving fair consideration to applications for employment made by disabled persons with due regard to their abilities and aptitude.

*ii) Gender diversity within the group*

	31 Dec. 2016		31 Dec. 2015	
	Workforce	% of gender composition	Workforce	% of gender composition
<b>Total workforce:</b>				
Women	1,241	42%	1,139	42%
Men	1,685	58%	1,604	58%
	<b>2,926</b>	<b>100%</b>	<b>2,743</b>	<b>100%</b>
<b>Recruitments made during the year:</b>				
Women	214	44%	300	43%
Men	275	56%	404	57%
	<b>489</b>	<b>100%</b>	<b>704</b>	<b>100%</b>
<b>Diversity of members of board of directors - Number of Board members</b>				
Women	3	30%	4	29%
Men	7	70%	10	71%
	<b>10</b>	<b>100%</b>	<b>14</b>	<b>100%</b>
<b>Diversity of board executives - Number of Executive directors to Chief executive officer</b>				
Women	1	20%	2	33%
Men	4	80%	4	67%
	<b>5</b>	<b>100%</b>	<b>6</b>	<b>100%</b>
<b>Diversity of senior management team - Number of Assistant General Manager to General Manager</b>				
Women	29	32%	28	28%
Men	63	68%	72	72%
	<b>92</b>	<b>100%</b>	<b>100</b>	<b>100%</b>



Chidi Okezie  
Company Secretary  
FRC/2013/NBA/00000001082  
01 February 2017

**To the members of Stanbic IBTC Holdings PLC**

In compliance with the provisions of Section 359(3) to (6) of the Companies & Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004, the audit committee considered the audited consolidated and separate financial statements for the year ended 31 December 2016 together with the management controls report from the auditors and the company's response to this report at its meeting held on 27 January 2017.

In our opinion, the scope and planning of the audit for the year ended 31 December 2016 were adequate.

We have exercised our statutory functions under Section 359 (6) of the Companies and Allied Matters Act of Nigeria and acknowledge the co-operation of management and staff in the conduct of these responsibilities.

We are of the opinion that the accounting and reporting policies of the company and the group are in accordance with legal requirements and agreed ethical practices, and that the scope and planning of both the external and internal audits for the year ended 31 December 2016 were satisfactory and reinforce the group's internal control systems.

After due consideration, the audit committee accepted the report of the auditors that the financial statements were in accordance with ethical practice and International Financial Reporting Standards.

The committee reviewed management's response to the auditors findings in respect of management matters and we are satisfied with management's response thereto.

We are satisfied that the company has complied with the provisions of Central Bank of Nigeria circular BSD/1/2004 dated 18 February 2004 on "Disclosure of insider related credits in the financial statements of banks", and hereby confirm that an aggregate amount of N40,857,634,282 (31 December 2015: N35,376,301,809) was outstanding as at 31 December 2016. The performance status of insider related credits is as disclosed in note 37.

The committee also approved the provision made in the consolidated and separate financial statements in relation to the remuneration of the auditors.



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Dr Daru Owei  
Chairman, Audit Committee  
FRC/2013/NIM/00000006666  
27 January 2017

Members of the audit committee are:

1. Dr Daru Owei
2. Mr. Ibhide George
3. Mr. Olatunji Bamidele
4. Mr. Dominic Bruynseels
5. Mrs. Ifeoma Esiri
6. Mr. Ratan Mahtani



16 March 2017

The Chairman  
Stanbic IBTC Holdings Plc  
Head Office, IBTC Place  
Walter Carrington Crescent  
Victoria Island  
Lagos

Dear Sir,

**Report to the Directors of Stanbic IBTC Holdings Plc on the Outcome of the 2016 Board Performance Assessment**

PricewaterhouseCoopers Limited was engaged to carry out an assessment of the performance of the Board of Directors of Stanbic IBTC Holdings Plc. as required by Section 15.1 of the Securities and Exchange Commission (SEC) Code of Corporate Governance for Public Companies in Nigeria ("the Code"). The review performed covered all aspects of the Board's structure and composition, responsibilities, processes and relationships, as well as individual members' competencies and respective roles in the Board's performance. The review was conducted for the year ended 31 December 2016.

The Board is responsible for the preparation and presentation of information relevant to its performance. Our responsibility is to examine the information provided and reach a reasonable conclusion on the Board's performance. Our conclusion is based on work carried out within the scope of our engagement as contained in our letter of engagement. In carrying out the evaluation, we have relied on representations made by members of the Board and on the documents provided for our review.

The Board of Stanbic IBTC Holdings Plc achieved significant compliance with the provisions of the Code. Areas of compliance include the diversity of the Board, commitment of Directors to continuous learning and development, effective succession plan, whistleblowing structure and the increased focus on regulatory compliance.

Details of the areas for improvement, other findings and our recommendations are contained in our full report to the Board.

We also facilitated a self and peer assessment of each Directors performance in the year under review. This assessment covered the perceived time commitment to the business of the Company, commitment to continuous learning and development and a self & peer assessment. Each individual Director's Assessment report was prepared and made available to them respectively while a consolidated report of the performance of all Directors was also submitted to the Chairman of the Board.

Yours faithfully  
For: PricewaterhouseCoopers Limited

A handwritten signature in black ink, appearing to read 'Ifori Layegue', is written over a light blue background.

Ifori Layegue  
Director  
FRC/2013/ICAN/00002989

---

*PricewaterhouseCoopers Limited*  
5B Water Corporation Road, Victoria Island  
P O Box 2419, Lagos, Nigeria T: +234 (1) 271 1700, [www.pwc.com/ng](http://www.pwc.com/ng)

TIN: 00290010-0001 RC 39418

Directors: S Abu, O Adekoya, W Adetokunbo-Ajayi, E Agbeyi, UN Akpata, O Alakhume, I Aruofor, K Asante-Poku (Ghanian), C Azobu, R Eastaugh (South African), E Erhie, A Eriksson (Kenyan), I Ezeuko, M Iwelumo, D McGraw (American), A Nevin (Canadian), P Obianwa, B Odiaka, T Ogunlape, P Omontuemen, T Oputa, O Osinubi, T Oyedele, AB Rahji, O Ubah, A Ugarov (American)



**KPMG Professional Services**

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**INDEPENDENT AUDITOR'S REPORT**

To the Shareholders of Stanbic IBTC Holdings Plc

**Report on the Audit of the Consolidated and Separate Financial Statements****Opinion**

We have audited the consolidated and separate financial statements of Stanbic IBTC Holdings Plc ("the Company") and its subsidiaries (together, "the Group"), which comprise the consolidated and separate statement of financial position as at 31 December 2016, and the consolidated and separate statement of profit or loss and other comprehensive income, consolidated and separate statement of changes in equity and consolidated and separate statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 1 to 121.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of the Company and its subsidiaries as at 31 December 2016, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and in the manner required by the Companies and Allied Matters Act, Cap C.20, Laws of the Federation of Nigeria, 2004, the Financial Reporting Council of Nigeria Act, 2011 and the Banks and other Financial Institutions Act, Cap B3, Laws of the Federation of Nigeria, 2004 and relevant Central Bank of Nigeria (CBN) Guidelines and Circulars.

**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 and separate Financial Statements section of our report. We are independent of the Group and Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated and separate financial statements in Nigeria and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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Registered in Nigeria No BN 986925

**Partners:**

Abiola F. Bada	Adelbisi O. Lamikanra	Adekunle A. Elebuwa	Adetola F. Adeseyemi
Adewale K. Ajayi	Ajibola O. Olomola	Ayodele A. Soyinka	Ayodele H. Othman
Ayobami L. Salami	Chibuzor N. Anyanwachi	Goodluck C. Obi	Ibitomi M. Adesoji
Joseph O. Teghe	Kabir D. Okunola	Mohammed M. Aderna	Oladapo R. Okutadejo
Oladimeji I. Salaudeen	Olanike I. James	Olumide O. Olayinka	Olusegun A. Sowande
Oluwafemi O. Awotoye	Oluwatoyin A. Gbagi	Oguntayo I. Ogungbenro	Victor U. Onyenkpa

**Associate Partners:**

Nnaka C. Eluma  
Temitope A. Onitun

It is noted that the key audit matters relate to the consolidated financial statements of the Group and not to the separate financial statements of the Company.

#### ***Impairment of loans and advances***

The impairment of loans and advances is inherently a significant and judgemental area for the Group. In our audit we focused on credit impairments due to the materiality of the balances and the subjective nature of the calculations. Furthermore we also considered that the economic conditions, such as low crude oil prices and devaluation of the Naira impacted the performance of loans and advances to the oil and gas sector and facilities denominated in foreign currencies.

The credit impairment for loans and advances represents management's best estimate of the losses incurred within the loan portfolios at the balance sheet date. They are determined on an individual basis for loans that exceed a specific threshold and on a collective basis for a portfolio or loans of a similar nature.

For specific credit impairments on significant loans, judgement has to be applied to determine when an impairment event has occurred and then to estimate the expected future cash flows for that loan.

Collective credit impairments are determined using statistical calculations, which are modelled to the current economic and credit conditions on the portfolio of loans. The inputs in these calculations are subject to management judgment.

#### **Procedures**

Our procedures included amongst others the following:

- We tested controls over correct recording of credit data and performed specific data and analytics procedures like analysis of loans by sector, type and currency in order to identify credit exposures with a higher risk to perform an assessment over possible impairment triggers and the recorded impairment.
- We assessed the completeness of credit impairments by inspecting a sample of credit files, including files with and without credit impairments, in order to ascertain that impairment triggers were identified and followed up on by management.
- We challenged and re-computed management's discounted cash flow analysis for specific credit impairments by assessing the forecasts of recoverable cash flows and valuation of collaterals against customer information in the credit files and our understanding of relevant industries and business environments.
- We challenged management's assumptions on probability of default, historical loss patterns and other relevant parameters used in calculating collective credit impairments by benchmarking the developments therein against our own understanding of the relevant industries and business environments.

The Group's accounting policy on credit impairment and related disclosures on credit impairments and risks are shown in notes 4.3, 6.1, 12.3 and 41 respectively.



### *Legal provisions*

Legal provisions relate to estimated liabilities including costs related to litigation and/or claims from clients. The Group is exposed to a number of open litigation and claims from clients. In recognising the legal provisions, the Directors of the Group determine their best estimate of the related expenses and liabilities based on their judgment of specific details of the individual litigation and claims. As the actual expenses will depend on the future outcome of the litigation and claims, the legal provision is subject to inherent uncertainty. We also focused on this area given the number of claims and the amounts involved.

#### Procedures

Our procedures included amongst others the following:

- We received from management the list of outstanding litigation and claims and discussed the developments in the new and outstanding litigation and claims.
- We considered management's assessment of the possible outcome of the litigation and claims for a sample of litigation and claims, including the most significant cases, by discussing the matters with the Group legal department.
- We inspected for a sample of litigations and claims the files held at the legal department to corroborate the discussions we held with management and Group legal department on those cases.
- We assessed the completeness of the list of outstanding litigations and claims by checking the board minutes and obtaining confirmations from the solicitors involved.
- We re-computed the provisions for a sample of the significant provisions.

The Group's accounting policy on legal provisions and related disclosures are shown in notes 4.10, 6.9 and 25 respectively.

### *Recoverability of deferred tax assets*

The Group has deferred tax assets of N 8.6 billion as at 31 December 2016, which has arisen from historic tax losses, unutilised capital allowances and other deductible temporary differences. An assessment is required as to whether sufficient future taxable profits are likely to be generated to support the recoverability of the recorded deferred tax assets.

We focused on this area in our audit since the estimation of future taxable profits is inherently judgemental.

#### Procedures

Our procedures included amongst other the following:

- We received from management the recoverability assessment of the deferred tax asset and we tested the included calculations to check that the recorded amount of the asset is appropriate based on the temporary differences identified, the estimated future taxable profits and the tax rate applied.

- We challenged management assessment of the recoverability, including the estimated future taxable profits and the underlying assumptions by using our knowledge of the business, industry and past performance.
- We checked whether historic tax losses, unutilised capital allowance and other deductible temporary differences were determined in accordance with the relevant tax laws.

The Group's accounting policy on deferred tax and related disclosures are shown in notes 4.11, 6.6 and note 16 respectively.

***Information Other than the Financial Statements and Audit Report thereon***

The Directors are responsible for the other information, which comprises the Directors' report, Statement of Directors' responsibilities, Corporate governance report, Report of the Audit Committee, Other national disclosures, the Overview, Business Review and the overviews of Management team, Branch network and contact information, but does not include the consolidated and separate financial statements and our audit report thereon. We obtained prior to the date of this auditor's report the Directors' report, Statement of Directors' responsibilities, Corporate governance report, Report of the Audit Committee, Other national disclosures. The Overview, Business Review and the overviews of Management team, Branch network and contact information is expected to be made available to us after that date.

Our opinion on the consolidated and separate 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 and separate financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the consolidated and separate 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.

When we read the reports which have not been made available to us at the date of this report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

***Responsibilities of the Directors for the Consolidated and Separate Financial Statements***

The Directors are responsible for the preparation of consolidated and separate financial statements that give a true and fair view in accordance with IFRSs and in the manner required by the Companies and Allied Matters Act, Cap C.20, Laws of the Federation of Nigeria, 2004 Nigeria, the Financial Reporting Council of Nigeria Act, 2011 and the Banks and other Financial Institutions Act, Cap B3, Laws of the Federation of Nigeria, 2004 and relevant Central Bank of Nigeria (CBN) Guidelines and Circulars, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the Directors are responsible for assessing the Group and Company'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 intend to liquidate the Group and Company or to cease operations, or has no realistic alternative but to do so.

***Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements***

Our objectives are to obtain reasonable assurance about whether the consolidated and separate 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 financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and separate 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 and Company'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 and Company'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 (and separate) 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 and Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate 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 Board of Directors and the Audit Committee 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.

We also provide Board of Directors and the Audit Committee 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, related safeguards.

From the matters communicated with Board of Directors and the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated and separate 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 Legal and Regulatory Requirements**

**Compliance with the requirements of Schedule 6 of the Companies and Allied Matters Act, Cap C.20, Laws of the Federation of Nigeria, 2004**

In our opinion, proper books of account have been kept by the Company, so far as appears from our examination of those books and the Company's statement of financial position and statement of profit or loss and other comprehensive income are in agreement with the books of account.

**Compliance with Section 27 (2) of the Banks and the other Financial Institutions Act of Nigeria and Central Bank of Nigeria circular BSD/1/2004**

- i. The Group and the Company paid penalties in respect of contravention of the Central Bank of Nigeria guidelines during the year ended 31 December 2016. Details of penalties paid are disclosed in note 40 to the financial statements.
- ii. Related party transactions and balances are disclosed in note 36 to the financial statements in compliance with the Central Bank of Nigeria circular BSD/1/2004

Signed:



Kabir O. Okunlola, FCA  
FRC/2012/ICAN/00000000428  
For: KPMG Professional Services  
Chartered Accountants  
7 March 2017  
Lagos, Nigeria




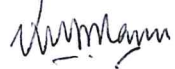



STANBIC IBTC HOLDINGS PLC

Consolidated and separate statement of financial position  
at 31 December 2016

	Note	Group		Company	
		31 Dec. 2016 N'million	31 Dec. 2015 N'million	31 Dec. 2016 N'million	31 Dec. 2015 N'million
<b>Assets</b>					
Cash and cash equivalents	7	301,351	211,481	1,768	8
Pledged assets	8.1	28,303	86,570	-	-
Trading assets	9.1	16,855	37,956	-	-
Derivative assets	10.6	14,317	911	-	-
Financial investments	11	252,823	162,695	920	658
Asset held for sale	11.4	112	262	-	-
Loans and advances	12	368,229	380,295	-	-
Loans and advances to banks	12	15,264	26,782	-	-
Loans and advances to customers	12	352,965	353,513	-	-
Other assets	15	39,220	23,741	2,226	2,996
Equity investment in subsidiaries	13	-	-	85,539	69,191
Property and equipment	17	22,962	25,311	2,404	2,494
Intangible assets	18	713	-	-	-
Deferred tax assets	16	8,638	8,342	-	555
<b>Total assets</b>		<b>1,053,523</b>	<b>937,564</b>	<b>92,857</b>	<b>75,902</b>
<b>Equity and liabilities</b>					
<b>Equity</b>		<b>140,798</b>	<b>128,967</b>	<b>72,970</b>	<b>72,360</b>
Equity attributable to ordinary shareholders		<b>137,102</b>	<b>123,726</b>	<b>72,970</b>	<b>72,360</b>
Ordinary share capital	19.2	5,000	5,000	5,000	5,000
Share premium	19.2	65,450	65,450	65,450	65,450
Reserves		66,652	53,276	2,520	1,910
Non-controlling interest		3,696	5,241	-	-
<b>Liabilities</b>		<b>912,725</b>	<b>808,597</b>	<b>19,887</b>	<b>3,542</b>
Trading liabilities	9.2	5,325	24,101	-	-
Derivative liabilities	10.6	11,788	383	-	-
Current tax liabilities	24	9,508	8,727	68	60
Deposit and current accounts	21	614,735	588,959	-	-
Deposits from banks	21	53,766	95,446	-	-
Deposits from customers	21	560,969	493,513	-	-
Other borrowings	22	96,037	81,107	16,404	-
Subordinated debt	23	27,964	23,699	-	-
Provisions	25	10,581	10,027	-	-
Other liabilities	26	136,740	71,474	3,406	3,482
Deferred tax liabilities	16.1	47	120	9	-
<b>Total equity and liabilities</b>		<b>1,053,523</b>	<b>937,564</b>	<b>92,857</b>	<b>75,902</b>

  
Yinka Sanni  
Chief Executive  
FRC/2013/CISN/00000001072  
01 February 2017

  
Victor Yeboah-Manu  
Chief Financial Officer  
FRC/2016/ANAN/00000015802  
01 February 2017

  
Atedo N. A. Peterside C O N  
Chairman  
FRC/2013/CIBN/00000001069  
01 February 2017

The accompanying notes from page 7 to 121 form an integral part of these financial statements

**STANBIC IBTC HOLDINGS PLC**

**Consolidated and separate statement of profit or loss  
For the year ended 31 December 2016**

	Note	Group		Company	
		31-Dec-16 N'million	31-Dec-15 N'million	31-Dec-16 N'million	31-Dec-15 N'million
<b>Gross earnings</b>		<b>156,425</b>	140,027	<b>2,528</b>	10,987
<b>Net interest income</b>		<b>57,859</b>	43,860	<b>(80)</b>	14
Interest income	31.1	<b>87,467</b>	82,686	<b>17</b>	14
Interest expense	31.2	<b>(29,608)</b>	(38,826)	<b>(97)</b>	-
<b>Non-interest revenue</b>		<b>68,194</b>	56,788	<b>2,511</b>	10,973
Net fee and commission revenue	31.3	<b>52,154</b>	40,704	<b>852</b>	743
Fee and commission revenue	31.3	<b>52,918</b>	41,257	<b>852</b>	743
Fee and commission expense	31.3	<b>(764)</b>	(553)	-	-
Trading revenue	31.4	<b>15,326</b>	15,503	-	-
Other revenue	31.5	<b>714</b>	581	<b>1,659</b>	10,230
<b>Income before credit impairment charges</b>		<b>126,053</b>	100,648	<b>2,431</b>	10,987
Credit impairment charges	31.6	<b>(19,803)</b>	(14,931)	-	-
<b>Income after credit impairment charges</b>		<b>106,250</b>	85,717	<b>2,431</b>	10,987
<b>Operating expenses</b>		<b>(69,041)</b>	(62,066)	<b>(930)</b>	(1,088)
Staff costs	31.7	<b>(30,173)</b>	(24,825)	<b>(500)</b>	(429)
Other operating expenses	31.8	<b>(38,868)</b>	(37,241)	<b>(430)</b>	(659)
<b>Profit before tax</b>		<b>37,209</b>	23,651	<b>1,501</b>	9,899
Income tax	33.1	<b>(8,689)</b>	(4,760)	<b>(892)</b>	(28)
<b>Profit for the year</b>		<b>28,520</b>	18,891	<b>609</b>	9,871
<b>Profit attributable to:</b>					
Non-controlling interests		<b>3,878</b>	3,393	-	-
Equity holders of the parent		<b>24,642</b>	15,498	<b>609</b>	9,871
<b>Profit for the year</b>		<b>28,520</b>	18,891	<b>609</b>	9,871
<b>Earnings per share</b>					
Basic earnings per ordinary share (kobo)	34	<b>246</b>	155	<b>6</b>	99
Diluted earnings per ordinary share (kobo)	34	<b>246</b>	155	<b>6</b>	99

*The accompanying notes from page 7 to 121 form an integral part of these financial statements*

**STANBIC IBTC HOLDINGS PLC**

**Consolidated and separate statement of profit or loss and other comprehensive income  
For the year ended 31 December 2016**

	<b>Group</b>		<b>Company</b>	
	<b>31-Dec-16 N'million</b>	<b>31-Dec-15 N'million</b>	<b>31-Dec-16 N'million</b>	<b>31-Dec-15 N'million</b>
<b>Profit for the year</b>	<b>28,520</b>	18,891	<b>609</b>	9,871
<b>Other comprehensive income</b>				
<i>Items that are or may be reclassified subsequently to profit or loss:</i>				
Net change in fair value of available-for-sale financial assets	(409)	2,072	-	-
Realised fair value adjustments on available-for-sale financial assets reclassified to income statement	76	653	-	-
Income tax on other comprehensive income	-	-	-	-
	<b>(333)</b>	2,725	<b>-</b>	-
<b>Other comprehensive income for the year net of tax</b>	<b>(333)</b>	2,725	<b>-</b>	-
<b>Total comprehensive income for the year</b>	<b>28,187</b>	21,616	<b>609</b>	9,871
<b>Total comprehensive income attributable to:</b>				
Non-controlling interests	<b>3,829</b>	3,430	-	-
Equity holders of the parent	<b>24,358</b>	18,186	<b>609</b>	9,871
	<b>28,187</b>	21,616	<b>609</b>	9,871

The accompanying notes from page 7 to 121 form an integral part of these financial statements

STANBIC IBTC HOLDINGS PLC

Consolidated and separate statement of changes in equity

For the year ended 31 December 2016

Group	Ordinary share capital N'million	Share premium N'million	Merger reserve N'million	Statutory credit risk reserve N'million	Available-for-sale revaluation reserve N'million	Share-based payment reserve N'million	Other regulatory reserves N'million	Retained earnings N'million	Ordinary shareholders' equity N'million	Non-controlling interest N'million	Total equity N'million
<b>Balance at 1 January 2016</b>	5,000	65,450	(19,123)	6,684	1,226	56	26,218	38,215	123,726	5,241	128,967
<b>Total comprehensive(loss)/ income for the year</b>					(284)	-	-	24,642	24,358	3,829	28,187
Profit for the year	-	-	-	-	-	-	-	24,642	24,642	3,878	28,520
Other comprehensive (loss)/income after tax for the year					(284)	-	-	-	(284)	(49)	(333)
Net change in fair value on available-for-sale financial assets	-	-	-	-	(360)	-	-	-	(360)	(49)	(409)
Realised fair value adjustments on available-for-sale financial assets	-	-	-	-	76	-	-	-	76	-	76
Statutory credit risk reserve				(5,659)	-	-	-	5,659	-	-	-
Transfer to statutory reserves	-	-	-	-	-	-	7,397	(7,397)	-	-	-
<b>Transactions with shareholders, recorded directly in equity</b>						(20)	-	(10,962)	(10,982)	(5,374)	(16,356)
Equity-settled share-based payment transactions	-	-	-	-	-	(8)	-	-	(8)	-	(8)
Transfer of vested portion of equity settled share based payment to retained earnings	-	-	-	-	-	(12)	-	12	-	-	-
Purchase of non-controlling interests	-	-	-	-	-	-	-	(10,974)	(10,974)	(5,374)	(16,348)
Dividends paid to equity holders	-	-	-	-	-	-	-	-	-	-	-
<b>Balance at 31 December 2016</b>	5,000	65,450	(19,123)	1,025	942	36	33,615	50,157	137,102	3,696	140,798
<b>Balance at 1 January 2015</b>	5,000	65,450	(19,123)	3,366	(1,462)	402	23,850	38,538	116,021	4,223	120,244
<b>Total comprehensive income/(loss) for the year</b>					2,688	-	-	15,498	18,186	3,430	21,616
Profit for the year	-	-	-	-	-	-	-	15,498	15,498	3,393	18,891
Other comprehensive income/(loss) after tax for the year					2,688	-	-	-	2,688	37	2,725
Net change in fair value on available-for-sale financial assets	-	-	-	-	2,035	-	-	-	2,035	37	2,072
Realised fair value adjustments on available-for-sale financial assets	-	-	-	-	653	-	-	-	653	-	653
Statutory credit risk reserve	-	-	-	3,318	-	-	-	(3,318)	-	-	-
Transfer to statutory reserves	-	-	-	-	-	-	2,368	(2,368)	-	-	-
<b>Transactions with shareholders, recorded directly in equity</b>						(346)	-	(10,135)	(10,481)	(2,412)	(12,893)
Equity-settled share-based payment transactions	-	-	-	-	-	19	-	-	19	-	19
Transfer of vested portion of equity settled share based payment to retained earnings	-	-	-	-	-	(365)	-	365	-	-	-
Dividends paid to equity holders	-	-	-	-	-	-	-	(10,500)	(10,500)	(2,412)	(12,912)
<b>Balance at 31 December 2015</b>	5,000	65,450	(19,123)	6,684	1,226	56	26,218	38,215	123,726	5,241	128,967

Refer to note 19.3 for an explanation of the components of reserve

The accompanying notes from page 7 to 121 form an integral part of these financial statements

STANBIC IBTC HOLDINGS PLC

Consolidated and separate statement of changes in equity

For the year ended 31 December 2016

Company	Ordinary share capital N'million	Share premium N'million	Available-for-sale revaluation reserve N'million	Share-based payment reserve N'million	Other regulatory reserves N'million	Retained earnings N'million	Ordinary shareholders' equity N'million
<b>Balance at 1 January 2016</b>	5,000	65,450	-	9	-	1,901	72,360
<b>Total comprehensive income/(loss) for the year</b>						609	609
Profit for the year	-	-	-	-	-	609	609
<b>Transactions with shareholders, recorded directly in equity</b>	-	-	-	(4)	-	5	1
Equity-settled share-based payment transactions				1		-	1
Transfer of vested portion of equity settled share based payment to retained earnings				(5)		5	-
Dividends paid to equity holders	-	-	-	-	-	-	-
<b>Balance at 31 December 2016</b>	5,000	65,450	-	5	-	2,515	72,970
Balance at 1 January 2015	5,000	65,450	-	16	-	2,524	72,990
<b>Total comprehensive income/(loss) for the year</b>						9,871	9,871
Profit for the year	-	-	-	-	-	9,871	9,871
<b>Transactions with shareholders, recorded directly in equity</b>	-	-	-	(7)	-	(10,494)	(10,501)
Equity-settled share-based payment transactions				(1)		-	(1)
Transfer of vested portion of equity settled share based payment to retained earnings	-	-	-	(6)	-	6	-
Dividends paid to equity holders	-	-	-	-	-	(10,500)	(10,500)
<b>Balance at 31 December 2015</b>	5,000	65,450	-	9	-	1,901	72,360

The accompanying notes from page 7 to 121 form an integral part of these financial statements



**STANBIC IBTC HOLDINGS PLC**
**Consolidated and separate statement of cash flows  
For the year ended 31 December 2016**

	Note	Group		Company	
		31-Dec-16 N million	31-Dec-15 N million	31-Dec-16 N million	31-Dec-15 N million
<b>Net cash flows from operating activities</b>		<b>201,215</b>	15,082	<b>2,105</b>	10,395
<b>Cash flows used in operations</b>		<b>161,739</b>	(23,335)	<b>1,004</b>	402
Profit before tax		<b>37,209</b>	23,651	<b>1,501</b>	9,899
Adjusted for:		<b>7,641</b>	(23,002)	<b>(1,191)</b>	(9,973)
Credit impairment charges on loans and advances		<b>19,803</b>	14,931	-	-
Depreciation of property and equipment	31.8	<b>4,204</b>	3,479	<b>229</b>	195
Amortisation of intangible asset	31.8	<b>33</b>	-	-	-
Dividend income	31.5	<b>(225)</b>	(208)	<b>(1,501)</b>	(10,148)
Equity-settled share-based payments		<b>(8)</b>	19	<b>1</b>	(1)
Non-cash flow movements in other borrowings	22	<b>37,484</b>	1,963	-	-
Non-cash flow movements in subordinated debt	23	<b>4,265</b>	726	-	-
Interest expense		<b>29,608</b>	38,826	<b>97</b>	-
Interest income		<b>(87,467)</b>	(82,686)	<b>(17)</b>	(14)
Gains on sale of property and equipment		<b>(56)</b>	(52)	-	(5)
Decrease in income-earning assets	35.1	<b>58,606</b>	3,474	<b>770</b>	(453)
Increase/ (decrease) in deposits and other liabilities	35.2	<b>58,283</b>	(27,458)	<b>(76)</b>	929
Dividends received		<b>203</b>	187	<b>1,501</b>	10,148
Interest paid		<b>(30,328)</b>	(37,815)	<b>(97)</b>	-
Interest received		<b>77,505</b>	84,551	<b>17</b>	14
Direct taxation paid	24.1	<b>(7,904)</b>	(8,506)	<b>(320)</b>	(169)
<b>Net cash flows from/ (used in) investing activities</b>		<b>(109,204)</b>	39,536	<b>(16,749)</b>	(671)
Capital expenditure on - property	17	<b>(168)</b>	(234)	-	-
- equipment, furniture and vehicles	17	<b>(2,061)</b>	(4,764)	<b>(139)</b>	(97)
- intangible assets		<b>(746)</b>	-	-	-
Proceeds from sale of property, equipment, furniture and vehicles		<b>430</b>	264	-	66
(Purchase)/ sale of financial investments		<b>(90,311)</b>	44,270	<b>(262)</b>	(600)
Investment in subsidiaries		<b>(16,348)</b>	-	<b>(16,348)</b>	(40)
<b>Net cash flows (used in)/ from financing activities</b>		<b>(22,554)</b>	(3,919)	<b>16,404</b>	(10,500)
Proceeds from addition to other borrowings	22	<b>22,054</b>	30,734	<b>16,404</b>	-
Repayment of other borrowings	22	<b>(44,608)</b>	(21,741)	-	-
Proceed from issue subordinated debt	23	-	-	-	-
Dividends paid		-	(12,912)	-	(10,500)
<b>Net increase/ (decrease) in cash and cash equivalents</b>		<b>69,457</b>	50,699	<b>1,760</b>	(776)
<b>Effect of exchange rate changes on cash and cash equivalents</b>	35.4	<b>14,906</b>	5,143	-	-
<b>Cash and cash equivalents at beginning of the year</b>		<b>107,398</b>	51,556	<b>8</b>	784
<b>Cash and cash equivalents at end of the year</b>	35.3	<b>191,761</b>	107,398	<b>1,768</b>	8

The accompanying notes from page 7 to 121 form an integral part of these financial statements

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements

For the year ended 31 December 2016

#### 1 Reporting entity

Stanbic IBTC Holdings PLC (the 'company') is a company domiciled in Nigeria. The company's registered office is at I.B.T.C. Place Walter Carrington Crescent Victoria Island, Lagos, Nigeria. These consolidated financial statements comprise the company and its subsidiaries (together referred to as the 'group'). The group is primarily involved in the provision of banking and other financial services to corporate and individual customers.

#### 2 Basis of preparation

##### (a) Statement of compliance

These consolidated and separate financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The financial statements comply with the Companies and Allied Matters Act of Nigeria, Bank and Other Financial Institution Act, Financial Reporting Council of Nigeria Act, and relevant Central Bank of Nigeria circulars.

The consolidated and separate financial statements were authorised for issue by the Board of Directors on 01 February 2017.

##### (b) Basis of measurement

These consolidated and separate financial statements have been prepared on the historical cost basis except for the following material items in the statement of financial position:

- derivative financial instruments are measured at fair value
- financial instruments at fair value through profit or loss are measured at fair value
- available-for-sale financial assets are measured at fair value
- liabilities for cash-settled share-based payment arrangements are measured at fair value
- trading assets and liabilities are measured at fair value

The group applies accrual accounting for recognition of its income and expenses.

##### (c) Going concern assumption

These consolidated and separate financial statements have been prepared on the basis that the group and company will continue to operate as a going concern.

##### (d) Functional and presentation currency

These consolidated and separate financial statements are presented in Nigerian Naira, which is the company's functional and presentation currency. All financial information presented in Naira has been rounded to the nearest million, except when otherwise stated.

##### (e) Use of estimates and judgement

The preparation of the consolidated and separate financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which estimates are revised and in any future period affected. Information about significant area of estimation uncertainty and critical judgement in applying accounting policies that have most significant effect on the amount recognised in the consolidated financial statements are included in note 6.

#### 3 Changes in accounting policies

Except as noted in 3.1 and 3.2, the group has consistently applied the accounting policies as set out in Note 4 to all periods presented in these financial statements.

##### 3.1 Adoption of new and amended standards effective for the current financial year

Amendment to IAS 27 Separate Financial Statements

This amendment allows entities preparing separate financial statements to utilise the equity method to account for investments in subsidiaries, joint ventures and associates.

This amendment has no impact on the financial statements as the group decided not to apply the option.

##### 3.2 Early adoption of revised standards

The IASB issued various amendments and clarifications to existing IFRS as follows:

IAS 7 — The amendments require entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including non-cash changes and changes arising from cash flows. The disclosures have been incorporated in the statement of cash flows.

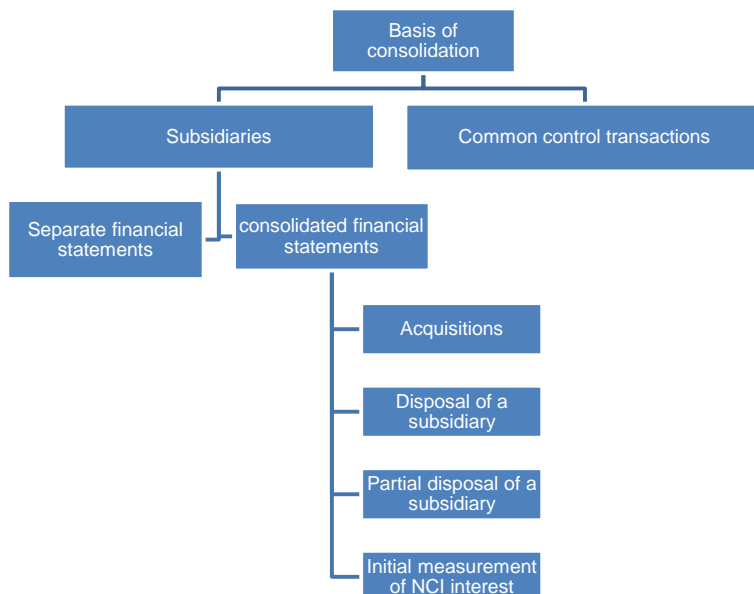
IAS 12 — The amendments clarify how to account for deferred tax assets related to debt instruments measured at fair value. The amendments do not have a significant impact as the debt instruments held by the group are mainly government instruments which are tax exempt.

Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016

4 Statement of significant accounting policies

Except for the changes explained in note 3, the group has consistently applied the following accounting policies to all periods presented in these consolidated financial statements.

4.1 Basis of consolidation



**Subsidiaries (including mutual funds, in which the group has both an irrevocable asset management agreement and a significant investment)**

**Separate financial statements**

Investments in subsidiaries are accounted for at cost less accumulated impairment losses (where applicable) in the separate financial statements. The carrying amounts of these investments are reviewed annually for impairment indicators and, where an indicator of impairment exists, are impaired to the higher of the investment’s fair value less costs to sell and value in use.

**Consolidated financial statements**

The accounting policies of subsidiaries that are consolidated by the group conform to the group’s accounting policies. Intragroup transactions, balances and unrealised gains (losses) are eliminated on consolidation. Unrealised losses are eliminated in the same manner as unrealised gains, but only to the extent that there is no evidence of impairment. The proportion of comprehensive income and changes in equity allocated to the group and non controlling interests (NCI) are determined on the basis of the group’s present ownership interest in the subsidiary.

<p><b>Acquisitions</b></p>	<p>Subsidiaries are consolidated from the date on which the group acquires control up to the date that control is lost. The group controls an entity if it is exposed to, or has the rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Control is assessed on a continuous basis. For mutual funds the group further assesses its control by considering the existence of either voting rights or significant economic power.</p> <p>The acquisition method of accounting is used to account for the acquisition of subsidiaries by the group. The consideration transferred is measured as the sum of the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the acquisition date. The consideration includes any asset, liability or equity resulting from a contingent consideration arrangement. The obligation to pay contingent consideration is classified as either a liability or equity based on the terms of the arrangement. The right to a return of previously transferred consideration is classified as an asset. Transaction costs are recognised within profit or loss as and when they are incurred. Where the initial accounting is incomplete by the end of the reporting period in which the business combination occurs (but no later than 12 months since the acquisition date), the group reports provisional amounts.</p>
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## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

<b>Acquisitions</b>	<p>Where applicable, the group adjusts retrospectively the provisional amounts to reflect new information obtained about facts and circumstances that existed at the acquisition date and affected the measurement of the provisional amounts. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any NCI. The excess (shortage) of the sum of the consideration transferred (including contingent consideration), the value of NCI recognised and the acquisition date fair value of any previously held equity interest in the subsidiary over the fair value of identifiable net assets acquired is recorded as goodwill in the statement of financial position (gain on bargain purchase, which is recognised directly in profit or loss). When a business combination occurs in stages, the previously held equity interest is remeasured to fair value at the acquisition date and any resulting gain or loss is recognised in profit or loss.</p> <p>Increases in the group's interest in a subsidiary, when the group already has control, are accounted for as transactions with equity holders of the group. The difference between the purchase consideration and the group's proportionate share of the subsidiary's additional net asset value acquired is accounted for directly in equity.</p>
<b>Loss of control in a subsidiary</b>	<p>When the group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.</p>
<b>Partial disposal of a subsidiary</b>	<p>A partial disposal arises as a result of a reduction in the group's ownership interest in an investee that is not a disposal (i.e. a reduction in the group's interest in a subsidiary whilst retaining control). Decreases in the group's interest in a subsidiary, where the group retains control, are accounted for as transactions with equity holders of the group. Gains or losses on the partial disposal of the group's interest in a subsidiary are computed as the difference between the sales consideration and the group's proportionate share of the investee's net asset value disposed of, and are accounted for directly in equity.</p>
<b>Initial measurement of NCI</b>	<p>The group elects on each acquisition to initially measure NCI on the acquisition date at either fair value or at the NCI's proportionate share of the investees' identifiable net assets.</p>

#### **Common control transactions**

Common control transactions, in which the company is the ultimate parent entity both before and after the transaction, are accounted for at book value.

#### **Foreign currency translations**

Foreign currency transactions are translated into the respective group entities' functional currencies at exchange rates prevailing at the date of the transactions. In accordance with IAS 21.26, the group concluded that it has to apply a second exchange rate for the measurement of some of its liabilities, as this second rate represents the rate at which the liabilities could have been settled if the transaction occurred at balance sheet date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year-end exchange rates, are recognised in profit or loss.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at historical cost are translated using the exchange rate at the transaction date, and those measured at fair value are translated at the exchange rate at the date that the fair value was determined. Exchange rate differences on non-monetary items are accounted for based on the classification of the underlying items.

In the case of foreign currency gains and losses on debt instruments classified as available for sale, a distinction is made between foreign currency differences resulting from changes in amortised cost of the security and other changes in the carrying amount of the security. Foreign currency differences related to changes in the amortised cost are recognised in profit or loss, and other changes in the carrying amount, except impairment, are recognised in equity. For available for sale equity investments, foreign currency differences are recognised in OCI.

Foreign currency gains and losses on intragroup loans are recognised in profit or loss except where the settlement of the loan is neither planned nor likely to occur in the foreseeable future.

#### **4.2 Cash and cash equivalents**

Cash and cash equivalents presented in the statement of cash flows consist of cash and balances with central banks (excluding cash reserve), and balances with other banks with original maturities of 3 months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair values and are used by management to fulfill short term commitments. Cash and balances with central banks comprise coins and bank notes, balances with central banks and other short term investments.

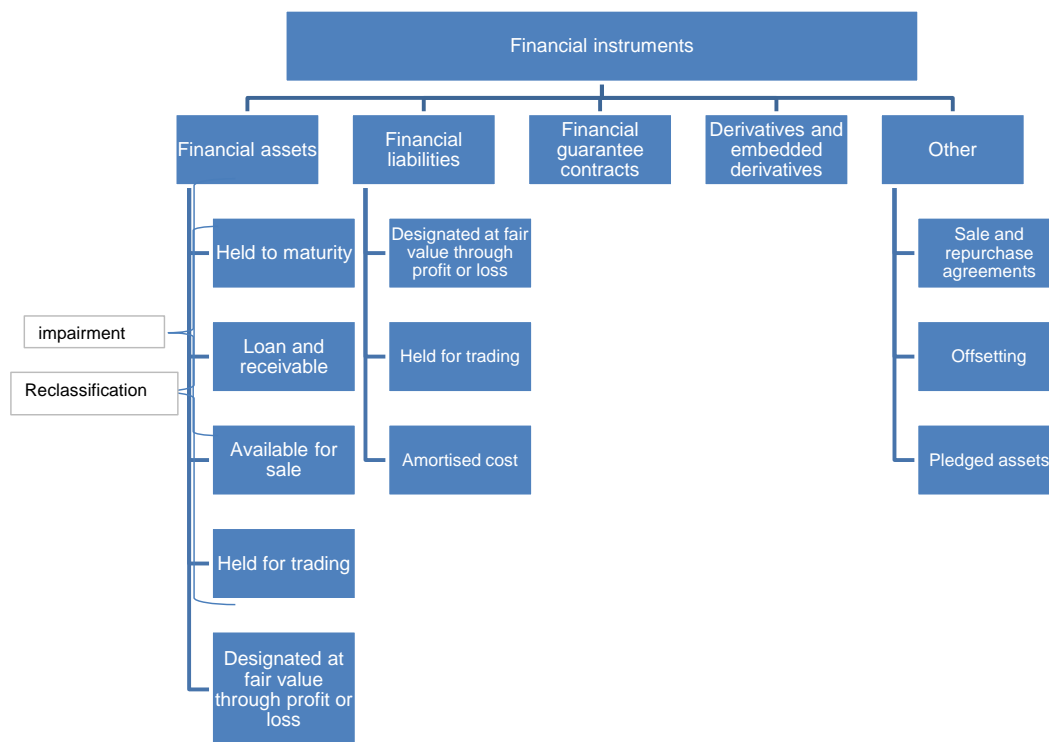
**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

**4.3 Financial instruments**

The relevant financial instruments are financial assets held for trading, available for sale, loans and receivables and other liabilities.



**Recognition and initial measurement – financial instruments**

All financial instruments are measured initially at fair value plus directly attributable transaction costs and fees, except for those financial instruments that are subsequently measured at fair value through profit or loss where such transaction costs and fees are immediately recognised in profit or loss. Financial instruments are recognised (derecognised) on the date the group commits to purchase (sell) the instruments (trade date accounting).

**Financial assets**

<b>Held to maturity</b>	Non-derivative financial assets with fixed or determinable payments and fixed maturities that management has both the positive intent and ability to hold to maturity.
<b>Loans and receivables</b>	Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those classified as at fair value through profit or loss or available-for-sale.
<b>Held for trading</b>	Those financial assets acquired principally for the purpose of selling in the near term, those that form part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking.
<b>Designated at fair value through profit or loss</b>	Financial assets are designated to be measured at fair value in the following instances: - to eliminate or significantly reduce an accounting mismatch that would otherwise arise - where the financial assets are managed and their performance evaluated and reported on a fair value basis - where the financial asset contains one or more embedded derivatives that significantly modify the financial asset's cash flows.
<b>Available for sale</b>	Financial assets that are not classified into one of the above-mentioned financial asset categories.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

**Subsequent measurement**

Subsequent to initial measurement, financial assets are classified in their respective categories and measured at either amortised cost or fair value as follows:

<b>Held to maturity and Loans and receivables</b>	Amortised cost using the effective interest method with interest recognised in interest income, less any impairment losses which are recognised as part of credit impairment charges. Directly attributable transaction costs and fees received are capitalised and amortised through interest income as part of the effective interest rate.
<b>Available for sale</b>	Fair value, with changes in fair value recognised directly in the available-for-sale reserve until the financial asset is derecognised or impaired.  Interest income on debt financial assets is recognised in profit and loss in terms of the effective interest rate method. Dividend receiveds on equity available-for-sale financial assets are recognised in other revenue within profit or loss.  When debt (equity) available-for-sale financial assets are disposed of, the cumulative fair value adjustments in OCI are reclassified to interest income (other revenue).
<b>Held for trading</b>	Fair value, with gains and losses arising from changes in fair value) (including interest and dividends) recognised in trading revenue.
<b>Designated at fair value through profit or loss</b>	Fair value, with gains and losses recognised in interest income for all debt financial assets and in other revenue within non-interest revenue for all equity instruments.

**Impairment**

A financial asset is impaired if objective evidence indicates that a loss event has occurred after initial recognition which has a negative effect on the estimated future cash flows of the financial asset that can be estimated reliably. The group assesses at each reporting date whether there is objective evidence that a financial asset which is either carried at amortised cost or classified as available-for-sale is impaired as follows:

<b>Held to maturity and Loans and receivables</b>	<p>The following criteria are used by the group in determining whether there is objective evidence of impairment for loans or groups of loans include:</p> <ul style="list-style-type: none"> <li>• known cash flow difficulties experienced by the borrower;</li> <li>• a breach of contract, such as default or delinquency in interest and/or principal payments;</li> <li>• breaches of loan covenants or conditions;</li> <li>• it becoming probable that the borrower will enter bankruptcy or other financial reorganisation; and</li> <li>• where the group, for economic or legal reasons relating to the borrower's financial difficulty, grants the borrower a concession that the group would not otherwise consider.</li> </ul> <p>The group first assesses whether there is objective evidence of impairment individually for loans that are individually significant, and individually or collectively for loans that are not individually significant. Non-performing loans include those loans for which the group has identified objective evidence of default, such as a breach of a material loan covenant or condition as well as those loans for which instalments are due and unpaid for 90 days or more. The impairment of non-performing loans takes into account past loss experience adjusted for changes in economic conditions and the nature and level of risk exposure since the recording of the historic losses.</p> <p>When a loan carried at amortised cost has been identified as specifically impaired, the carrying amount of the loan is reduced to an amount equal to the present value of its estimated future cash flows, including the recoverable amount of any collateral, discounted at the financial asset's original effective interest rate. The carrying amount of the loan is reduced through the use of a specific credit impairment account and the loss is recognised as a credit impairment charge in profit or loss.</p> <p>Increases in loan impairments and any subsequent reversals thereof, or recoveries of amounts previously impaired (including loans that have been written off), are reflected within credit impairment charges in profit or loss. Subsequent to impairment, the effects of discounting unwind over time as interest income.</p> <p>The calculation of the present value of the estimated future cash flows of collateralised financial assets recognised on an amortised cost basis includes cash flows that may result from foreclosure less costs of obtaining and selling the collateral, whether or not foreclosure is probable.</p>
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**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

<p><b>Held to maturity and Loans and receivables</b></p>	<p>If the group determines that no objective evidence of impairment exists for an individually assessed loan, whether significant or not, it includes the loan in a group of financial loans with similar credit risk characteristics and collectively assesses for impairment. Loans that are individually assessed for impairment and for which an impairment loss is recognised are not included in a collective assessment for impairment.</p> <p>Impairment of groups of loans that are assessed collectively is recognised where there is objective evidence that a loss event has occurred after the initial recognition of the group of loans but before the reporting date. In order to provide for latent losses in a group of loans that have not yet been identified as specifically impaired, a credit impairment for incurred but not reported losses is recognised based on historic loss patterns and estimated emergence periods (time period between the loss trigger events and the date on which the group identifies the losses). Groups of loans are also impaired when adverse economic conditions develop after initial recognition, which may impact future cash flows. The carrying amount of groups of loans is reduced through the use of a portfolio credit impairment account and the loss is recognised as a credit impairment charge in profit or loss.</p> <p>Previously impaired loans are written off once all reasonable attempts at collection have been made and there is no realistic prospect of recovering outstanding amounts.</p>
<p><b>Available for sale</b></p>	<p>Available-for-sale debt instruments are impaired when there has been an adverse effect in fair value of the instrument below its cost and for equity instruments where there is information about significant or prolonged changes with an adverse effect on the environment in which the issuer operates that indicates that the cost of the investment in the equity instrument may not be recovered.</p> <p>When an available for sale asset has been identified as impaired, the cumulative loss, measured as the difference between the acquisition price and the current fair value, less any previously recognised impairment losses on that financial asset, is reclassified from OCI to profit or loss.</p> <p>If, in a subsequent period, the amount relating to an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, where the instrument is a debt instrument, the impairment loss is reversed through profit or loss. An impairment loss in respect of an equity instrument classified as available-for-sale is not reversed through profit or loss but accounted for directly in OCI.</p>

**Reclassification**

Reclassifications of financial assets are permitted only in the following instances:

<p><b>Held to maturity</b></p>	<p>Where the group is to sell more than an insignificant amount of held-to-maturity investments, the entire category would be tainted and reclassified from held-to-maturity to available-for-sale assets with the difference between amortised cost and fair value being accounted for in OCI.</p>
<p><b>Loans and receivables</b></p>	<p>The group may choose to reclassify financial assets from loans and receivables to held to maturity if the group, at the date of reclassification, has the intention and ability to hold these financial assets for the foreseeable future or until maturity.</p>
<p><b>Held for trading</b></p>	<p>The group may choose to reclassify held for trading non-derivative financial assets to another category of financial assets in the following instances:</p> <ul style="list-style-type: none"> <li>- non-derivative trading assets out of the held-for-trading category if the financial asset is no longer held for the purpose of selling it in the near term.</li> <li>- non-derivative trading assets that would not otherwise have met the definition of loans and receivables are permitted to be reclassified only in rare circumstances.</li> <li>- non-derivative trading assets that would meet the definition of loans and receivables if the group, at the date of reclassification, has the intention and ability to hold these financial assets for the foreseeable future or until maturity.</li> </ul>

Reclassifications are made at fair value as of the reclassification date. Effective interest rates for financial assets reclassified to loans and receivables, held-to-maturity and available-for-sale categories are determined at the reclassification date. Subsequent changes in estimates of cash flows (other than credit impairment changes) adjust the financial asset's effective interest rates prospectively. On reclassification of a trading asset, all embedded derivatives are reassessed and, if necessary, accounted for separately.



## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

##### Financial liabilities

###### Nature

<b>Held for trading</b>	Those financial liabilities incurred principally for the purpose of re-purchasing in the near term, those that form part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking.
<b>Designated at fair value through profit or loss</b>	Financial liabilities are designated to be measured at fair value in the following instances: - to eliminate or significantly reduce an accounting mismatch that would otherwise arise - where the financial liabilities are managed and their performance evaluated and reported on a fair value basis - where the financial liability contains one or more embedded derivatives that significantly modify the financial asset's cash flows.
<b>At amortised cost</b>	All other financial liabilities not included the above categories.

###### Subsequent measurement

Subsequent to initial measurement, financial liabilities are classified in their respective categories and measured at either amortised cost or fair value as follows:

<b>Held for trading</b>	Fair value, with gains and losses arising from changes in fair value) (including interest and dividends) recognised in trading revenue.
<b>Designated at fair value through profit or loss</b>	Fair value, with gains and losses arising from changes in fair value (including interest and dividends) recognised in interest expense.
<b>At amortised cost</b>	Amortised cost using the effective interest method with interest recognised in interest expense.

##### Derecognition of financial assets and liabilities

Financial assets and liabilities are derecognised in the following instances:

<b>Financial assets</b>	<p>Financial assets are derecognised when the contractual rights to receive cash flows from the financial assets have expired, or where the group has transferred its contractual rights to receive cash flows on the financial asset such that it has transferred substantially all the risks and rewards of ownership of the financial asset. Any interest in transferred financial assets that is created or retained by the group is recognised as a separate asset or liability.</p> <p>The group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or a portion of the risks or rewards of the transferred assets. If all or substantially all risks and rewards are retained, then the transferred assets are not derecognised. Transfers of assets with the retention of all or substantially all risks and rewards include securities lending and repurchase agreements.</p> <p>In transfers where control over the asset is retained, the group continues to recognise the asset to the extent of its continuing involvement, determined by the extent to which it is exposed to changes in the value of the transferred asset.</p>
<b>Financial liabilities</b>	Financial liabilities are derecognised when the obligation of the financial liabilities are extinguished, that is, when the obligation is discharged, cancelled or expires.

Where an existing financial asset or liability is replaced by another with the same counterparty on substantially different terms, or the terms of an existing financial asset or liability are substantially modified, such an exchange or modification is treated as a derecognition of the original asset or liability and the recognition of a new asset or liability, with the difference in the respective carrying amounts being recognised in profit or loss. In all other instances, the renegotiated asset or liability's effective interest rate is redetermined at date of modification taking into account the renegotiated terms.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

##### Financial guarantee contracts

A financial guarantee contract is a contract that requires the group (issuer) to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are initially recognised at fair value, which is generally equal to the premium received, and then amortised over the life of the financial guarantee. Financial guarantee contracts are subsequently measured at the higher of the:

- present value of any expected payment, when a payment under the guarantee has become probable; and
- unamortised premium.

##### Derivatives and embedded derivatives

A derivative is a financial instrument whose fair value changes in response to an underlying variable, requires no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors and is settled at a future date. Derivatives are initially recognised at fair value on the date on which the derivatives are entered into and subsequently remeasured at fair value.

All derivative instruments are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative, subject to offsetting principles as described under the heading "Offsetting" below.

All gains and losses from changes in the fair values of derivatives are recognised immediately in profit or loss as trading revenue.

##### Other

##### Pledged assets

Financial assets transferred to external parties that do not qualify for de-recognition are reclassified in the statement of financial position from financial investments or trading assets to pledged assets, if the transferee has received the right to sell or re-pledge them in the event of default from agreed terms. Initial recognition of pledged assets is at fair value, whilst subsequently measured at amortized cost or fair value as appropriate. These transactions are performed in accordance with the usual terms of securities lending and borrowing.

##### Sale and repurchase agreements

Securities sold subject to linked repurchase agreements (repurchase agreements) are reclassified in the statement of financial position as pledged assets when the transferee has the right by contract or custom to sell or repledge the collateral. The liability to the counterparty is included under deposit and current accounts or trading liabilities, as appropriate.

Securities purchased under agreements to resell (reverse repurchase agreements), at either a fixed price or the purchase price plus a lender's rate of return, are recorded as loans and included under trading assets or loans and advances, as appropriate. For repurchase and reverse repurchase agreements measured at amortised cost, the difference between the purchase and sales price is treated as interest and amortised over the expected life using the effective interest rate method.

##### Offsetting

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

#### 4.4 Rules issued by the Financial Reporting Council of Nigeria

*Transactions requiring registration from statutory bodies such as the National Office for Technology Acquisition and Promotion*

Transactions and/or events of a financial nature that require approval and/or registration or any act to be performed by a statutory body in Nigeria and/or where a statute clearly provides for a particular act to be performed and/or registration to be obtained; such transactions or events shall be regarded as having financial reporting implication only when such act is performed and/or such registration is obtained. Accordingly, the details of the required act and/or registration obtained from such statutory body shall be disclosed by way of note in the financial statements if the transaction is recognised as part of the financial reporting of the entity.

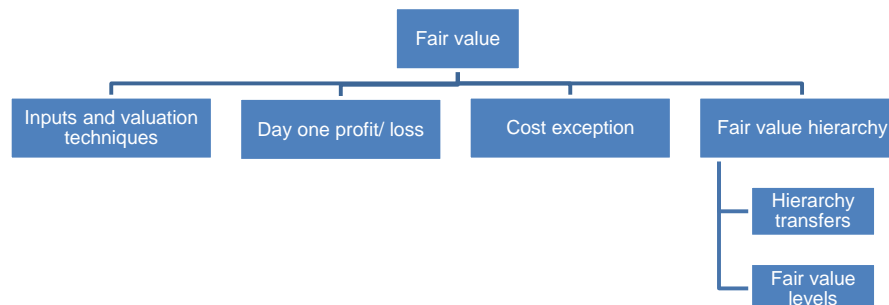
The group has entered into various agreements in relation to franchise and management services as well as information technology services which, as at the end of 2016 financial year, were yet to be registered by the appropriate statutory body. We have reported these contracts in line with the rule specified above.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

**4.5 Fair value**



In terms of IFRS, the group is either required to or elects to measure a number of its financial assets and financial liabilities at fair value. Regardless of the measurement basis, the fair value is required to be disclosed, with some exceptions, for all financial assets and financial liabilities.

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 (or most advantageous) market between market participants at the measurement date under current market conditions. Fair value is a market based measurement and uses the assumptions that market participants would use when pricing an asset or liability under current market conditions. When determining fair value it is presumed that the entity is a going concern and is not an amount that represents a forced transaction, involuntary liquidation or a distressed sale. In estimating the fair value of an asset or a liability, the group takes into account the characteristics of the asset or liability that market participants would take into account when pricing the asset or liability at the measurement date.

**Inputs and valuation techniques**

Fair value is measured based on quoted market prices or dealer price quotations for identical assets and liabilities that are traded in active markets, which can be accessed at the measurement date, and where those quoted prices represent fair value. If the market for an asset or liability is not active or the instrument is not quoted in an active market, the fair value is determined using other applicable valuation techniques that maximise the use of relevant observable inputs and minimises the use of unobservable inputs. These include the use of recent arm's length transactions, discounted cash flow analyses, pricing models and other valuation techniques commonly used by market participants.

Fair value measurements are categorised into level 1, 2 or 3 within the fair value hierarchy based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement.

Where discounted cash flow analyses are used, estimated future cash flows are based on management's best estimates and a market related discount rate at the reporting date for an asset or liability with similar terms and conditions.

If an asset or a liability measured at fair value has both a bid and an ask price, the price within the bid-ask spread that is most representative of fair value is used to measure fair value.

The group's valuation control framework governs internal control standards, methodologies, and procedures over its valuation processes, which include the following valuation techniques and main inputs and assumptions per type of instrument:

Item	Description	Valuation technique	Main inputs and assumptions (Level 2 and 3 fair value hierarchy items)
<b>Derivative financial instruments</b>	Derivative financial instruments comprise foreign exchange, and interest rate.	Standard derivative contracts are valued using market accepted models and quoted parameter inputs. More complex derivative contracts are modelled using more sophisticated modelling techniques applicable to the instrument. Techniques include: • Discounted cash flow model • Black-Scholes model	• Discount rate* • Spot prices of the underlying assets • Correlation factors • Volatilities • Dividend yields • Earnings yield • Valuation multiples
<b>Trading assets and Trading liabilities</b>	Trading assets and liabilities comprise instruments which are part of the group's underlying trading activities. These instruments primarily include sovereign and corporate debt, and collateral.	Where there are no recent market transactions in the specific instrument, fair value is derived from the last available market price adjusted for changes in risks and information since that date.	

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

Item	Description	Valuation technique	Main inputs and assumptions (Level 2 and 3 fair value hierarchy items)
<b>Pledged assets</b>	Pledged assets comprise instruments that may be sold or repledged by the group's counterparty in the absence of default by the group. Pledged assets include sovereign debt (government treasury bills and bonds) pledged in terms of repurchase agreements.	Where a proxy instrument is quoted in an active market, the fair value is determined by adjusting the proxy fair value for differences between the proxy instrument and the financial investment being fair valued. Where proxies are not available, the fair value is estimated using more complex modelling techniques. These techniques include discounted cash flow and Black-Scholes models using current market rates for credit, interest, liquidity, volatility and other risks. Combination techniques are used to value unlisted equity securities and include inputs such as earnings and dividend yields of the underlying entity.	<ul style="list-style-type: none"> <li>• Discount rate*</li> <li>• Spot prices of the underlying</li> <li>• Correlation factors</li> <li>• Volatilities</li> <li>• Dividend yields</li> <li>• Earnings yield</li> <li>• Valuation multiples</li> </ul>
<b>Financial investments</b>	Financial investments are non-trading financial assets and primarily comprise of sovereign and corporate debt, unlisted equity instruments, investments in mutual fund investments and unit-linked investments.		
<b>Loans and advances to banks and customers</b>	Loans and advances comprise: <ul style="list-style-type: none"> <li>• Loans and advances to banks: call loans, loans granted under resale agreements and balances held with other banks.</li> <li>• Loans and advances to customers: mortgage loans (home loans and commercial mortgages), other asset-based loans, including collateralised debt obligations (instalment sale and finance leases), and other secured and unsecured loans (card debtors, overdrafts, other demand lending, term lending and loans granted under resale agreements).</li> </ul>	For certain loans fair value may be determined from the market price of a recently occurring transaction adjusted for changes in risks and information between the transaction and valuation dates. Loans and advances are reviewed for observed and verified changes in credit risk and the credit spread is adjusted at subsequent dates if there has been an observable change in credit risk relating to a particular loan or advance. In the absence of an observable market for these instruments, discounted cash flow models are used to determine fair value. Discounted cash flow models incorporate parameter inputs for interest rate risk, foreign exchange risk, liquidity and credit risk, as appropriate. For credit risk, probability of default and loss given default parameters are determined using the relevant terms of the loan and loan counterparty such as the industry classification and subordination of the loan.	<ul style="list-style-type: none"> <li>• Discount rate.</li> <li>• Probability of default.</li> <li>• Loss given default.</li> </ul>
<b>Deposits from bank and customers</b>	Deposits from banks and customers comprise amounts owed to banks and customers, deposits under repurchase agreements, negotiable certificates of deposit, credit-linked deposits and other deposits.	For certain deposits, fair value may be determined from the market price on a recently occurring transaction adjusted for all changes in risks and information between the transaction and valuation dates. In the absence of an observable market for these instruments discounted cash flow models are used to determine fair value based on the contractual cash flows related to the instrument. The fair value measurement incorporates all market risk factors including a measure of the group's credit risk relevant for that financial liability. The market risk parameters are valued consistently to similar instruments held as assets stated in the section above. For collateralised deposits that are designated to be measured at fair value through profit or loss, such as securities repurchase agreements, the credit enhancement is incorporated into the fair valuation of the liability.	<ul style="list-style-type: none"> <li>• Discount rate.</li> <li>• Probability of default.</li> <li>• Loss given default.</li> </ul>

\* Discount rates, where applicable, include the risk-free rate, risk premiums, liquidity spreads, credit risk (own and counterparty as appropriate), timing of settlement, storage/service costs, prepayment and surrender risk assumptions and recovery rates/loss given default.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements

For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

##### Day one profit or loss

For financial instruments, where the fair value of the financial instrument differs from the transaction price, the difference is commonly referred to as day one profit or loss. Day one profit or loss is recognised in profit or loss immediately where the fair value of the financial instrument is either evidenced by comparison with other observable current market transactions in the same instrument, or is determined using valuation models with only observable market data as inputs.

Day one profit or loss is deferred where the fair value of the financial instrument is not able to be evidenced by comparison with other observable current market transactions in the same instrument, or determined using valuation models that utilise non-observable market data as inputs.

The timing of the recognition of deferred day one profit or loss is determined individually depending on the nature of the instrument and availability of market observable inputs. It is either amortised over the life of the transaction, deferred until the instrument's fair value can be determined using market observable inputs, or realised through settlement.

Any difference between the fair value at initial recognition and the amount that would be determined at that date using a valuation technique in a situation in which the valuation is dependent on unobservable parameters is not recognised in profit or loss immediately but is recognised over the life of the instrument on an appropriate basis or when the instrument is redeemed.

##### Cost exception

Where the fair value of investments in equity instruments or identical instruments do not have a quoted price in an active market, and derivatives that are linked to and must be settled by delivery of such equity instruments, are unable to be reliably determined, those instruments are measured at cost less impairment losses. Impairment losses on these financial assets are not reversed.

##### Fair value hierarchy

The group's financial instruments that are both carried at fair value and for which fair value is disclosed are categorised by level of fair value hierarchy. The different levels are based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement

##### Hierarchy levels

The levels have been defined as follows:

<b>Level 1</b>	Fair value is based on quoted market prices (unadjusted) in active markets for an identical financial asset or liability. An active market is a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.
<b>Level 2</b>	Fair value is determined through valuation techniques based on observable inputs, either directly, such as quoted prices, or indirectly, such as those derived from quoted prices. This category includes instruments valued using quoted market prices in active markets for similar instruments, quoted prices for identical or similar instruments in markets that are considered less than active or other valuation techniques where all significant inputs are directly or indirectly observable from market data.
<b>Level 3</b>	Fair value is determined through valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instrument being valued and the similar instrument.

##### Hierarchy transfer policy

Transfers of financial assets and financial liabilities between levels of the fair value hierarchy are deemed to have occurred at the end of the reporting period during which change occurred.



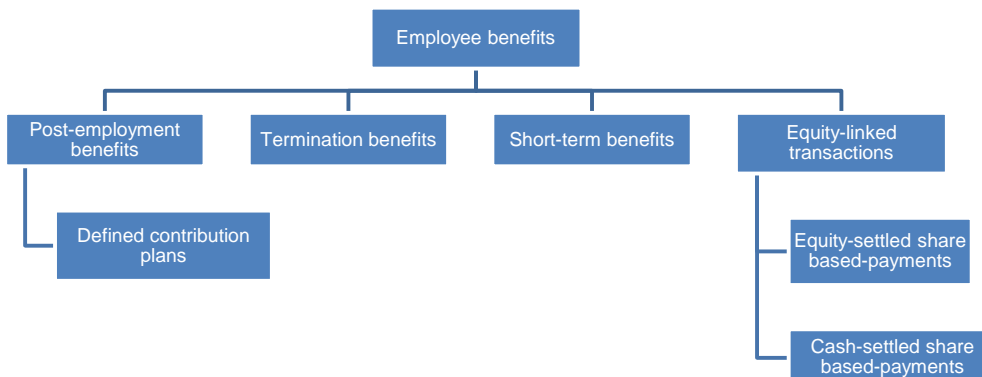
**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

**4.6 Employee benefits**



Type	Description	Statement of financial position	Statement of other comprehensive income	Income statement
Defined contribution plans	The group operates a contributory pension plan in line with the Pension Reform Act 2014. Employees and the Bank contribute 8% and 10% respectively of each of the qualifying staff salary in line with the provisions of the Pension Reforms Act 2014.	Liability is recognised for unpaid contributions.	No impact.	Contributions are recognised as an expense in profit or loss in the periods during which services are rendered by employees.
Termination benefits	Termination benefits are recognised when the group is committed, without realistic possibility of withdrawal, to a formal detailed plan to terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy when it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.	A liability is recognised for the termination benefit representing the best estimate of the amount payable.	No impact.	Termination benefits are recognised as an expense if the group has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.
Short-term benefits	Short-term benefits consist of salaries, accumulated leave payments, profit share, bonuses and any non-monetary benefits such as medical aid contributions.	A liability is recognised for the amount expected to be paid under short-term cash bonus plans or accumulated leave if the group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.	No direct impact.	Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements**

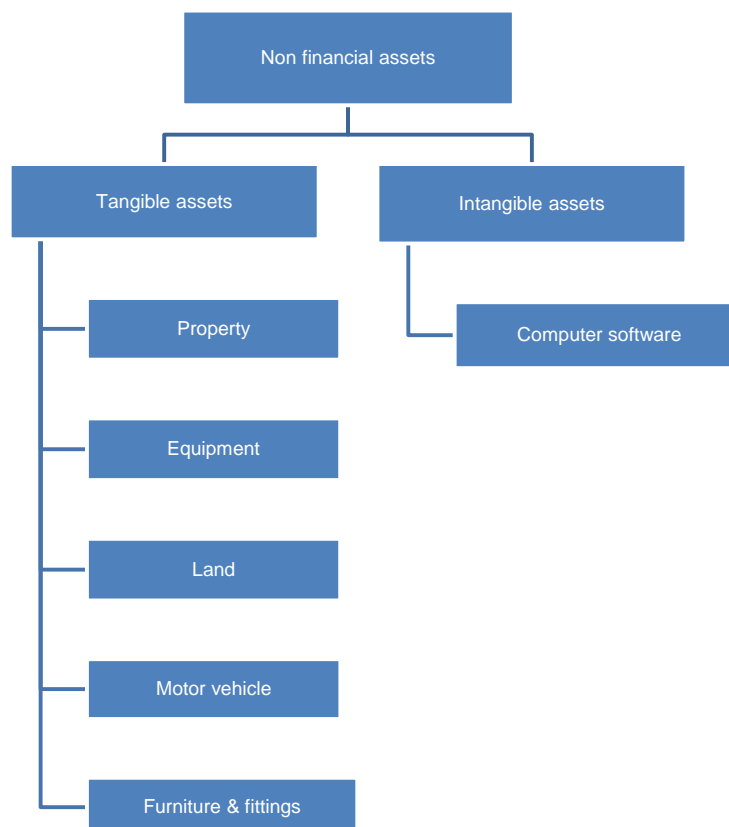
**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

**Equity-linked transactions**

<b>Equity-settled share based payments</b>	The fair value of the equity-settled share based payments are determined on grant date and accounted for within operating expenses - staff costs over the vesting period with a corresponding increase in the group's share-based payment reserve. Non-market vesting conditions, such as the resignation of employees and retrenchment of staff, are not considered in the valuation but are included in the estimate of the number of options expected to vest. At each reporting date, the estimate of the number of options expected to vest is reassessed and adjusted against profit or loss and equity over the remaining vesting period.
<b>Cash-settled share based payments</b>	Cash-settled share based payments are accounted for as liabilities at fair value until the date of settlement. The liability is recognised over the vesting period and is revalued at every reporting date up to and including the date of settlement. All changes in the fair value of the liability are recognised in operating expenses – staff costs.

**4.7 Non-financial assets (Intangible assets, Property and equipment)**



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

Type	Initial and subsequent measurement	Useful lives, depreciation/ amortisation method or fair value basis	Impairment	Derecognition														
Tangible assets	<p>Property and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. Land is measured at cost less accumulative impairment loss. Land is not depreciated.</p> <p>Costs that are subsequently incurred are included in the asset's related carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits will flow to the group and the cost of the item can be measured reliably. Expenditure, which does not meet these criteria, is recognised in profit or loss as incurred.</p> <p>Where significant parts of an item of property or equipment have different useful lives, they are accounted for as separate major components of property and equipment.</p>	<p>Property and equipment are depreciated on the straight-line basis over estimated useful lives (see below) of the assets to their residual values. Land is not depreciated.</p> <table border="0"> <tr> <td>Land</td> <td>N/A</td> </tr> <tr> <td>Buildings</td> <td>25 years</td> </tr> <tr> <td>Computer</td> <td>3-5years</td> </tr> <tr> <td>Motor vehicles</td> <td>4 years</td> </tr> <tr> <td>Office</td> <td>6 years</td> </tr> <tr> <td>Furniture</td> <td>4 years</td> </tr> <tr> <td>Capitalised leased assets/ branch refurbishments</td> <td>shorter of lease or useful life of underlying asset</td> </tr> </table> <p>The residual values, useful lives and the depreciation method applied are reviewed, and adjusted if appropriate, at each financial year end.</p>	Land	N/A	Buildings	25 years	Computer	3-5years	Motor vehicles	4 years	Office	6 years	Furniture	4 years	Capitalised leased assets/ branch refurbishments	shorter of lease or useful life of underlying asset	<p>Intangible assets that have an indefinite useful life are tested annually for impairment and additionally when an indicator of impairment exists.</p> <p>Other non-financial assets are reviewed for impairment at each reporting date and tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.</p> <p>An impairment loss is recognised in profit or loss for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is determined as the higher of an asset's fair value less costs to sell and value in use.</p>	<p>The non-financial assets are derecognised on disposal or when no future economic benefits are expected from their use or disposal. The gain or loss on derecognition is recognised in profit or loss and is determined as the difference between the net disposal proceeds and the carrying amount of the non-financial asset.</p>
Land	N/A																	
Buildings	25 years																	
Computer	3-5years																	
Motor vehicles	4 years																	
Office	6 years																	
Furniture	4 years																	
Capitalised leased assets/ branch refurbishments	shorter of lease or useful life of underlying asset																	
Intangible assets/ Computer software	<p>Costs associated with developing or maintaining computer software programmes and the acquisition of software licences are generally recognised as an expense as incurred. However, direct computer software development costs that are clearly associated with an identifiable and unique system, which will be controlled by the group and have a probable future economic benefit beyond one year, are recognised as intangible assets.</p> <p>Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses from the date that the assets are available for use.</p> <p>Expenditure subsequently incurred on computer software is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.</p>	<p>Amortisation is recognised in profit or loss on a straight-line basis at rates appropriate to the expected lives of the assets (2 to 15 years) from the date that the asset is available for use.</p> <p>Amortisation methods, useful lives and residual values are reviewed at each financial yearend and adjusted, if necessary.</p>	<p>Fair value less costs to sell is determined by ascertaining the current market value of an asset and deducting any costs related to the realisation of the asset.</p> <p>In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.</p>															

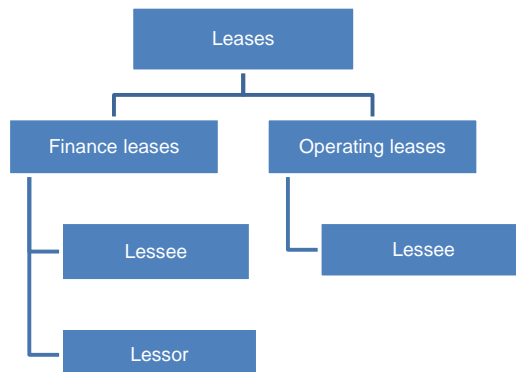
**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

**4.8 Leases**



Type	Description	Statement of financial position	Income statement
Finance lease - lessee	Leases, where the group assumes substantially all the risks and rewards incidental to ownership, are classified as finance leases.	The leased asset is capitalised at the inception of the lease at the lower of the fair value of the leased asset and the present value of the minimum lease payments together with an associated liability to the lessor.  Lease payments less the interest component, which is calculated using the interest rate implicit in the lease or the group's incremental borrowing rate, are recognised as a capital repayment which reduces the liability to the lessor.	A lease finance cost, determined with reference to the interest rate implicit in the lease or the group's incremental borrowing rate, is recognised within interest expense over the lease period
Finance lease - lessor	Leases, where the group transfers substantially all the risks and rewards incidental to ownership, are classified as finance leases.	Finance lease receivable, including initial direct costs and fees, are primarily accounted for as financing transactions in banking activities, with rentals and instalments receivable, less unearned finance charges, being included in loans and receivables.	Finance charges earned within interest income are computed using the effective interest method, which reflects a constant periodic rate of return on the investment in the finance lease.
Operating lease - lessee	All leases that do not meet the criteria of a financial lease are classified as operating leases.	Accruals for unpaid lease charges, together with a straight-line lease asset or liability, being the difference between actual payments and the straight-line lease expense) are recognised.	Payments made under operating leases, net of any incentives received from the lessor, are recognised in profit or loss on a straight-line basis over the term of the lease. Contingent rentals are expensed as they are incurred.  When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

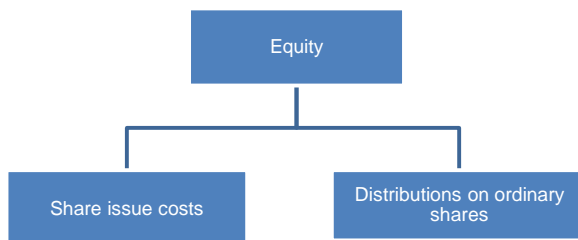
**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

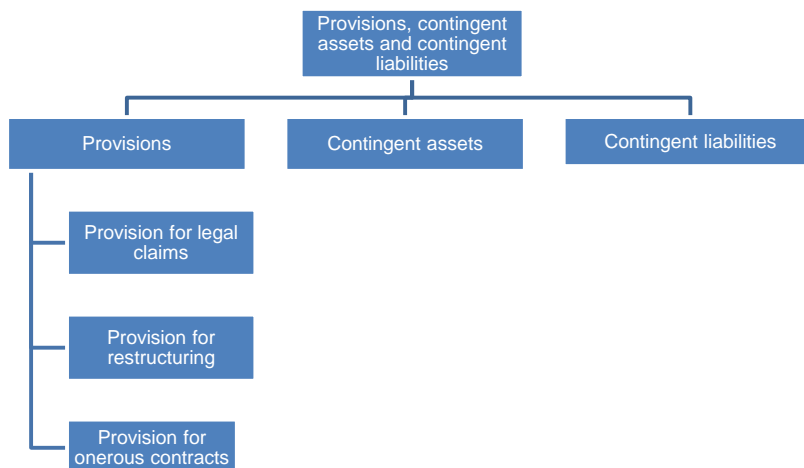
**4 Statement of significant accounting policies (continued)**

**4.9 Equity**



<b>Share issue costs</b>	Incremental external costs directly attributable to a transaction that increases or decreases equity are deducted from equity, net of related tax. All other share issue costs are expensed.
<b>Distributions to owners</b>	Distributions are recognised in equity in the period in which they are declared. Distributions declared after the reporting date are disclosed in the distributions note to the financial statements.

**4.10 Provisions, contingent assets and contingent liabilities**



<b>Provisions</b>	Provisions are recognised when the group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Provisions are determined by discounting the expected future cash flows using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the liability. The group's provisions typically (when applicable) include the following:
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**STANBIC IBTC HOLDINGS PLC**

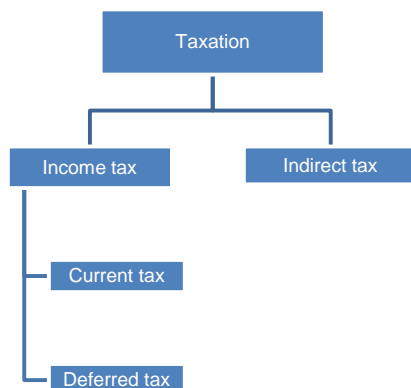
**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

<b>Provisions (continued)</b>	<p><b>Provisions for legal claims</b> Provisions for legal claims are recognised on a prudent basis for the estimated cost for all legal claims that have not been settled or reached conclusion at the reporting date. In determining the provision management considers the probability and likely settlement (if any). Reimbursements of expenditure to settle the provision are recognised when and only when it is virtually certain that the reimbursement will be received.</p> <p><b>Provision for restructuring</b> A provision for restructuring is recognised when the group has approved a detailed formal plan, and the restructuring either has commenced or has been announced publicly. Future operating costs or losses are not provided for.</p> <p><b>Provision for onerous contracts</b> A provision for onerous contracts is recognised when the expected benefits to be derived by the group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the group recognises any impairment loss on the assets associated with that contract.</p>
<b>Contingent assets</b>	Contingent assets are not recognised in the annual financial statements but are disclosed when, as a result of past events, it is probable that economic benefits will flow to the group, but this will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events which are not wholly within the group's control.
<b>Contingent liabilities</b>	Contingent liabilities include certain guarantees (other than financial guarantees) and letters of credit and are not recognised in the annual financial statements but are disclosed in the notes to the annual financial statements.

**4.11 Taxation**



Type	Description, recognition and measurement	Offsetting
<b>Current tax-determined for current period transactions and events</b>	<p>Current tax represents the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustments to tax payable in respect of previous years. Current tax also includes any tax arising from dividend.</p> <p>Current tax is recognised as an expense for the period and adjustments to past periods except to the extent that current tax related to items that are charged or credited in OCI or directly to equity.</p> <p>Nigerian tax laws mandates a minimum tax assessment for companies having no taxable profits for the year or where the tax on profits is below the minimum tax. Minimum tax is computed as 0.125% of turnover in excess of N500,000 plus the highest of: (i) 0.5% of gross profits; (ii) 0.5% of net assets; (iii) 0.25% of paid-up capital; or (iv) 0.25% of turnover.</p> <p>Further, the Nigerian tax laws mandates that where a dividend is paid out of profit on which no tax is payable due to either: (a) a no total profit; or (b) b) the total profit is less than the amount of dividend paid, the company paying the dividend will be subjected to tax at 30% of the dividends paid, as if the dividend is the total profits of the company for the year of assessment to which the accounts, out of which the dividends paid relates. When applicable, minimum tax is recorded under current income tax in profit or loss.</p>	



**STANBIC IBTC HOLDINGS PLC**

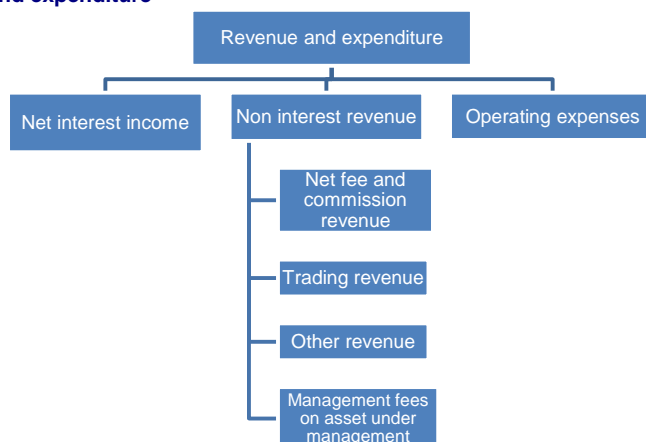
**Notes to the consolidated and separate financial statements**

**For the year ended 31 December 2016**

**4 Statement of significant accounting policies (continued)**

Type	Description, recognition and measurement	Offsetting
<b>Deferred tax-determined for future tax consequences</b>	<p>Deferred tax is recognised in profit or loss except to the extent that it relates to a business combination (relating to a measurement period adjustment where the carrying amount of the goodwill is greater than zero), or items recognised directly as part of OCI.</p> <p>Deferred tax is recognised in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Deferred tax is not recognised for the following temporary differences:</p> <ul style="list-style-type: none"> <li>• the initial recognition of goodwill;</li> <li>• the initial recognition of assets and liabilities in a transaction that is not a business combination, which affects neither accounting nor taxable profits or losses; and</li> <li>• investments in subsidiaries, associates and jointly controlled arrangements (excluding mutual funds) where the group controls the timing of the reversal of temporary differences and it is probable that these differences will not reverse in the foreseeable future.</li> </ul> <p>The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of the asset or liability and is not discounted.</p> <p>Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the unused tax losses can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.</p>	<p>Current tax assets and liabilities, deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.</p>
<b>Indirect taxation</b>	Indirect taxes are recognised in profit or loss, as part of other operating expenses.	N/A
<b>Dividend tax</b>	Taxes on dividends declared by the group are recognised as part of the dividends paid within equity as dividend tax represents a tax on the shareholder and not the group.	N/A

**4.12 Revenue and expenditure**



Description	Recognition and measurement
<b>Net interest income</b>	Interest income and expense (with the exception of borrowing costs that are capitalised on qualifying assets, that is assets that necessarily take a substantial period of time to get ready for their intended use or sale and which are not measured at fair value) are recognised in profit or loss using the effective interest method for all interest-bearing financial instruments.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements

For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

##### 4.12 Revenue and expenditure (continued)

Description	Recognition and measurement
<b>Net interest income</b>	<p>In terms of the effective interest method, interest is recognised at a rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, where appropriate, a shorter period, to the net carrying amount of the financial asset or financial liability. Direct incremental transaction costs incurred and origination fees received, including loan commitment fees, as a result of bringing margin-yielding assets or liabilities into the statement of financial position, are capitalised to the carrying amount of financial instruments that are not at fair value through profit or loss and amortised as interest income or expense over the life of the asset or liability as part of the effective interest rate.</p> <p>Where the estimates of payments or receipts on financial assets (except those that have been reclassified from held for trading) or financial liabilities are subsequently revised, the carrying amount of the financial asset or financial liability is adjusted to reflect actual and revised estimated cash flows. The carrying amount is calculated by computing the present value of the adjusted cash flows at the financial asset or financial liability's original effective interest rate. Any adjustment to the carrying value is recognised in net interest income. Where financial assets have been impaired, interest income continues to be recognised on the impaired value (gross carrying value less specific impairment) based on the original effective interest rate.</p> <p>Fair value gains and losses on realised debt financial instruments, including amounts reclassified from OCI in respect of available-for-sale debt financial assets are included in net interest income.</p>
<b>Net fee and commission revenue</b>	<p>Fee and commission revenue, including transactional fees, account servicing fees, investment management fees, sales commissions and placement fees are recognised as the related services are performed. Loan commitment fees for loans that are not expected to be drawn down are recognised on a straight-line basis over the commitment period.</p> <p>Loan syndication fees, where the group does not participate in the syndication or participates at the same effective interest rate for comparable risk as other participants, are recognised as revenue when the syndication has been completed. Syndication fees that do not meet these criteria are capitalised as origination fees and amortised as interest income. The fair value of issued financial guarantee contracts on initial recognition is amortised as income over the term of the contract.</p> <p>Fee and commission expenses, included in net fee and commission revenue, are mainly transaction and service fees relating to financial instruments, which are expensed as the services are received. Expenditure is recognised as fee and commission expenses where the expenditure is linked to the production of fee and commission revenue</p>
<b>Trading revenue</b>	Trading revenue comprises all gains and losses from changes in the fair value of trading assets and liabilities, together with related interest income, expense and dividends.
<b>Other revenue</b>	Other revenue includes dividends on equity investments. Gains and losses on equity available-for-sale financial assets are reclassified from OCI to profit or loss on derecognition or impairment of the investments. Dividends on these instruments are recognised in profit or loss.
<b>Dividend income</b>	Dividends are recognised in profit or loss when the right to receipt is established. Scrip dividends are recognised as dividends received where the dividend declaration allows for a cash alternative.
<b>Management fees on assets under management</b>	Fee income includes management fees on assets under management and administration fees. Management fees on assets under management are recognised over the period for which the services are rendered, in accordance with the substance of the relevant agreements.
<b>Operating expenses</b>	<p>Expenses are recognized on an accrual bases regardless of the time of cash outflows. Expenses are recognized in the income statement when a decrease in future economic benefit related to a decrease in assets or an increase of a liability has arisen that can be measured reliably.</p> <p>Expenses are recognized in the same reporting period when they are incurred in cases when it is not probable to directly relate them to particular income earned during the current reporting period and when they are not expected to generate any income during the coming years. Expenses that are not related to the income earned during the reporting period, but expected to generate future economic benefits, are recorded in the financial statements as assets.</p>

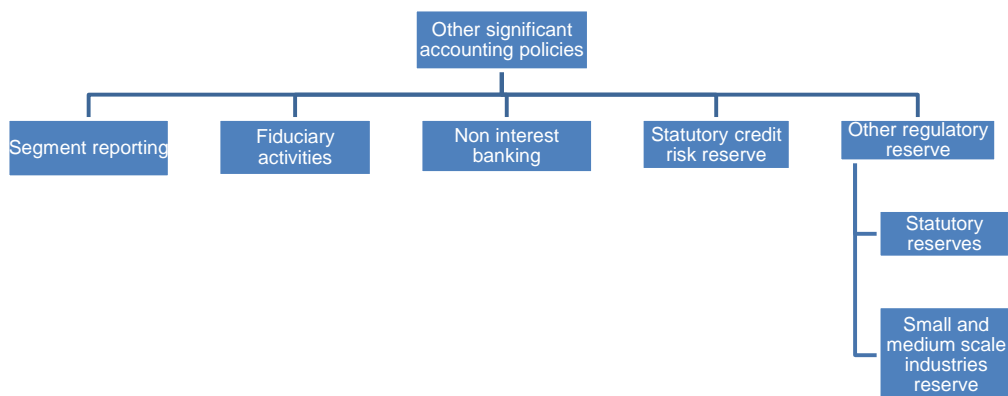
#### Offsetting

Income and expenses are presented on a net basis only when permitted by the accounting standards, or for gains and losses arising from a group of similar transactions.

Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016

4 Statement of significant accounting policies (continued)

4.13 Other significant accounting policies



<b>Segment reporting</b>	An operating segment is a component of the group engaged in business activities, whose operating results are reviewed regularly by management in order to make decisions about resources to be allocated to segments and assessing segment performance. The group's identification of segments and the measurement of segment results is based on the group's internal reporting to management. Transactions between segments are priced at market-related rates.
<b>Fiduciary activities</b>	The group commonly engages in trust or other fiduciary activities that result in the holding or placing of assets on behalf of individuals, trusts, post-employment benefit plans and other institutions. These assets and the income arising directly thereon are excluded from these annual financial statements as they are not assets of the group. However, fee income earned and fee expenses incurred by the group relating to the group's responsibilities from fiduciary activities are recognised in profit or loss.
<b>Non interest banking</b>	<p>The banking subsidiary operates a non-interest banking window. The window provides non-interest banking products and services (based on Islamic commercial jurisprudence) to its customers through existing infrastructure of the bank. The products and the accounting treatments are as follows:</p> <p><i>Deposit liabilities:</i> Deposits liabilities generated by the non interest banking window are classified as financial liabilities at amortised cost. The non-interest banking deposits include Imaan Current account and Imaan Transact Plus.</p> <p><i>Murabaha Financing:</i> The bank finances assets under its Imaan Local Purchase and Contract Finance Product. This is operated under the Murabaha mode of finance and its main purpose it to provide the avenue for contractors to obtain financial assistance required to execute supply contracts. Murabaha receivables from customers are stated net of deferred profits, impairment allowance, and any amounts written off.</p> <p><i>Income and expenses:</i> Income from account transactions are included in fee and commission income, while income from murabaha financing is included in other income and is recognized on a time apportioned basis over the period of the contract based on the principal amounts outstanding. Administrative expenses of the window are included under staff costs and other operating expenses.</p>
<b>Statutory credit risk reserve</b>	The statutory credit risk reserve represents a reserve component created when credit impairment on loans and advances as accounted for under IFRS using the incurred loss model differ from the Prudential Guidelines set by the Central Bank of Nigeria.
<b>Statutory reserve</b>	<p>Nigerian banking and pension industry regulations require the banking and pension subsidiaries to make an annual appropriation to a statutory reserve.</p> <p>For the banking subsidiary, an appropriation of 30% of profit after tax is made if the statutory reserve is less than paid-up share capital and 15% of profit after tax if the statutory reserve is greater than the paid up share capital.</p> <p>The pension subsidiary is required to transfer 12.5% of its profit after tax to a statutory reserve. Statutory reserve is not available for distribution to shareholders.</p> <p>See note 19.3.</p>

## STANBIC IBTC HOLDINGS PLC

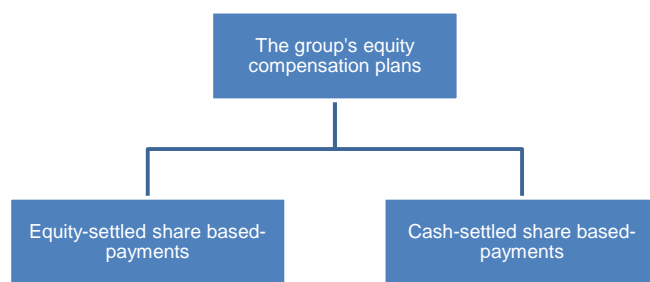
### Notes to the consolidated and separate financial statements For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

##### 4.14 Non-current assets held for sale and disposal groups

Type	Description	Statement of financial position	Income statement
Non-current assets/disposal groups that are held for sale	Comprising assets and liabilities that are expected to be recovered primarily through sale rather than continuing use (including regular purchases and sales in the ordinary course of business).	Immediately before classification, the assets (or components of a disposal group) are remeasured in accordance with the group's accounting policies and tested for impairment. Thereafter, the assets are measured at the lower of their carrying amount and fair value less costs to sell.  Assets and liabilities (or components of a disposal group) are presented separately in the statement of financial position.	Impairment losses on initial classification as well as subsequent gains and losses on remeasurement of these assets or disposal groups are recognised in profit or loss.  Property and equipment and intangible assets are not depreciated or amortised.

##### 4.15 Equity-linked transactions



<b>Equity-settled share based payments</b>	The fair value of the equity-settled share based payments are determined on grant date and accounted for within operating expenses - staff costs over the vesting period with a corresponding increase in the group's share-based payment reserve. Non-market vesting conditions, such as the resignation of employees and retrenchment of staff, are not considered in the valuation but are included in the estimate of the number of options expected to vest. At each reporting date, the estimate of the number of options expected to vest is reassessed and adjusted against profit or loss and equity over the remaining vesting period. On vesting of the equity-settled share based payments, amounts previously credited to the share-based payment reserve are transferred to retained earnings through an equity transfer.
<b>Cash-settled share based payments</b>	Cash-settled share based payments are accounted for as liabilities at fair value until the date of settlement. The liability is recognised over the vesting period and is revalued at every reporting date up to and including the date of settlement. All changes in the fair value of the liability are recognised in operating expenses – staff costs.

##### 4.16 New standards and interpretations not yet effective

The following new or revised standards, amendments and interpretations are not yet effective for the year ended 31 December 2016 and have not been applied in preparing these annual financial statements.

Pronouncement	Title	Effective date
IFRS 9	<b>Financial Instruments</b>  This standard will replace the existing standard on the recognition and measurement of financial instruments and requires all financial assets to be classified and measured on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.	Annual periods beginning on or after 1 January 2018

STANBIC IBTC HOLDINGS PLC

Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016

4 Statement of significant accounting policies (continued)

4.16 New standards and interpretations not yet effective (continued)

Pronouncement	Title	Effective date
IFRS 9 (continued)	<p>The accounting for financial assets differs in various other areas to existing requirements such as embedded derivatives and the recognition of fair value adjustments in OCI.</p> <p>All changes in the fair value of financial liabilities that are designated at fair value through profit or loss due to changes in own credit risk will be required to be recognised within OCI.</p> <p>The standard has introduced a new expected-loss impairment model that will require more timely recognition of expected credit losses. This new model will apply to financial assets measured at either amortised cost or fair value through OCI, as well as loan commitments when there is present commitment to extend credit (unless these are measured at fair value through profit or loss).</p> <p>With the exception of purchased or originated credit impaired financial assets, expected credit losses are required to be measured through a loss allowance at an amount equal to either 12-month expected credit losses or full lifetime expected credit losses.</p> <p>A loss allowance for full lifetime expected credit losses is required for a financial instrument if the credit risk of that financial instrument has increased significantly since initial recognition as well as for certain contract assets or trade receivables. For all other financial instruments, expected credit losses are measured at an amount equal to 12-month expected credit losses.</p> <p>The revised general hedge accounting requirements are better aligned with an entity's risk management activities, provide additional opportunities to apply hedge accounting and various simplifications in achieving hedge accounting.</p> <p>The standard will be applied prospectively. The impact on the annual financial statements has not yet been fully determined.</p>	
IFRS 15	<p><b>Revenue from Contracts with Customers</b></p> <p>This standard will replace the existing revenue standards and their related interpretations. The standard sets out the requirements for recognising revenue that applies to all contracts with customers (except for contracts that are within the scope of the standards on leases, insurance contracts or financial instruments).</p> <p>The core principle of the standard is that revenue recognised reflects the consideration to which the company expects to be entitled in exchange for the transfer of promised goods or services to the customer.</p> <p>The standard incorporates a five step analysis to determine the amount and timing of revenue recognition.</p> <p>The standard will be applied retrospectively. The impact on the annual financial statements has not yet been fully determined.</p>	Annual periods beginning on or after 1 January 2018
IFRS 16	<p><b>Leases</b></p> <p>This standard will replace the existing standard IAS 17 Leases as well as the related interpretations and sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, being the lessee (customer) and the lessor (supplier).</p> <p>The core principle of this standard is that the lessee and lessor should recognise all rights and obligations arising from leasing arrangements on balance sheet.</p>	Annual periods beginning on or after 1 January 2019

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements For the year ended 31 December 2016

#### 4 Statement of significant accounting policies (continued)

#### 4.16 New standards and interpretations not yet effective (continued)

Pronouncement	Title	Effective date
<b>IFRS 16 (continued)</b>	<p>The most significant change pertaining to the accounting treatment of operating leases is from the lessees' perspective. IFRS 16 eliminates the classification of leases as either operating leases or finance leases as is required by IAS 17 and introduces a single lessee accounting model, where a right of use (ROU) asset together with a liability for the future payments is to be recognised for all leases with a term of more than 12 months, unless the underlying asset is of low value.</p> <p>The lessor accounting requirements in IAS 17 has not changed substantially in terms of this standard as a result a lessor continues to classify its leases as operating leases or finance leases and accounts for these as it currently done in terms of IAS 17.</p> <p>In addition, the standard requires lessor to provide enhanced disclosures about its leasing activities and in particular about its exposure to residual value risk and how it is managed.</p> <p>The standard will be applied retrospectively. The impact on the annual financial statements has not yet been fully determined.</p>	
<b>IFRS 2 (amended)</b>	<p><b>Share-based Payment</b></p> <p>The amendments are intended to eliminate diversity in practice in three main areas of the classification and measurement of share based payment transactions are: the effects of vesting conditions on the measurement of a cash-settled share based payment transaction; the classification of a share-based payment transaction with net settlement features for withholding tax obligations; the accounting where a modification to the terms and conditions of a share-based payment transaction changes its classification from cash-settled to equity-settled.</p> <p>The amendments will be applied prospectively. The impact on the annual financial statements has not yet been fully determined.</p>	Annual periods beginning on or after 1 January 2018
<b>IFRS 4 (amendment)</b>	<p><b>Insurance Contracts</b></p> <p>The amendment to applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts introduce two approaches: an overlay approach and a deferral approach. The amended Standard will give all companies that issue insurance contracts the option to recognise in other comprehensive income, rather than profit or loss, the volatility that could arise when IFRS 9 is applied before the new insurance contracts standard is issued; and give companies whose activities are predominantly connected with insurance an optional temporary exemption from applying IFRS 9 until 2021. The entities that defer the application of IFRS 9 will continue to apply the existing financial instruments Standard IAS 39. The amendments to IFRS 4 supplement existing options in the Standard that can already be used to address the temporary volatility.</p> <p>The amendments will be applied retrospectively. The impact on the annual financial statements has not yet been fully determined.</p>	Annual periods beginning on or after 1 January 2018



## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate financial statements

For the year ended 31 December 2016

#### 5 Segment reporting

The group is organised on the basis of products and services, and the segments have been identified on this basis. The principal business units in the group are as follows:

##### Business unit

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Personal and Business Banking	<p>Banking and other financial services to individual customers and small-to-medium-sized enterprises.</p> <p>Mortgage lending – Provides residential accommodation loans to mainly personal market customers.</p> <p>Instalment sale and finance leases – Provides instalments finance to personal market customers and finance of vehicles and equipment in the business market.</p> <p>Card products – Provides credit and debit card facilities for individuals and businesses.</p> <p>Transactional and lending products – Transactions in products associated with the various points of contact channels such as ATMs, internet, telephone banking and branches. This includes deposit taking activities, electronic banking, cheque accounts and other lending products coupled with debit card facilities to both personal and business market customers.</p>
Corporate and Investment Banking	<p>Corporate and investment banking services to larger corporates, financial institutions and international counterparties.</p> <p>Global markets – Includes foreign exchange, fixed income, interest rates, and equity trading.</p> <p>Transactional and lending products – Includes corporate lending and transactional banking businesses, custodial services, trade finance business and property-related lending.</p> <p>Investment banking – Include project finance, structured finance, equity investments, advisory, corporate lending, primary market acquisition, leverage finance and structured trade finance.</p>
Wealth	<p>The wealth group is made up of the company's subsidiaries, whose activities involve investment management, portfolio management, unit trust/funds management, and trusteeship.</p>

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An operating segment is a component of the group engaged in business activities from which it can earn revenues, whose operating results are regularly reviewed by the group's executive management in order to make decisions about resources to be allocated to segments and assessing segment performance. The group's identification of segments and the measurement of segment results is based on the group's internal reporting to management. Segment results include customer-facing activities and support functions

STANBIC IBTC HOLDINGS PLC

Notes to the consolidated and separate financial statements  
For the year ended 31 December 2016

5 Segment reporting

Operating segments

	Personal & Business Banking		Corporate & Investment Banking		Wealth		Eliminations		Group	
	31 Dec 2016	31 Dec 2015	31 Dec 2016	31 Dec 2015	31 Dec 2016	31 Dec 2015	31 Dec 2016	31 Dec 2015	31 Dec 2016	31 Dec 2015
	N million	N million	N million	N million	N million	N million	N million	N million	N million	N million
<b>Gross earnings</b>	<b>58,475</b>	42,972	<b>67,122</b>	71,834	<b>32,068</b>	26,637	<b>(1,240)</b>	(1,416)	<b>156,425</b>	140,027
<b>Net interest income</b>	<b>29,964</b>	21,600	<b>24,202</b>	19,398	<b>3,693</b>	2,862	-	-	<b>57,859</b>	43,860
Interest income - external source	<b>31,882</b>	33,073	<b>51,892</b>	47,076	<b>3,693</b>	2,862	-	(325)	<b>87,467</b>	82,686
Interest expense - external source	<b>(10,287)</b>	(11,747)	<b>(19,321)</b>	(27,404)	-	-	-	325	<b>(29,608)</b>	(38,826)
Inter-segment revenue	<b>8,369</b>	274	<b>(8,369)</b>	(274)	-	-	-	-	-	-
<b>Non-interest revenue</b>	<b>14,512</b>	8,213	<b>26,548</b>	25,891	<b>28,374</b>	23,775	<b>(1,240)</b>	(1,091)	<b>68,194</b>	56,788
Net fee and commission revenue	<b>14,312</b>	8,067	<b>10,731</b>	10,044	<b>28,348</b>	23,397	<b>(1,237)</b>	(804)	<b>52,154</b>	40,704
Trading revenue	-	-	<b>15,326</b>	15,503	-	-	-	-	<b>15,326</b>	15,503
Other revenue	<b>200</b>	146	<b>491</b>	344	<b>26</b>	378	<b>(3)</b>	(287)	<b>714</b>	581
<b>Revenue</b>	<b>44,476</b>	29,813	<b>50,750</b>	45,289	<b>32,067</b>	26,637	<b>(1,240)</b>	(1,091)	<b>126,053</b>	100,648
Credit impairment charges	<b>(9,504)</b>	(6,756)	<b>(10,299)</b>	(8,175)	-	-	-	-	<b>(19,803)</b>	(14,931)
<b>Income after credit impairment charges</b>	<b>34,972</b>	23,057	<b>40,451</b>	37,114	<b>32,067</b>	26,637	<b>(1,240)</b>	(1,091)	<b>106,250</b>	85,717
<b>Operating expenses</b>	<b>(36,656)</b>	(31,839)	<b>(23,732)</b>	(22,826)	<b>(9,893)</b>	(8,492)	<b>1,240</b>	1,091	<b>(69,041)</b>	(62,066)
Staff costs	<b>(17,739)</b>	(14,421)	<b>(8,257)</b>	(6,390)	<b>(4,177)</b>	(4,014)	-	-	<b>(30,173)</b>	(24,825)
Other operating expenses	<b>(18,917)</b>	(17,418)	<b>(15,475)</b>	(16,436)	<b>(5,716)</b>	(4,478)	<b>1,240</b>	1,091	<b>(38,868)</b>	(37,241)
<b>Profit before direct taxation</b>	<b>(1,684)</b>	(8,782)	<b>16,719</b>	14,288	<b>22,174</b>	18,145	-	-	<b>37,209</b>	23,651
Direct taxation	<b>71</b>	150	<b>(1,796)</b>	791	<b>(6,964)</b>	(5,701)	-	-	<b>(8,689)</b>	(4,760)
<b>Profit/ (loss) for the year</b>	<b>(1,613)</b>	(8,632)	<b>14,923</b>	15,079	<b>15,210</b>	12,444	-	-	<b>28,520</b>	18,891
Total assets	<b>227,148</b>	247,465	<b>788,450</b>	664,670	<b>47,317</b>	31,006	<b>(9,392)</b>	(5,577)	<b>1,053,523</b>	937,564
Total liabilities	<b>207,654</b>	200,230	<b>703,142</b>	604,629	<b>11,321</b>	9,315	<b>(9,392)</b>	(5,577)	<b>912,725</b>	808,597
Depreciation and amortisation	<b>3,177</b>	2,808	<b>738</b>	453	<b>322</b>	218	-	-	<b>4,237</b>	3,479
Number of employees	<b>2,154</b>	1,738	<b>237</b>	469	<b>535</b>	536	-	-	<b>2,926</b>	2,743

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 6 Key management assumptions

In preparing the financial statements, estimates and assumptions are made that could materially affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on factors such as historical experience and current best estimates of uncertain future events that are believed to be reasonable under the circumstances.

##### 6.1 Credit impairment losses on loans and advances

###### Portfolio loan impairments

The group assesses its loan portfolios for impairment at each reporting date. In determining whether an impairment loss should be recorded in profit or loss, the group makes judgments as to whether there is observable data indicating a measurable decrease in the estimated future cash flows from a portfolio of loans before the decrease can be allocated to an individual loan in that portfolio. For corporate and investment banking portfolio, estimates are made of the duration between the occurrence of a loss event and the identification of a loss on an individual basis. This is calculated on a portfolio basis, based on historical loss ratios, adjusted for national and industry-specific economic conditions and other indicators present at the reporting date that correlate with defaults on the portfolio. These include early arrears and other indicators of potential default, such as changes in macroeconomic conditions and legislation affecting credit recovery. These annual loss ratios are applied to loan balances in the portfolio and scaled to the estimated loss emergence period. At the period end, the group applied the following loss emergence periods.

For Personal and Business Banking portfolio, the estimates for the duration between the occurrence of a loss event and the identification of a loss impairment for performing loans is calculated using portfolio loss given default and the probability of default for the arrears bucket and linked to the relevant emergence period.

	Average loss emergence period		Sensitivity <sup>1</sup>	
	Dec 2016 Months	Dec 2015 Months	Dec 2016 Nm	Dec 2015 Nm
<b>Personal &amp; Business Banking</b>			<b>41</b>	<b>883</b>
Mortgage lending	3	3	(0.4)	(8)
Instalment sale and finance leases	3	3	90	745
Card debtors	3	3	(1)	-
Other lending	3	3	(48)	146
<b>Corporate &amp; Investment Banking (total loan portfolio)</b>	<b>12</b>	<b>12</b>	<b>1,187</b>	<b>1 129</b>

<sup>1</sup> Sensitivity is based on the effect of a change of one month in the emergence period on the value of the impairment.

###### Specific loan impairments

Non-performing loans include those loans for which the group has identified objective evidence of default, such as a breach of a material loan covenant or condition as well as those loans for which instalments are due and unpaid for 90 days or more. Management's estimates of future cash flows on individually impaired loans are based on historical loss experience for assets with similar credit risk characteristics. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any difference between loss estimates and actual loss experience. Recoveries of individual loans as a percentage of the outstanding balances are estimated as follows:

	Expected time to recovery		Expected recoveries as a percentage of impaired loans		Impairment loss sensitivity <sup>1</sup>	
	Dec 2016 Months	Dec 2015 Months	Dec 2016 %	Dec 2015 %	Dec 2016 Nm	Dec 2015 Nm
<b>Personal &amp; Business Banking</b>					<b>47</b>	<b>60</b>
Mortgage lending	12	12	38	38	1	5
Instalment sale and finance leases	6	6	55	48	3	6
Card debtors	8	8	9	9	2	1
Other lending	8	8	22	24	41	48

###### Corporate & Investment Banking

The estimated recoveries for Corporate and Investment Banking non performing loans are calculated on a customer by customer basis.

<sup>1</sup> Sensitivity is based on the effect of a change of one percentage point in the value of the estimated recovery on the value of the impairment.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 6 Key management assumptions (continued)

##### *Determination of statutory credit risk reserves*

Provisions under prudential guidelines are determined using the time based provisioning regime prescribed by the Revised Central Bank of Nigeria (CBN) Prudential Guidelines. This is at variance with the incurred loss model required by IFRS under IAS 39. As a result of the differences in the methodology/provision regime, there will be variances in the impairments allowances required under the two methodologies.

Paragraph 12.4 of the revised Prudential Guidelines for Deposit Money Banks in Nigeria stipulates that Banks would be required to make provisions for loans as prescribed in the relevant IFRS Standards when IFRS is adopted. However, Banks would be required to comply with the following:

Provisions for loans recognised in the profit and loss account should be determined based on the requirements of IFRS. However, the IFRS provision should be compared with provisions determined under prudential guidelines and the expected impact/changes in general reserves should be treated as follows:

- \* Prudential Provisions is greater than IFRS provisions; the excess provision resulting should be transferred from the general reserve account to a "regulatory risk reserve".
- \* Prudential Provisions is less than IFRS provisions; IFRS determined provision is charged to the statement of comprehensive income. The cumulative balance in the regulatory risk reserve is thereafter reversed to the general reserve account

The company's subsidiary Stanbic IBTC Bank, has complied with the requirements of the guidelines as follows:

Note	31-Dec-16 N'million	31-Dec-15 N'million
<b>Statement of prudential adjustments</b>		
<b>Prudential Provision</b>		
Specific provision on loans and advances	14,467	26,087
General provision on loans and advances	11,102	6,512
Impairment on other financial assets and provision for other losses	10,851	12,700
	<b>36,420</b>	<b>45,299</b>
<b>IFRS Provision</b>		
Specific impairment on loans and advances	12.3 11,249	18,691
Portfolio Impairment on loans and advances	12.3 11,102	7,224
Impairment on other financial assets and provision for other losses	13,044	12,700
	<b>35,395</b>	<b>38,615</b>
Closing regulatory reserve	1,025	6,684
Opening regulatory reserve	6,684	3,366
<i>Appropriation: Transfer (to)/from retained earnings</i>	<b>(5,659)</b>	3,318

**6 Key management assumptions (continued)**

**6.2 Fair value of financial instruments**

The fair value of financial instruments, such as unlisted equity investments, that are not quoted in active markets is determined using valuation techniques. Wherever possible, models use only observable market data. Where required, these models incorporate assumptions that are not supported by prices from observable current market transactions in the same instrument and are not based on available observable market data. Such assumptions include risk premiums, liquidity discount rates, credit risk, volatilities and correlations. Changes in these assumptions could affect the reported fair values of financial instruments.

Additional disclosures on fair value measurements of financial instruments are set out in notes 28.

**6.3 Impairment of available-for-sale investments**

The group determines that available-for-sale equity investments are impaired and recognised as such in profit or loss when there has been a significant or prolonged decline in the fair value below its cost. The determination of what is significant or prolonged requires judgement. In making this judgement, the group evaluates, among other factors, the normal volatility in the fair value. In addition, impairment may be appropriate when there is evidence of a deterioration in the financial health of the investee, industry or sector, or operational and financing cash flows or significant changes in technology.

Had the declines of financial instruments with fair values below cost been considered significant or prolonged, the group would have suffered an additional loss attributable to ordinary shareholders of N12 million (Dec 2015: N161 million) in its financial statements, being the transfer of the negative revaluations within the available-for-sale reserve to profit or loss.

**6.4 Intangible assets**

Direct computer software development costs that are clearly associated with an identifiable and unique system, which will be controlled by the group and have a probable future economic benefit beyond one year, are capitalised and disclosed as computer software intangible assets.

Computer software intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses. The assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The determination of the recoverable amount of each asset requires judgement. The recoverable amount is based on the value in use and calculated by estimating future cash benefits that will result from each asset and discounting these cash benefits at an appropriate pre-tax discount rate (see note 4.7).

**6.5 Investment funds**

The group acts as fund manager to a number of investment funds. Determination of whether the group controls such an investment fund usually focuses on the assessment of the aggregate economic interest of the group in the fund and the investors' rights to remove the fund manager. For all the investment funds managed by the group, the trust deed empowers the investors to vote for the removal of the fund manager without cause, but subject to approval of a vast majority of all unitholders, and the group's aggregate economic interest in each case is less than 25%. As a result, the group has concluded that it acts as agent for the investors in all cases, and therefore has not consolidated these funds.

Further disclosure in respect of investment funds in which the group has an interest is contained in note 14.

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**6 Key management assumptions (continued)**

**6.6 Recognition of deferred tax assets:**

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. The most significant management assumption is the forecasts used to support the probability assessment that sufficient taxable profits will be generated by the entities in the group in order to utilise the deferred tax assets.

The tax exempt status of income realised on Nigerian government securities is one of the major drivers for the negative taxable income within Stanbic IBTC Bank PLC, which is the largest contributor to the deferred tax asset in the group. The uncertainty surrounding the ability to generate sufficient future taxable income after the termination of the tax exempt status in 2022 has made management to conclude that not all tax losses carried forward should be recorded as deferred tax assets. The assessment of availability of future taxable profit against which carry forward tax losses can be utilised is disclosed under Note 16.

**6.7 Share-based payment**

The group have both cash and equity-settled share incentive schemes which are issued to qualifying employees based on the rules of the respective schemes. The group uses the Black-Scholes option pricing model to determine the fair value of awards on grant date for its equity-settled share incentive schemes. The valuation of the group's obligations with respect to its cash-settled share incentive scheme obligations is determined with reference to the parent and ultimate parent's share price, which is an observable market input. In determining the expense to be recognised for both the cash and equity-settled share schemes, the group estimates the expected future vesting of the awards by considering staff attrition levels. The group also makes estimates of the future vesting of awards that are subject to non-market vesting conditions by taking into account the probability of such conditions being met.

Refer to note 31.11 for further details regarding the carrying amount of the liabilities arising from the group's cash-settled share incentive schemes and the expenses recognised in the income statement.

**6.8 Depreciation and useful life of property and equipment**

The estimation of the useful lives of assets is based on management's judgement. Any material adjustment to the estimated useful lives of items of property and equipment will have an impact on the carrying value of these items.

**6.9 Provisions**

The group make provisions for contingent items such as legal claims, fines, and penalties. The amount provided are based on the management best estimate of the amounts that will be required to settle the obligation in the event that it crystallises. Provisions are determined by discounting the expected future cash flows using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the liability. Any material difference in management best estimates will have an impact to the carrying amount of the provisions. Refer to note 25 for further details.

**6.10 Foreign currency obligations valued at different rates**

Following the developments in the foreign exchange market, the group concluded during the year that it was no longer feasible to settle all its USD deposits and other borrowings at the interbank rate applied to other assets and liabilities. For the determination of the impacted USD deposits and other borrowings, the group assessed the deposits and other borrowings that were not covered by available USD assets for settlement of those liabilities.

And for determination of the applicable rate, the group made an analysis of applicable transactions in the market and based on that analysis assessed the rate at which the relevant USD deposits and other borrowing could have been settled if the cash flows occurred at balance sheet date.

Refer to note 22 (viii).



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N'million	31 Dec. 2015 N'million	31 Dec. 2016 N'million	31 Dec. 2015 N'million
<b>7 Cash and cash equivalents</b>				
Coins and bank notes	66,300	36,541		-
Balances with central bank	113,656	107,695		-
Current balances with banks within Nigeria	12,047	17,507	1,768	8
Current balances with banks outside Nigeria	109,348	49,738		-
	<b>301,351</b>	<b>211,481</b>	<b>1,768</b>	<b>8</b>

Balances with central bank include cash reserve of N88,773 million (Dec. 2015: N104,083 million) and special intervention fund of N20,817 million (Dec. 2015: nil) that are not available for use by the group on a day to day basis. These restricted cash balances are held with Central Bank of Nigeria (CBN).

Included in current balances with banks outside Nigeria is N41,420 million (Dec. 2015: N17,203 million) which represents Naira value of foreign currency bank balances held on behalf of customers in respect of letters of credit transactions. The corresponding liability is included in other liabilities (See note 26.1).

Included in current balances with banks outside Nigeria is N15,151 million (Dec. 2015: N15,219 million) due from Standard Bank Group. See note 36.3 for details.

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>8 Pledged assets</b>				
<b>8.1 Pledged assets</b>				
<b>Financial assets that may be repledged or resold by counterparties</b>				
Treasury bills - Trading	-	61,496		-
Treasury bills - Available-for-sale	28,303	25,074		-
	<b>28,303</b>	<b>86,570</b>		<b>-</b>

**Maturity analysis**

The maturities represent periods to contractual redemption of the pledged assets recorded.

Maturing within 1 month	-	15,966		-
Maturing after 1 month but within 6 months	16,434	30,700		-
Maturing after 6 months but within 12 months	11,869	39,904		-
	<b>28,303</b>	<b>86,570</b>		<b>-</b>

**8.2 Total assets pledged**

The assets pledged by the group are strictly for the purpose of providing collateral to counterparties for various transactions. These transactions include assets pledged in connection with clearing/settlement activities of the group.

To the extent that the counterparty is permitted to sell and/or repledge the assets in the absence of default, the assets are classified in the statement of financial position as pledged assets.

The carrying amount of total financial assets that have been pledged as collateral for liabilities (included in amounts reflected in 8.1 above) at 31 December 2016 was N2,716 million (Dec. 2015: N64,465 million). The liability in respect of which the collateral has been pledged relates to on-lending facility obtained from Bank of Industry as disclosed under note 22.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 9 Trading assets and trading liabilities

Trading assets and trading liabilities mainly relates to client-facilitating activities carried out by the Global Markets business. These instruments are managed on a combined basis and should therefore be assessed on a total portfolio basis and not as stand-alone assets and liability classes.

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>9.1 Trading assets</b>				
<b>Classification</b>				
Listed	11,854	37,145	-	-
Unlisted	5,001	811	-	-
	<b>16,855</b>	<b>37,956</b>	<b>-</b>	<b>-</b>
<b>Comprising:</b>				
Government bonds	2,185	2,027	-	-
Treasury bills	9,669	35,115	-	-
Listed equities	-	3	-	-
Placements	5,001	811	-	-
	<b>16,855</b>	<b>37,956</b>	<b>-</b>	<b>-</b>
Dated assets	16,855	37,953	-	-
Undated assets	-	3	-	-
	<b>16,855</b>	<b>37,956</b>	<b>-</b>	<b>-</b>
<b>Maturity analysis</b>				
The maturities represent periods to contractual redemption of the trading assets recorded.				
Redeemable on demand	-	-	-	-
Maturing within 1 month	5,017	2,697	-	-
Maturing after 1 month but within 6 months	8,262	12,292	-	-
Maturing after 6 months but within 12 months	2,645	21,096	-	-
Maturing after 12 months	931	1,868	-	-
Undated assets	-	3	-	-
	<b>16,855</b>	<b>37,956</b>	<b>-</b>	<b>-</b>

#### Redemption value

Trading assets with maturity dates had a redemption value at 31 December 2016 of N16,956 million (Dec. 2015: N37,882 million).

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**9 Trading assets and trading liabilities (continued)**

	<b>Group</b>		<b>Company</b>	
	<b>31 Dec. 2016</b>	31 Dec. 2015	<b>31 Dec. 2016</b>	31 Dec. 2015
	<b>N million</b>	N million	<b>N million</b>	N million
<b>9.2 Trading liabilities</b>				
<b>Classification</b>				
Listed	5,325	7,911	-	-
Unlisted	-	16,190	-	-
	<b>5,325</b>	<b>24,101</b>	<b>-</b>	<b>-</b>
<b>Comprising:</b>				
Government bonds (short positions)	655	6	-	-
Deposits	-	16,190	-	-
Treasury bills (short positions)	4,670	7,905	-	-
	<b>5,325</b>	<b>24,101</b>	<b>-</b>	<b>-</b>
Dated liabilities	5 325	24 101		
Undated liabilities	-	-		
	<b>5 325</b>	<b>24 101</b>		

**Maturity analysis**

The maturity analysis is based on the remaining periods to contractual maturity from period end.

Repayable on demand	-	-	-	-
Maturing within 1 month	99	6,616	-	-
Maturing after 1 month but within 6 months	4,489	7,065	-	-
Maturing after 6 months but within 12 months	82	10,414	-	-
Maturing after 12 months	655	6	-	-
	<b>5,325</b>	<b>24,101</b>	<b>-</b>	<b>-</b>

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

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#### 10 Derivative instruments

All derivatives are classified as derivatives held for trading or risk management purposes.

##### 10.1 Use and measurement of derivative instruments

In the normal course of business, the group enters into a variety of derivative transactions for both trading and risk management purposes. Derivative financial instruments are entered into for trading purposes and for hedging foreign exchange and interest rate exposures. Derivative instruments used by the group in both trading and hedging activities include swaps, forwards and other similar types of instruments based on foreign exchange rates and interest rates.

The risks associated with derivative instruments are monitored in the same manner as for the underlying instruments. Risks are also measured across the product range in order to take into account possible correlations.

The fair value of all derivatives is recognised on the statement of financial position and is only netted to the extent that there is both a legal right of set-off and an intention to settle on a net basis.

Swaps are transactions in which two parties exchange cash flows on a specified notional amount for a predetermined period.

##### 10.2 Derivatives held-for-trading

The group trades derivative instruments on behalf of customers and for its own positions. The group transacts derivative contracts to address customer demand by structuring tailored derivatives for customers. The group also takes proprietary positions for its own account. Trading derivative products include the following derivative instruments:

###### 10.2.1 Foreign exchange derivatives

Foreign exchange derivatives are primarily used to hedge foreign currency risks on behalf of customers and for the group's own positions. Foreign exchange derivatives primarily consist of foreign exchange forwards.

###### 10.2.2 Non-deliverable foreign exchange derivatives contract

Non-deliverable foreign exchange derivative contracts (NDFs) is a variation of foreign exchange derivatives described above. in NDFs are cash settled and do not require physical delivery of foreign currency. The counterparties settle the difference between the contracted NDF price or rate and the prevailing spot price or rate on an agreed notional amount.

###### 10.2.3 Interest rate derivatives

Interest rate derivatives are primarily used to modify the volatility and interest rate characteristics of interest-earning assets and interest-bearing liabilities on behalf of customers and for the group's own positions. Interest rate derivatives primarily consist of swaps.

##### 10.3 Unobservable valuation differences on initial recognition

Any difference between the fair value at initial recognition and the amount that would be determined at that date using a valuation technique in a situation in which the valuation is dependent on unobservable parameters is not recognised in profit or loss immediately but is recognised over the life of the instrument on an appropriate basis or when the instrument is redeemed. Unobservable valuation difference is disclosed under note 10.7.

##### 10.4 Fair values

The fair value of a derivative financial instrument represents for quoted instruments the quoted market price and for unquoted instruments the present value of the positive or negative cash flows, which would have occurred if the rights and obligations arising from that instrument were closed out in an orderly market place transaction at period end.

##### 10.5 Notional amount

The gross notional amount is the sum of the absolute value of all bought and sold contracts. The notional amounts have been translated at the closing rate at the reporting date where cash flows are receivable in foreign currency. The amount cannot be used to assess the market risk associated with the positions held and should be used only as a means of assessing the group's participation in derivative contracts.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**10.6 Derivative assets and liabilities**

	Maturity analysis of net fair value						
	Within 1 year	After 1 year but within 5 years	After 5 years	Net fair value	Fair value of assets	Fair value of liabilities	Contract/notional amount
	N million	N million	N million	N million	N million	N million	N million
<b>31 December 2016</b>							
<b>Derivatives held-for-trading</b>							
<b>Foreign exchange derivatives</b>	1,981	-	-	1,981	13,713	(11,732)	121,445
Forwards	1,981			1,981	13,713	(11,732)	121,445
<b>Interest rate derivatives</b>	548	-	-	548	604	(56)	23,352
Swaps	548	-	-	548	604	(56)	23,352
<b>Total derivative assets/(liabilities)</b>	<b>2,529</b>	<b>-</b>	<b>-</b>	<b>2,529</b>	<b>14,317</b>	<b>(11,788)</b>	<b>144,797</b>

	Maturity analysis of net fair value						
	Within 1 year	After 1 year but within 5 years	After 5 years	Net fair value	Fair value of assets	Fair value of liabilities	Contract/notional amount
	N million	N million	N million	N million	N million	N million	N million
<b>31 December 2015</b>							
<b>Derivatives held-for-trading</b>							
<b>Foreign exchange derivatives</b>	1	-	-	1	307	(306)	5,556
Forwards	1	-	-	1	307	(306)	5,556
<b>Interest rate derivatives</b>	527	-	-	527	604	(77)	78,427
Swaps	527	-	-	527	604	(77)	78,427
<b>Total derivative assets/(liabilities)</b>	<b>528</b>	<b>-</b>	<b>-</b>	<b>528</b>	<b>911</b>	<b>(383)</b>	<b>83,983</b>

Included in derivative assets is N265 million (Dec. 2015: N18 million) due from related parties. See note 36.3 for details.

Included in derivative liabilities is N5,336 million (Dec. 2015: N373 million) due from related parties. See note 36.3 for details.

**10.7 Unobservable valuation differences on initial recognition**

The table below sets out the aggregate difference yet to be recognised in profit or loss at the beginning and end of the period with a reconciliation of the changes of the balance during the period for derivative assets and liabilities.

	Group	
	31 Dec. 2016	31 Dec. 2015
	N million	N million
Unrecognised profit at beginning of the year	3,460	257
Additional profit on new transactions	-	5,361
Recognised in profit or loss during the year	(3,460)	(2,158)
<b>Unrecognised profit at end of the year</b>	<b>-</b>	<b>3,460</b>

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	<b>Group</b>		<b>Company</b>	
	<b>31 Dec. 2016</b>	31 Dec. 2015	<b>31 Dec. 2016</b>	31 Dec. 2015
	<b>N million</b>	N million	<b>N million</b>	N million
<b>11 Financial investments</b>				
<b>Short - term negotiable securities</b>	<b>240,059</b>	149,225	-	-
Listed	240,059	149,225	-	-
Unlisted	-	-	-	-
<b>Other financial investments</b>	<b>12,764</b>	13,470	<b>920</b>	<b>658</b>
Listed	11,174	12,689	920	658
Unlisted	1,590	781	-	-
	<b>252,823</b>	162,695	<b>920</b>	<b>658</b>
<b>11.1 Comprising:</b>				
Government bonds	1,456	1,273	-	-
Treasury bills	240,059	149,225	-	-
Unlisted equities (see note 11.2 below)	1,590	781	-	-
Mutual funds and unit-linked investments (see note 14)	9,718	11,416	920	658
	<b>252,823</b>	162,695	<b>920</b>	658
Mutual funds and unit-linked investments include N723 million (2015: N523 million) held against unclaimed dividend liability as disclosed in note 26.				
<b>Maturity analysis</b>				
The maturities represent periods to contractual redemption of the financial investments recorded.				
Redeemable on demand	-	-	-	-
Maturing within 1 month	3,775	29,918	-	-
Maturing after 1 month but within 6 months	168,365	108,212	-	-
Maturing after 6 months but within 12 months	68,332	11,482	-	-
Maturing after 12 months	1,043	885	-	-
Undated investments <sup>1</sup>	11,308	12,198	920	658
	<b>252,823</b>	162,695	<b>920</b>	658
All financial investments of the group are classified as available for sale investments.				
<sup>1</sup> Undated investments include unlisted equities and mutual funds and linked investments .				
<b>11.2 Analysis of unlisted equity investments</b>				
<b>Small and medium scale industries:</b>	<b>137</b>	1,040	-	-
Freezone Plant Fabrications Int'l Limited	-	120	-	-
Tinapa Business Resort Limited	-	500	-	-
Through African Capital Alliance Limited - (SME Partnership)	-	283	-	-
Credit Reference Company Limited	50	50	-	-
CR Services Limited	87	87	-	-
<b>Other unquoted equity direct investments</b>	<b>1,590</b>	813		
Smart Card Nigeria PLC	158	23	-	-
FSDH Merchant Bank Limited	707	-	-	-
FMDQ OTC PLC	27	15	-	-
MTN Communications	470	525	-	-
Nigeria Mortgage Refinance Company Ltd	-	100	-	-
Central Securities Clearing System PLC	14	16	-	-
Nigerian Interbank Settlement System PLC	214	105	-	-
Other investments	-	29	-	-
<b>Total investment in unlisted equity investment</b>	<b>1,727</b>	1,853	-	-
Impairment allowance (note 11.3)	(137)	(1,072)	-	-
	<b>1,590</b>	781	-	-



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>11.3 Impairment on unlisted equity investments</b>				
At start of the year	1,072	1,072	-	-
Additions	-	-	-	-
Write back	(15)	-	-	-
Write off	(920)	-	-	-
	137	1,072	-	-
<b>11.4 Asset classified as held for sale</b>				
Unquoted equity investment	112	262	-	-
	112	262	-	-

- (i) Unquoted equity investment represents investment in Nigeria Mortgage Refinance Company Ltd. No impairment loss was recognised on reclassification of the unquoted equity investment as held for sale as at 31 December 2016 (31 December 2015: Nil) as the directors expect that the fair value less costs to sell is higher than the carrying amount.

The balance in prior year represents equity investment in FSDH Merchant Bank Limited, which was disposed by Stanbic IBTC Bank PLC to Stanbic IBTC Capital Limited within the group.

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>12 Loans and advances</b>				
<b>12.1 Loans and advances net of impairments</b>				
<b>Loans and advances to banks</b>	<b>15,264</b>	26,782	-	-
Placements with banks	15,264	26,782	-	-
<b>Loans and advances to customers</b>	<b>352,965</b>	353,513	-	-
<b>Gross loans and advances to customers</b>	<b>375,316</b>	379,428	-	-
Mortgage loans	8,924	9,953	-	-
Instalment sale and finance leases (note 12.2)	17,272	23,376	-	-
Card debtors	1,501	1,638	-	-
Overdrafts and other demand loans	45,970	33,945	-	-
Medium term loans	298,014	307,186	-	-
Other loans and advances	3,635	3,330	-	-
<b>Credit impairments for loans and advances (note 12.3)</b>	<b>(22,351)</b>	(25,915)	-	-
Specific credit impairments	(11,249)	(18,691)	-	-
Portfolio credit impairments	(11,102)	(7,224)	-	-
<b>Net loans and advances</b>	<b>368,229</b>	380,295	-	-
<b>Comprising:</b>				
Gross loans and advances	390,580	406,210	-	-
Less: Credit impairments	(22,351)	(25,915)	-	-
<b>Net loans and advances</b>	<b>368,229</b>	380,295	-	-

Regulatory prudential disclosures on loans and advances have been disclosed under note 6 and credit risk management– prudential guidelines disclosures.

Included in loans and advances to banks is N7,760 million (Dec. 2015: N23,782 million) due from Standard Bank Group. See note 36.3 for details. Of this amount, N5,413 million (2015: N2,914 million) relates to proceed received from SBSA from sale of Finacle software. The fund is placed in an escrow account is not available for use by the group on a day to day basis.

**Analysis of gross loans and advances by performance**

Performing loans	<b>371,905</b>	379,174	-	-
- customers	<b>356,641</b>	352,392	-	-
- bank	<b>15,264</b>	26,782	-	-
Non-performing loans	<b>18,675</b>	27,036	-	-
- substandard	<b>8,035</b>	3,277	-	-
- doubtful	<b>4,803</b>	14,520	-	-
- loss	<b>5,837</b>	9,239	-	-
<b>Gross loans and advances to customers</b>	<b>390,580</b>	406,210	-	-

**Maturity analysis**

The maturity analysis is based on the remaining periods to contractual maturity from the period end

Redeemable on demand	<b>76,174</b>	29,575	-	-
Maturing within 1 month	<b>54,594</b>	52,874	-	-
Maturing after 1 month but within 6 months	<b>83,324</b>	74,814	-	-
Maturing after 6 months but within 12 months	<b>20,283</b>	21,267	-	-
Maturing after 12 months	<b>156,205</b>	227,680	-	-
<b>Gross loans and advances</b>	<b>390,580</b>	406,210	-	-

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>12 Loans and advances (continued)</b>				
<b>Segmental analysis - industry</b>				
Agriculture	29,424	23,186	-	-
Business services	4,548	5,704	-	-
Communication	22,500	35,693	-	-
Community, social & personal services	2	4	-	-
Construction & real estate	38,066	25,018	-	-
Electricity, gas & water supply	-	7,421	-	-
Financial intermediaries & insurance	16,870	33,028	-	-
Government	14,631	13,978	-	-
Hotels, restaurants and tourism	35	133	-	-
Manufacturing	101,242	76,911	-	-
Mining & quarrying	65,578	67,349	-	-
Private households	52,511	62,820	-	-
Transport, storage & distribution	12,140	16,250	-	-
Wholesale & retail trade	33,033	38,715	-	-
<b>Gross loans and advances</b>	<b>390,580</b>	<b>406,210</b>	<b>-</b>	<b>-</b>

The total exposure to the oil and gas industry of N65,578 million as at 31 December 2016 (Dec 2015: N67,349 million) is included in the mining industry exposure above.

**Segmental analysis - geographic area**

The following table sets out the distribution of the group's loans and advances by geographic area where the loans are recorded.

South South	15,021	19,619	-	-
South West	308,662	305,188	-	-
South East	7,153	8,444	-	-
North West	25,605	24,704	-	-
North Central	24,560	22,698	-	-
North East	1,819	1,775	-	-
Outside Nigeria	7,760	23,782	-	-
<b>Gross loans and advances</b>	<b>390,580</b>	<b>406,210</b>	<b>-</b>	<b>-</b>

**12.2 Instalment sale and finance leases**

Included in gross loans and advances to customers are finance leases as analysed below

<b>Gross investment in instalment sale and finance leases</b>	<b>22,595</b>	<b>30,295</b>	<b>-</b>	<b>-</b>
Receivable within 1 year	1,882	4,008	-	-
Receivable after 1 year but within 5 years	17,730	26,281	-	-
Receivable after 5 years	2,983	6	-	-
Unearned finance charges deducted	(5,323)	(6,919)	-	-
<b>Net investment in instalment sale and finance leases</b>	<b>17,272</b>	<b>23,376</b>	<b>-</b>	<b>-</b>
Receivable within 1 year	1,716	3,869	-	-
Receivable after 1 year but within 5 years	13,635	19,502	-	-
Receivable after 5 years	1,921	5	-	-

All loans and advances to customers are held at amortised cost.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**12.3 Credit impairments for loans and advances**

A reconciliation of the allowance for impairment losses for loans and advances, by class:

Group	Mortgage	Instalment	Card	Other loans	Corporate	Total
	lending	sale and	debtors	and advances	loans	
	N million	finance	N million	N million	N million	N million
		leases				
		N million				
<b>31 December 2016</b>						
<b>Specific impairments</b>						
Balance at beginning of the year	429	3,447	138	7,089	7,588	18,691
Net impairments raised	222	340	215	8,068	7,549	16,394
Impaired accounts written off	(484)	(2,999)	(141)	(4,995)	(15,137)	(23,756)
Discount element recognised in interest income	(3)	(4)	(1)	(72)	-	(80)
<b>Balance at end of the year</b>	<b>164</b>	<b>784</b>	<b>211</b>	<b>10,090</b>	<b>-</b>	<b>11,249</b>
<b>Portfolio impairments</b>						
Balance at beginning of the year	112	496	19	1,761	4,836	7,224
Net impairments raised /(released)	(61)	(221)	30	1,375	2,755	3,878
<b>Balance at end of the year</b>	<b>51</b>	<b>275</b>	<b>49</b>	<b>3,136</b>	<b>7,591</b>	<b>11,102</b>
<b>Total</b>	<b>215</b>	<b>1,059</b>	<b>260</b>	<b>13,226</b>	<b>7,591</b>	<b>22,351</b>

Group	Mortgage	Instalment	Card	Other loans	Corporate	Total
	lending	sale and	debtors	and advances	loans	
	N million	finance	N million	N million	N million	N million
		leases				
		N million				
<b>31 December 2015</b>						
<b>Specific impairments</b>						
Balance at beginning of the year	252	1,458	96	5,000	3,728	10,534
Net impairments raised /(released)	214	2,186	79	4,314	5,399	12,192
Impaired accounts written off	(37)	(197)	(37)	(2,225)	(1,539)	(4,035)
<b>Balance at end of the year</b>	<b>429</b>	<b>3,447</b>	<b>138</b>	<b>7,089</b>	<b>7,588</b>	<b>18,691</b>
<b>Portfolio impairments</b>						
Balance at beginning of the year	126	332	22	1,790	2,032	4,302
Net impairments (released)/ raised	(14)	164	(3)	(29)	2,804	2,922
<b>Balance at end of the year</b>	<b>112</b>	<b>496</b>	<b>19</b>	<b>1,761</b>	<b>4,836</b>	<b>7,224</b>
<b>Total</b>	<b>541</b>	<b>3,943</b>	<b>157</b>	<b>8,850</b>	<b>12,424</b>	<b>25,915</b>

**STANBIC IBTC HOLDINGS PLC**
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**12.3 Credit impairments for loans and advances (continued)**
**Segmental analysis of non performing loans and specific impairments - industry**

The following table sets out the segment analysis of the group non performing loans and impairment by industry.

Group	Non-performing loans		Specific impairments	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Agriculture	3,128	952	1,799	520
Business services	967	882	753	562
Communication	2,643	2,678	1,119	1,293
Community, social & personal services	-	-	-	-
Construction & real estate	322	121	176	71
Electricity, gas & water supply	-	7,421	-	4,570
Government	119	-	94	-
Hotels, restaurants and tourism	23	-	14	-
Manufacturing	1,726	46	585	28
Mining & quarrying	2,114	3,954	1,704	3,651
Private households	4,313	3,947	3,462	3,126
Transport, storage & distribution	1,885	4,156	614	2,891
Wholesale & retail Trade	1,435	2,879	929	1,979
	<b>18,675</b>	<b>27,036</b>	<b>11,249</b>	<b>18,691</b>

**Segmental analysis of non performing loans and specific impairment - geographic area**

The following table sets out the distribution of the group's impairments by geographic area where the loans are recorded.

	Non-performing loans		Specific impairments	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
South South	1,756	2,436	1,315	1,977
South West	9,523	18,773	5,652	13,479
South East	487	423	375	313
North West	3,664	1,952	2,273	1,178
North Central	3,191	3,352	1,588	1,661
North East	54	100	46	83
	<b>18,675</b>	<b>27,036</b>	<b>11,249</b>	<b>18,691</b>

		Group		Company	
		31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>13</b>	<b>Equity investment in subsidiaries</b>				
	Stanbic IBTC Ventures Limited	100%	-	500	500
	Stanbic IBTC Bank PLC	100%	-	63,467	63,467
	Stanbic IBTC Capital Limited	100%	-	3,500	3,500
	Stanbic IBTC Asset Management Limited	100%	-	710	710
	Stanbic IBTC Pension Managers Limited*	88.24%	-	16,913	565
	Stanbic IBTC Trustees Limited	100%	-	300	300
	Stanbic IBTC Insurance Brokers Limited	100%	-	20	20
	Stanbic IBTC Investments Limited	100%	-	20	20
	Stanbic IBTC Stockbrokers Limited	100%	-	109	109
			-	<b>85,539</b>	<b>69,191</b>

\*Equity investment in Stanbic IBTC Pension Managers increased from 70.59% as at 31 December 2015 to 88.24% on 21 December 2016 through purchase of additional stake from non controlling interests. The group concluded that the transaction was appropriate to be recorded in 2016 in line with the requirements of IFRS.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 13 Equity investment in subsidiaries (continued)

##### 13.1 List of significant subsidiaries

The table below provides details of the significant subsidiaries of the group.

Subsidiaries	Country of Incorporation	Nature of business	Percentage holdings	Financial year end
Stanbic IBTC Ventures Limited	Nigeria	Undertakes venture capital projects	100%	31 December
Stanbic IBTC Bank PLC	Nigeria	Provision of banking and related financial services	100%	31 December
Stanbic IBTC Capital Limited	Nigeria	Provision of general corporate finance and debt advisory services	100%	31 December
Stanbic IBTC Asset Management Limited	Nigeria	Acting as an investment manager, portfolio manager and as a promoter of unit trust and funds	100%	31 December
Stanbic IBTC Pension Managers Limited	Nigeria	Administration and management of pension fund assets	88.24%	31 December
Stanbic IBTC Trustees Limited	Nigeria	Acting as executors and trustees of wills and trusts and provision of agency services	100%	31 December
Stanbic IBTC Stockbrokers Limited	Nigeria	Provision of stockbroking services	100%	31 December
Stanbic IBTC Insurance Brokers Limited	Nigeria	Provision of insurance brokerage services	100%	31 December
Stanbic IBTC Investments Limited	Nigeria	Undertake private equity investments	100%	31 December

##### 13.2 Significant restrictions

The group do not have significant restrictions on its ability to access or use its assets and settle its liabilities other than those resulting from the regulatory frameworks within which the subsidiaries operate.

The regulatory frameworks require all the subsidiaries (except Stanbic IBTC Ventures Ltd and Stanbic IBTC Investments Ltd) to maintain certain level of regulatory capital. In addition, the banking subsidiary (Stanbic IBTC Bank PLC) is required to keep certain levels of liquid assets, limit exposures to other parts of the group and comply with other ratios.

For information on assets, liabilities and earnings of the subsidiaries, see Note 13.4.

##### 13.3 Non-controlling interests (NCI) in subsidiaries

The following table summarises the information relating to the group subsidiary that has material NCI.

Stanbic IBTC Pension Managers Limited: The principal place of business is Wealth House, Plot 1678, Olakunle Bakare Close, Off Sanusi Fafunwa Street, Victoria Island, Lagos.

	31 Dec. 2016	31 Dec. 2015
NCI percentage	11.76%	29.41%
	<b>N million</b>	<b>N million</b>
Total assets	41,210	25,848
Total liabilities	(9,781)	(8,029)
<b>Net assets</b>	<b>31,429</b>	<b>17,819</b>
Carrying amount of NCI	3,696	5,241
	<b>31 Dec. 2016</b>	<b>31 Dec. 2015</b>
Revenue	27,850	23,472
Profit	13,890	11,536
Profit allocated to NCI	3,878	3,393
Cash flows from operating activities	14,521	11,547
Cash flows from investing activities	(16,779)	7,718
Cash flow from financing activities, before dividends to NCI	-	(5,788)
Cash flow from financing activities - cash dividends to NCI	-	(2,412)
Net increase in cash and cash equivalents	(2,258)	11,065

During the year there were no dividends paid to the holders of the non-controlling interest (2015: N2,412 million)



STANBIC IBTC HOLDINGS PLC

Notes to the consolidated and separate annual financial statements (continued)

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13.4 Summary financial information of the consolidated entities

	Stanbic IBTC Holdings PLC Company	Stanbic IBTC Bank PLC Capital Ltd	Stanbic IBTC Pension Mgrs Ltd	Stanbic IBTC Asset Mgt Ltd	Stanbic IBTC Ventures Ltd	Stanbic IBTC Trustees Ltd	Stanbic IBTC Insurance Brokers Ltd	Stanbic IBTC Investments Ltd	Stanbic IBTC Stockbrokers Ltd	Consolidations / Eliminations	Stanbic IBTC Holdings PLC Group	
<b>Income statement</b>												
Net interest income	(80)	53,340	571	3,133	489	134	63	8	-	201	-	57,859
Non interest revenue	2,511	37,725	1,685	24,717	2,978	307	348	346	-	595	(3,018)	68,194
<b>Total income</b>	<b>2,431</b>	<b>91,065</b>	<b>2,256</b>	<b>27,850</b>	<b>3,467</b>	<b>441</b>	<b>411</b>	<b>354</b>	<b>-</b>	<b>796</b>	<b>(3,018)</b>	<b>126,053</b>
Staff costs	(500)	(24,104)	(1,103)	(2,975)	(951)	-	(156)	(96)	-	(288)	-	(30,173)
Operating expenses	(430)	(32,250)	(1,717)	(4,684)	(905)	169	(79)	(67)	-	(183)	1,278	(38,868)
Credit impairment charges	-	(19,803)	-	-	-	-	-	-	-	-	-	(19,803)
<b>Total expenses</b>	<b>(930)</b>	<b>(76,157)</b>	<b>(2,820)</b>	<b>(7,659)</b>	<b>(1,856)</b>	<b>169</b>	<b>(235)</b>	<b>(163)</b>	<b>-</b>	<b>(471)</b>	<b>1,278</b>	<b>(88,844)</b>
<b>Profit before tax</b>	<b>1,501</b>	<b>14,908</b>	<b>(564)</b>	<b>20,191</b>	<b>1,611</b>	<b>610</b>	<b>176</b>	<b>191</b>	<b>-</b>	<b>325</b>	<b>(1,740)</b>	<b>37,209</b>
Tax	(892)	122	(371)	(6,301)	(515)	(116)	(66)	(81)	-	(202)	(267)	(8,689)
<b>Profit for the year</b>	<b>609</b>	<b>15,030</b>	<b>(935)</b>	<b>13,890</b>	<b>1,096</b>	<b>494</b>	<b>110</b>	<b>110</b>	<b>-</b>	<b>123</b>	<b>(2,007)</b>	<b>28,520</b>
For the year ended 31 December 2015	9,871	6,232	(226)	11,536	817	76	90	(15)	-	656	(10,146)	18,891
<b>Assets:</b>												
Cash and cash equivalents	1,768	289,312	3,713	12,482	164	142	61	59	20	921	(7,291)	301,351
Derivative assets	-	14,317	-	-	-	-	-	-	-	-	-	14,317
Trading assets	-	15,657	1,198	-	-	-	-	-	-	-	-	16,855
Pledged assets	-	28,303	-	-	-	-	-	-	-	-	-	28,303
Financial investments	920	217,917	2,840	23,540	3,179	2,730	493	139	-	1,479	(414)	252,823
Asset held for sale	-	-	-	-	-	-	-	-	112	-	-	112
Loans and advances to banks	-	15,264	-	-	-	-	-	-	-	-	-	15,264
Loans and advances to customers	-	352,965	-	-	-	-	-	-	-	-	-	352,965
Deferred tax assets	-	8,334	165	67	42	-	10	5	-	15	-	8,638
Equity investment in group companies	85,539	-	-	-	-	-	-	-	-	-	(85,539)	-
Other assets	2,226	31,307	557	4,318	1,602	-	178	101	-	80	(1,149)	39,220
Property and equipment	2,404	19,670	10	803	70	-	1	2	-	2	-	22,962
Intangible assets	-	713	-	-	-	-	-	-	-	-	-	713
<b>Total assets</b>	<b>92,857</b>	<b>993,759</b>	<b>8,483</b>	<b>41,210</b>	<b>5,057</b>	<b>2,872</b>	<b>743</b>	<b>306</b>	<b>132</b>	<b>2,497</b>	<b>(94,393)</b>	<b>1,053,523</b>
At 31 December 2015	75,902	890,580	9,049	25,848	4,548	2,557	591	19	120	2,936	(74,586)	937,564

STANBIC IBTC HOLDINGS PLC

Notes to the consolidated and separate annual financial statements (continued)

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13.4 Summarised financial information of the consolidated entities (continued)

	Stanbic IBTC Holdings PLC Company	Stanbic IBTC Bank PLC	Stanbic IBTC Capital Ltd	Stanbic IBTC Pension Mgrs Ltd	Stanbic IBTC Asset Mgt Ltd	Stanbic IBTC Ventures Ltd	Stanbic IBTC Trustees Ltd	Stanbic IBTC Insurance Brokers Ltd	Stanbic IBTC Investments Ltd	Stanbic IBTC Stockbrokers Ltd	Consolidations / Eliminations	Stanbic IBTC Holdings PLC Group
<b>Liabilities and equity:</b>												
Derivative liabilities	-	11,788	-	-	-	-	-	-	-	-	-	11,788
Trading liabilities	-	5,325	-	-	-	-	-	-	-	-	-	5,325
Deposits from banks	-	53,766	-	-	-	-	-	-	-	-	-	53,766
Deposits from customers	-	568,675	-	-	-	-	-	-	-	-	(7,706)	560,969
Other borrowings	16,404	79,633	-	-	-	-	-	-	-	-	-	96,037
Subordinated debt	-	27,964	-	-	-	-	-	-	-	-	-	27,964
Current tax liabilities	68	1,865	184	6,323	516	239	62	78	-	173	-	9,508
Deferred tax liabilities	9	-	-	-	-	38	-	-	-	-	-	47
Provisions and other liabilities	3,406	135,427	3,974	3,458	909	104	192	114	100	1,106	(1,469)	147,321
Equity and reserves	72,970	109,316	4,325	31,429	3,632	2,491	489	114	32	1,218	(85,218)	140,798
<b>Total liabilities and equity</b>	<b>92,857</b>	<b>993,759</b>	<b>8,483</b>	<b>41,210</b>	<b>5,057</b>	<b>2,872</b>	<b>743</b>	<b>306</b>	<b>132</b>	<b>2,497</b>	<b>(94,393)</b>	<b>1,053,523</b>
At 31 December 2015	75,902	890,580	9,049	25,848	4,548	2,557	591	19	120	2,936	(74,586)	937,564

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 14 Involvement with unconsolidated investment funds

The table below describes the types of investment funds that the group does not consolidate but in which it holds an interest.

Type of Investment funds	Nature and purpose	Interest held by the group
Mutual funds	To generate fees from managing assets on behalf of third party investors. These vehicles are financed through the issue of units to investors.	Investments in units issued by the funds Management fees

The table below sets out an analysis of the investment funds managed by the group, their assets under management, and the carrying amounts of interests held by the group in the investment funds. The maximum exposure to loss is the carrying amount of the interest held by the group.

S/N	Investment fund	Asset under management		Interest held by the group	
		31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
i	Stanbic IBTC Nigerian Equity Fund	7,696	7,748	191	176
ii	Stanbic IBTC Ethical Fund	1,724	1,820	225	217
iii	Stanbic IBTC Imaan Fund	148	141	3	3
iv	Stanbic IBTC Guaranteed Investment Fund	3,146	2,310	-	-
v	Stanbic IBTC Money Market Fund	65,661	61,352	8,839	10,659
vi	Stanbic IBTC Bond Fund	1,004	964	211	203
vii	Stanbic IBTC Balanced Fund	883	887	-	-
viii	Stanbic IBTC Dollar Fund	-	-	91	-
ix	Stanbic IBTC Aggressive Fund	208	276	10	10
x	Stanbic IBTC Conservative Fund	425	543	27	27
xi	Stanbic IBTC Absolute Fund	5,318	4,841	80	80
xiii	Stanbic IBTC Exchange Traded Fund	530	978	41	41
Total		86,743	81,860	9,718	11,416

The interest held by the group is presented under financial investments in the statement of financial position. See note 11.

#### 15 Other assets

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Trading settlement assets	20,863	5,541	-	-
Due from group companies (see note 36.3)	561	978	1,082	1,433
Accrued income	432	238	-	-
Indirect / withholding tax receivables	784	741	55	114
Accounts receivable (see note (i) below)	11,550	9,152	92	72
Receivable in respect of unclaimed dividends (see note 15.1 below)	817	1,051	817	1,051
Prepayments	6,539	6,931	252	-
Other debtors	-	710	-	376
	41,546	25,342	2,298	3,046
Impairment allowance on doubtful receivables	(2,326)	(1,601)	(72)	(50)
	39,220	23,741	2,226	2,996
<b>Current</b>	<b>31,080</b>	<b>15,018</b>	<b>1,102</b>	<b>1,831</b>
<b>Non-current</b>	<b>8,140</b>	<b>8,723</b>	<b>1,124</b>	<b>1,165</b>
	<b>39,220</b>	<b>23,741</b>	<b>2,226</b>	<b>2,996</b>

- (i) Account receivable includes an amount of N2.5 billion representing a judgment sum held with Access Bank Plc pursuant to a garnishee order granted by the Federal high court. It also includes fee receivables and short term receivables in respect of electronic payment transactions.

- 15.1 Amount represents receivable from the company's registrar in respect of unclaimed dividends and forms part of the assets held against unclaimed dividend liabilities as disclosed in note 26. This is in accordance with new Securities and Exchange Commission (SEC) directives requiring transfer of unclaimed dividends previously held by the registrars to the company.

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**15 Other assets (continued)**

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>Movement in provision for doubtful receivables</b>				
At start of year	1,601	2,048	50	117
Additions / (write back)	801	982	22	449
Amount written off	(76)	(1,429)	-	(516)
At end of year	2,326	1,601	72	50

**16 Deferred tax assets**

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Deferred tax assets (note 16.1)	8,638	8,342	-	555
	8,638	8,342	-	555

The directors have determined that based on the group's profit forecast, it is probable that there will be future taxable profits against which the tax losses, from which a deferred tax asset has been recognised, can be utilised. Deferred tax asset amounting to N9,141 million (2015: N2,963 million) arising from unutilised tax losses and capital allowances has not been recognised as at 31 December 2016. Unutilised tax losses arise mainly from tax exempt income from government instruments.

**Analysis of unrecognised deferred tax asset**

unutilised tax losses	8,587	2,963	-	-
Capital allowances	554	-	-	-
	9,141	2,963	-	-

<b>16.1 Deferred tax analysis</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
Deferred tax liabilities	(47)	(120)	(9)	-
Deferred tax asset	8,638	8,342	-	555
<b>Deferred tax closing balance</b>	<b>8,591</b>	<b>8,222</b>	<b>(9)</b>	<b>555</b>
<b>16.2 Deferred tax analysis by source</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
Credit impairment charges	3,330	2,167	-	-
Property and equipment	3,941	3,981	(176)	190
Fair value adjustments on financial instruments	(763)	(234)	-	-
Unutilised losses	49	334	49	172
Provision for employee bonus & share incentive	2,034	1,974	118	193
<b>Deferred tax closing balance</b>	<b>8,591</b>	<b>8,222</b>	<b>(9)</b>	<b>555</b>
<b>16.3 Deferred tax reconciliation</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
<b>Deferred tax at beginning of the year</b>	<b>8,222</b>	<b>5,626</b>	<b>555</b>	<b>484</b>
Originating/(reversing) temporary differences for the year:	293	2,610	(564)	71
Credit impairment charges	1,163	876	-	-
Property and equipment	(40)	1,241	(366)	124
Fair value adjustments on financial instruments	(605)	542	-	-
Unutilised losses	(285)	(20)	(123)	60
Provision for employee bonus & share incentive	60	(29)	(75)	(113)
Fair value adjustments on financial instruments-Available for sale	76	(14)	-	-
<b>Deferred tax at end of the year</b>	<b>8,591</b>	<b>8,222</b>	<b>(9)</b>	<b>555</b>

STANBIC IBTC HOLDINGS PLC

Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

17 Property and equipment	Leasehold improvements and building	Land	Motor vehicles	Furniture, fittings & equipment	Computer equipment	Work in progress	Total
Group	N million	N million	N million	N million	N million	N million	N million
<b>17.1 Cost</b>							
Balance at 1 January 2016	20,293	973	526	10,377	13,329	3,424	48,922
Additions	114	54	239	662	497	663	2,229
Disposals/ expensed	(68)	(185)	(66)	(14)	(165)	(153)	(651)
Transfers/ reclassifications	240	97	-	95	963	(1,395)	-
<b>Balance at 31 December 2016</b>	<b>20,579</b>	<b>939</b>	<b>699</b>	<b>11,120</b>	<b>14,624</b>	<b>2,539</b>	<b>50,500</b>
Balance at 1 January 2015	19,978	753	460	9,160	10,494	3,872	44,717
Additions	188	46	144	1,227	2,306	1,087	4,998
Disposals	-	-	(78)	(232)	(375)	(108)	(793)
Transfers/ reclassifications	127	174	-	222	904	(1,427)	-
Balance at 31 December 2015	20,293	973	526	10,377	13,329	3,424	48,922
<b>17.2 Accumulated depreciation</b>							
Balance at 1 January 2016	6,844	-	312	8,076	8,379	-	23,611
Charge for the year	1,514	-	130	728	1,832	-	4,204
Disposals	(41)	-	(58)	(2)	(176)	-	(277)
Transfers/ reclassifications	-	-	-	(3)	3	-	-
<b>Balance at 31 December 2016</b>	<b>8,317</b>	<b>-</b>	<b>384</b>	<b>8,799</b>	<b>10,038</b>	<b>-</b>	<b>27,538</b>
Balance at 1 January 2015	5,818	-	305	7,481	7,109	-	20,713
Charge for the year	1,026	-	73	726	1,654	-	3,479
Disposals	-	-	(66)	(181)	(334)	-	(581)
Transfers/ reclassifications	-	-	-	50	(50)	-	-
Balance at 31 December 2015	6,844	-	312	8,076	8,379	-	23,611
<b>Net book value:</b>							
<b>31 December 2016</b>	<b>12,262</b>	<b>939</b>	<b>315</b>	<b>2,321</b>	<b>4,586</b>	<b>2,539</b>	<b>22,962</b>
31 December 2015	13,449	973	214	2,301	4,950	3,424	25,311

There were no capitalised borrowing costs related to the acquisition of property and equipment during the year (2015: Nil).

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**17 Property and equipment (continued)**

<b>Company</b>	<b>Freehold land and building N million</b>	<b>Motor vehicles N million</b>	<b>Furniture, fittings &amp; equipment N million</b>	<b>Computer equipment N million</b>	<b>Work in progress N million</b>	<b>Total N million</b>
<b>17.1 Cost</b>						
Balance at 1 January 2016	-	-	129	826	1,900	2,855
Additions	1	-	48	25	66	140
Disposals	-	-	(2)	-	-	(2)
Transfers/ reclassifications	(1)	-	-	284	(283)	-
<b>Balance at 31 December 2016</b>	<b>-</b>	<b>-</b>	<b>175</b>	<b>1,135</b>	<b>1,683</b>	<b>2,993</b>
Balance at 1 January 2015	-	-	135	735	1,954	2,824
Additions	-	-	40	57	-	97
Disposals	-	-	(46)	-	(20)	(66)
Transfers/ reclassifications	-	-	-	34	(34)	-
<b>Balance at 31 December 2015</b>	<b>-</b>	<b>-</b>	<b>129</b>	<b>826</b>	<b>1,900</b>	<b>2,855</b>
<b>17.2 Accumulated depreciation</b>						
Balance at 1 January 2016	-	-	46	315	-	361
Charge for the year	-	-	37	192	-	229
Disposals/ expensed	-	-	(1)	-	-	(1)
Transfers/ reclassifications	-	-	-	-	-	-
<b>Balance at 31 December 2016</b>	<b>-</b>	<b>-</b>	<b>82</b>	<b>507</b>	<b>-</b>	<b>589</b>
Balance at 1 January 2015	-	-	23	148	-	171
Charge for the year	-	-	28	167	-	195
Disposals	-	-	(5)	-	-	(5)
Impairments	-	-	-	-	-	-
Transfers/ reclassifications	-	-	-	-	-	-
<b>Balance at 31 December 2015</b>	<b>-</b>	<b>-</b>	<b>46</b>	<b>315</b>	<b>-</b>	<b>361</b>
<b>Net book value:</b>						
<b>31 December 2016</b>	<b>-</b>	<b>-</b>	<b>93</b>	<b>628</b>	<b>1,683</b>	<b>2,404</b>
31 December 2015	-	-	83	511	1,900	2,494



## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 18 Intangible asset

Reconciliation of carrying amount		Purchased Software N million	Total N million
Group			
<b>18.1 Cost</b>			
Balance at 1 January 2016		-	-
Additions		746	746
Balance at 31 December 2016		746	746
<b>18.2 Accumulated amortisation</b>			
Balance at 1 January 2016		-	-
Amortisation for the year		33	33
Balance at 31 December 2016		33	33
<b>Carrying amount:</b>			
<b>31 December 2016</b>		<b>713</b>	<b>713</b>
31 December 2015		-	-

There were no capitalised borrowing costs related to the internal development of software during the year (2015: Nil).

Intangible assets relate to cost of upgrade to Finacle core banking software. The original asset was leased from Standard Bank of South Africa (SBSA) under a Sale, Purchase and Assignment Agreement (SPA) which is currently a subject of pending litigation. Refer to note 30.6 for details of the litigation and explanation of the SPA. The software development cost was borne by the group and assessed by the group to qualify for capitalisation, since the future benefits are available to the group.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>19 Share capital and reserves</b>				
<b>19.1 Authorised</b> 13,000,000,000 Ordinary shares of 50k each (Dec 2015: 13,000,000,000 Ordinary shares of 50k each)	6,500	6,500	6,500	6,500
<b>19.2 Issued and fully paid-up</b> 10,000,000,000 Ordinary shares of 50k each (Dec 2015: 10,000,000,000 Ordinary shares of 50k each)	5,000	5,000	5,000	5,000
<b>Ordinary share premium</b>	65,450	65,450	65,450	65,450

There was no increase in authorised share capital during the year.

All issued shares are fully paid up. Details of directors' interest in shares, the shareholder spread and major shareholders are given in the directors' report on pages ii and iii of this annual report.

### 19.3 Reserves

#### a) Merger reserve

Merger reserve arose as a result of the implementation of the holding company restructuring. It represents the difference between pre-restructuring share premium/share capital and the post-restructuring share premium/share capital.

#### b) Other regulatory reserves

The other regulatory reserves includes statutory reserve and the small and medium scale industries reserve (SMEEIS) as described below.

##### (i) Statutory reserves

Nigerian banking and pension industry regulations require the Stanbic IBTC Bank PLC ("the bank") and Stanbic IBTC Pension Managers Ltd ("SIPML") that are subsidiary entities, to make an annual appropriation to a statutory reserve.

As stipulated by S.16(1) of the Banks and Other Financial Institution Act of 1991 (amended), an appropriation of 30% of profit after tax is made if the statutory reserve is less than paid-up share capital and 15% of profit after tax if the statutory reserve is greater than the paid up share capital. The bank (a subsidiary) transferred 15% of its profit after tax to statutory reserves as at year end.

Section 69 of Pension Reform Act, 2004 requires SIPML to transfer 12.5% of its profit after tax to a statutory reserve.

##### (ii) Small and medium scale industries reserve (SMEEIS)

The SMEEIS reserve is maintained to comply with the Central Bank of Nigeria (CBN) requirement that all licensed banks set aside a portion of the profit after tax in a fund to be used to finance equity investment in qualifying small and medium scale enterprises. Under the terms of the guideline (amended by CBN letter dated 11 July 2006), the contributions will be 10% of profit after tax and shall continue after the first 5 years but banks' contributions shall thereafter reduce to 5% of profit after tax. However, this is no longer mandatory. The small and medium scale industries equity investment scheme reserves are non-distributable. No transfer was made into the small and medium scale industries reserve for the year (2015: Nil).

#### c) Available for sale reserve

This represents unrealised gains or losses arising from changes in the fair value of available-for-sale financial assets which are recognised directly in the available-for-sale reserve until the financial asset is derecognised or impaired.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 19.3 Reserves (continued)

##### d) Statutory credit risk reserve

Should credit impairment on loans and advances as accounted for under IFRS using the incurred loss model differ from the Prudential Guidelines set by the Central Bank of Nigeria the following adjustment is required.

(i) If the Prudential Provision is greater than IFRS provisions; transfer the difference from the general reserve to a non-distributable regulatory reserve (statutory credit reserve).

(ii) If the Prudential Provision is less than IFRS provisions; the excess charges resulting should be transferred from the regulatory reserve account to the general reserve to the extent of the non-distributable reserve previously recognized.

Analysis of the statutory credit risk reserve is disclosed under note 6.1.

##### e) Share based payment reserve

This represents obligations under the equity settled portion of the group's share incentive scheme which enables key management personnel and senior employees to benefit from the performance of Stanbic IBTC Holdings Plc and its subsidiaries.

#### 20 Dividend

The directors recommend the payment of a final dividend of 5 kobo per share (Dec 2015: 5 kobo per share). Withholding tax is deducted at the time of payment.

#### 21 Deposit and current accounts

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>Deposits from banks</b>	<b>53,766</b>	95,446	-	-
Deposits under repurchase agreements	-	40,460	-	-
Other deposits from banks	<b>53,766</b>	54,986	-	-
<b>Deposits from customers</b>	<b>560,969</b>	493,513	-	-
Current accounts	<b>281,523</b>	188,148	-	-
Call deposits	<b>42,303</b>	38,192	-	-
Savings accounts	<b>38,630</b>	27,301	-	-
Term deposits	<b>191,535</b>	192,646	-	-
Negotiable certificate of deposits	<b>6,978</b>	47,226	-	-
<b>Total deposits and current accounts</b>	<b>614,735</b>	588,959	-	-

Included in deposits from banks is N605 million (Dec 2015: N71,115 million) due to Standard Bank Group. See note 36.3.

##### Maturity analysis

The maturity analysis is based on the remaining periods to contractual maturity from period end.

Repayable on demand	<b>446,724</b>	279,280	-	-
Maturing within 1 month	<b>89,925</b>	126,217	-	-
Maturing after 1 month but within 6 months	<b>67,108</b>	120,882	-	-
Maturing after 6 months but within 12 months	<b>10,973</b>	62,545	-	-
Maturing after 12 months	<b>5</b>	35	-	-
<b>Total deposits and current accounts</b>	<b>614,735</b>	588,959	-	-

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 21 Deposit and current accounts (continued)

##### Segmental analysis - geographic area

The following table sets out the distribution of the group's deposit and current accounts by geographic area.

Group	31 Dec. 2016		31 Dec. 2015	
	%	N million	%	N million
South South	5%	33,464	6	32,921
South West	70%	432,359	66	390,574
South East	2%	13,626	2	9,527
North West	4%	21,839	3	19,472
North Central	9%	54,680	6	36,807
North East	1%	5,001	1	4,212
Outside Nigeria	9%	53,766	16	95,446
<b>Total deposits and current accounts</b>	<b>100%</b>	<b>614,735</b>	<b>100</b>	<b>588,959</b>

#### 22 Other borrowings

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>On-lending borrowings</b>	<b>79,633</b>	60,808	-	-
FMO - Netherland Development Finance Company (see (i) below)	11,562	8,907	-	-
African Development Bank (see (ii) below)	427	-	-	-
Nigeria Mortgage Refinance Company	1,839	-	-	-
Bank of Industry (see (iii) below)	4,153	5,337	-	-
Standard Bank Isle of Man (see (iv) below & note 36.3)	50,524	37,229	-	-
CBN Commercial Agricultural Credit Scheme (see (v) below)	11,128	9,335	-	-
<b>Other debt funding</b>	<b>16,404</b>	20,299	<b>16,404</b>	-
Debt funding from banks (see (vi) below)	16,404	20,299	16,404	-
<b>Other borrowings</b>	<b>96,037</b>	81,107	<b>16,404</b>	-

The terms and conditions of other borrowings are as follows:

On-lending borrowings are funding obtained from Development Financial Institutions and banks which are simultaneously lent to loan customers. The group bears the credit risk on the loans granted to customers and are under obligation to repay the lenders. Specific terms of funding are provided below.

- This represents a on-lending dollar denominated loan of US\$45 million obtained from Netherland Development Finance Company (FMO). The facility was effective from 08 April 2015 and expires on 20 December 2019. Repayment of principal will be made in seven equal instalments commencing from 20 December 2016 up till maturity. Interest is payable semi-annually at 6-month LIBOR plus 3.50%.
- This represents US\$2.5m on-lending facility obtained during the year from African Development Bank. The facility was disbursed in two tranches of US\$1.25 million each. Tranche A is priced at 6-month LIBOR + 3.6%, while Tranche B is priced at 6-month LIBOR + 1.9%. Both tranches expires 09 June 2022 and are unsecured.
- The bank obtained a Central Bank of Nigeria (CBN) initiated on-lending naira facility from Bank of Industry in September 2010 at a fixed rate of 1% per annum on a tenor based on agreement with individual beneficiary customer. Disbursement of these funds are represented in loans and advances to customers. Based on the structure of the facility, the bank assumes default risk of amount lent to its customers. The facility was secured with treasury bills amounting to N2,716 million (Dec. 2015: N2,969 million). See note 8.2.
- The bank obtained dollar denominated long term on-lending facilities with floating rates tied to LIBOR from Standard Bank Isle of Man with average tenor of 5 years. The dollar value of the facility as at 31 December 2016 was USD\$153 million (2015: USD\$187 million).
- The bank obtained an interest free loan from the Central Bank of Nigeria (CBN) for the purpose of on - lending to customers under the Commercial Agricultural Credit Scheme (CACs). The tenor is also based on agreement with individual beneficiary customer. Disbursement of these funds are represented in loans and advances to customers. Based on the structure of the facility, the bank assumes default risk of amount lent to its customers.
- Other debt funding of N16.4bn billion represents a loan facility obtained from Zenith Bank effective 21 December 2016. The facility expires on 20 December 2021. Interest on the facility is payable at 19.65% per annum. Repayment term is 8 equal and consecutive semi-annual repayment of principal and interest commencing after 1 year moratorium. The N20.30bn for prior year relates to dollar-denominated facility obtained from a consortium of banks in 2015 which was repaid fully during the year upon maturity. The facility is secured with 176 million units of shares in Stanbic IBTC Pension Managers Limited.
- The group has not had any default of principal, interest or any other breaches with respect to its debt securities during the year ended 31 December 2016 (2015: Nil).

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 22 Other borrowings (continued)

viii Following the developments in the foreign exchange market, the group concluded during the year that it was no longer feasible to settle all its USD other borrowings at the interbank rate applied to other assets and liabilities. For the determination of the impacted USD deposits and other borrowings, the group assessed the deposits and other borrowings that were not covered by available USD assets for settlement of those liabilities.

And for determination of the applicable rate, the group made an analysis of applicable transactions in the market and based on that analysis assessed the rate at which the relevant USD deposits and other borrowing could have been settled if the cash flows occurred at balance sheet date. The different rate applied was N385/\$ and the impact was N3,765 million.

#### Maturity analysis

The maturity analysis is based on the remaining periods to contractual maturity from period end.

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Repayable on demand	203	134	-	-
Maturing within 1 month	2,559	750	-	-
Maturing after 1 month but within 6 months	4,318	9,566	-	-
Maturing after 6 months but within 12 months	25,956	23,350	-	-
Maturing after 12 months	63,001	47,307	16,404	-
	<b>96,037</b>	<b>81,107</b>	<b>16,404</b>	-

#### Movement in other borrowings

At start of year	81,107	70,151	-	-
Additions	22,054	30,734	16,404	-
Accrued interest	2,102	-	-	-
Effect of exchange rate changes [loss/(profit)]	35,382	1,963	-	-
Payments made	(44,608)	(21,741)	-	-
At end of year	<b>96,037</b>	<b>81,107</b>	<b>16,404</b>	-

#### 23 Subordinated debt

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Subordinated fixed rate notes- Naira (see (i) below)	15,609	15,594	-	-
Subordinated floating rate notes -Naira (see (ii) below)	104	104	-	-
Subordinated debt - US dollar (see (iii) below)	12,251	8,001	-	-
	<b>27,964</b>	<b>23,699</b>	-	-

The terms and conditions of subordinated debt are as follows:

- (i) This represents Naira denominated subordinated debt issued on 30 September 2014 at an interest rate of 13.25% per annum payable semi-annually. It has a tenor of 10 years and is callable after 5 years from the issue date. The debt is unsecured.
- (ii) This represents N100 million Naira denominated subordinated debt issued on 30 September 2014. Interest is payable semi-annually at 6-month Nigerian Treasury Bills yield plus 1.20%. It has a tenor of 10 years and is callable after 5 years from the issue date. The debt is unsecured.
- (iii) This represents US dollar denominated term subordinated non-collateralised facility of USD\$40million obtained from Standard Bank of South Africa effective 31 May 2013. The facility expires on 31 May 2025 and is repayable at maturity. Interest on the facility is payable semi-annually at LIBOR (London Interbank Offered Rate) plus 3.60%. See note 36.3.

The group has not had any default of principal, interest or any other covenant breaches with respect to its debt securities during the year ended 31 December 2016 (2015: Nil).

#### Movement in subordinated debt

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
At start of year	23,699	22,973	-	-
Additions	-	-	-	-
Accrued interest for the year	2,621	23	-	-
Accrued interest paid	(2,512)	-	-	-
Effect of exchange rate changes [loss/(profit)]	4,156	703	-	-
Payments made	-	-	-	-
At end of year	<b>27,964</b>	<b>23,699</b>	-	-

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

24 Current tax assets and liabilities	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Current tax liabilities	9,508	8,727	68	60
	9,508	8,727	68	60
<b>24.1 Reconciliation of current tax liabilities</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
Current tax liabilities at beginning of the year	8,727	9,847	60	129
Movement for the period	781	(1,120)	8	(69)
Charge for the period	8,981	7,370	328	99
(Over) / under provision - prior period	(296)	16	-	1
Payment made	(7,904)	(8,506)	(320)	(169)
<b>Current tax liabilities at end of the year</b>	<b>9,508</b>	<b>8,727</b>	<b>68</b>	<b>60</b>

**25 Provisions**

	Legal	Taxes & levies	Restructuring	Interest cost on judgment debt	Penalties & fines	Total
31 December 2016	N million	N million	N million	N million	N million	N million
Balance at 1 January 2016	8,043	984	-	-	1,000	10,027
Provisions made during the year	1,272	610	-	1,000	-	2,882
Provisions used during the year	(371)	(53)	-	-	(1,000)	(1,424)
Provisions reversed during the year	(904)	-	-	-	-	(904)
<b>Balance at 31 December 2016</b>	<b>8,040</b>	<b>1,541</b>	<b>-</b>	<b>1,000</b>	<b>-</b>	<b>10,581</b>
Current	-	-	-	-	-	-
Non-current	8,040	1,541	-	1,000	-	10,581
	8,040	1,541	-	1,000	-	10,581
31 December 2015	N million	N million	N million	N million	N million	N million
Balance at 1 January 2015	2,978	689	1,300	-	-	4,967
Provisions made during the year	5,065	420	-	-	1,000	6,485
Provisions used during the year	-	(125)	-	-	-	(125)
Provisions reversed during the year	-	-	(1,300)	-	-	(1,300)
<b>Balance at 31 December 2015</b>	<b>8,043</b>	<b>984</b>	<b>-</b>	<b>-</b>	<b>1,000</b>	<b>10,027</b>
Current	-	-	-	-	1,000	1,000
Non-current	8,043	984	-	-	-	9,027
	8,043	984	-	-	1,000	10,027



**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**(a) Legal**

In the conduct of its ordinary course of business, the group is exposed to various actual and potential claims, lawsuits. The group makes provision for amounts that would be required to settle obligations that may crystallise in the event of unfavourable outcome of the lawsuits. Estimates of provisions required are based on management judgment. See note 30.4 for further details.

**(b) Taxes & levies**

Provisions for taxes and levies relates to additional assessment on taxes, including withholding tax, value added tax, PAYE tax.

**(c) Interest cost on judgment debt**

Provisions for interest cost on judgment debt relates to additional liability that management estimates the group would be required to settle over and above a judgment debt in legal cases where the group appealed a lower court decision but believes its appeal is unlikely to be successful.

26	Other liabilities	Group		Company	
		31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>26.1</b>	<b>Summary</b>				
	Trading settlement liabilities	19,078	3,672	-	-
	Cash-settled share-based payment liability (note 31.11)	1,246	930	240	120
	Accrued expenses - staff	4,581	4,137	258	351
	Deferred revenue	331	4,238	-	-
	Accrued expenses - others	5,445	5,892	968	1,045
	Due to group companies (see note 36.3)	34,335	7,588	86	63
	Collections / remittance payable	9,498	10,511	40	-
	Customer deposit for letters of credit	41,420	17,203	-	-
	Liability on refinanced letters of credit	-	1,438	-	-
	Unclaimed balance	1,766	5,893	-	-
	Payables to suppliers and asset management clients	1,621	1,468	12	4
	Draft & bank cheque payable	1,629	1,423	-	-
	Electronic channels settlement liability	1,611	2,185	-	-
	Unclaimed dividends liability (see 26.2 below)	1,540	1,574	1 540	1 574
	Clients cash collateral for derivative	5,527	-	-	-
	Sundry liabilities	7,112	3,322	262	325
		<b>136,740</b>	<b>71,474</b>	<b>3,406</b>	<b>3,482</b>
	Current	128,625	55,186	1,614	1,784
	Non-current	8,115	16,288	1,792	1,698
		<b>136,740</b>	<b>71,474</b>	<b>3,406</b>	<b>3,482</b>

Unclaimed balances include to demand drafts not yet presented for payment by beneficiaries.

**26.2** Amount represents liability in respect of unclaimed dividends as at 31 December 2016. The assets held for the liability are presented in note 11 and note 15.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 27 Classification of financial instruments

##### Accounting classifications and fair values

The table below sets out the group's classification of assets and liabilities, and their fair values.

	Note	Held-for-trading	Loans and receivables	Available-for-sale	Other financial liabilities	Total carrying amount	Fair value <sup>1</sup>
		N million	N million	N million	N million	N million	N million
<b>31 December 2016</b>							
<b>Assets</b>							
Cash and cash equivalents	7	-	301,351	-	-	301,351	301,351
Derivative assets	10.6	14,317	-	-	-	14,317	14,317
Trading assets	9.1	16,855	-	-	-	16,855	16,855
Pledged assets	8	-	-	28,303	-	28,303	28,303
Financial investments	11	-	-	252,823	-	252,823	252,823
Loans and advances to banks	12	-	15,264	-	-	15,264	15,265
Loans and advances to customers	12	-	352,965	-	-	352,965	341,941
Other assets (see (a) below)		-	31,897	-	-	31,897	31,897
		<b>31,172</b>	<b>701,477</b>	<b>281,126</b>	<b>-</b>	<b>1,013,775</b>	<b>1,002,752</b>
<b>Liabilities</b>							
Derivative liabilities	10.6	11,788	-	-	-	11,788	11,788
Trading liabilities	9.2	5,325	-	-	-	5,325	5,325
Deposits from banks	21	-	-	-	53,766	53,766	53,766
Deposits from customers	21	-	-	-	560,969	560,969	574,310
Subordinated debt	23	-	-	-	27,964	27,964	25,423
Other borrowings	22	-	-	-	96,037	96,037	91,555
Other liabilities (see (b) below)		-	-	-	136,409	136,409	136,409
		<b>17,113</b>	<b>-</b>	<b>-</b>	<b>875,145</b>	<b>892,258</b>	<b>898,576</b>

(a) Other assets presented in the table above comprise financial assets only. The following items have been excluded: prepayment, indirect / withholding tax receivable, and accrued income.

(b) Other liabilities presented in the table above comprise financial liabilities only. The following items have been excluded: deferred revenue.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**27 Classification of financial instruments (continued)**

	Note	Held-for-trading	Loans and receivables	Available-for-sale	Other financial liabilities	Total carrying amount	Fair value <sup>1</sup>
		N million	N million	N million	N million	N million	N million
31 December 2015							
<b>Assets</b>							
Cash and cash equivalents	7	-	211,481	-	-	211,481	211,481
Derivative assets	10.6	911	-	-	-	911	911
Trading assets	9.1	37,956	-	-	-	37,956	37,956
Pledged assets	8	61,496	-	25,074	-	86,570	86,570
Financial investments	11	-	-	162,695	-	162,695	162,695
Asset held for sale	11.4	-	-	262	-	262	262
Loans and advances to banks	12	-	26,782	-	-	26,782	26,790
Loans and advances to customers	12	-	353,513	-	-	353,513	333,109
Other assets (see (a) below)		-	15,831	-	-	15,831	15,831
		100,363	607,607	188,031	-	896,001	875,605
<b>Liabilities</b>							
Derivative liabilities	10.6	383	-	-	-	383	383
Trading liabilities	9.2	24,101	-	-	-	24,101	24,101
Deposits from banks	21	-	-	-	95,446	95,446	96,523
Deposits from customers	21	-	-	-	493,513	493,513	497,194
Subordinated debt	23	-	-	-	23,699	23,699	23,959
Other borrowings	22	-	-	-	81,107	81,107	76,369
Other liabilities (see (b) below)		-	-	-	67,236	67,236	67,236
		24,484	-	-	761,001	785,485	785,765

<sup>1</sup> Carrying value has been used where it closely approximates fair values. Fair value estimates are generally subjective in nature, and are made as of a specific point in time based on the characteristics of the financial instruments and relevant market information. Where available, the most suitable measure for fair value is the quoted market price. In the absence of organised secondary markets for financial instruments, such as loans, deposits and unlisted derivatives, direct market prices are not always available. The fair value of such instruments was therefore calculated on the basis of well-established valuation techniques using current market parameters.

- (a) Other assets presented in the table above comprise financial assets only. The following items have been excluded: prepayment, indirect/ withholding tax receivable, and accrued income.
- (b) Other liabilities presented in the table above comprise financial liabilities only. The following items have been excluded: deferred revenue.

**28 Fair values of financial instruments**

The fair values of financial assets and financial liabilities that are traded in active markets are based on quoted market prices or dealer price quotations. For all other financial instruments, fair values are determined using other valuation techniques.

**28.1 Valuation models**

The group measures fair values using the following fair value hierarchy, which reflects the significance of the inputs used in making the measurements.

Level 1 - fair values are based on quoted market prices (unadjusted) in active markets for an identical instrument.

Level 2 - fair values are calculated using valuation techniques based on observable inputs, either directly (i.e. as quoted prices) or indirectly (i.e. derived from quoted prices). This category includes instruments valued using quoted market prices in active markets for similar instruments, quoted prices for identical or similar instruments in markets that are considered less than active or other valuation techniques where all significant inputs are directly or indirectly observable from market data.

Level 3 - fair values are based on valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

Valuation techniques include discounted cash flow models, comparison with similar instruments for which market observable prices exist, Black-Scholes and other valuation models. Assumptions and inputs used in valuation techniques include risk-free and benchmark interest rates, bonds and equity prices, foreign exchange rates, equity prices and expected volatilities and correlations.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments;
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves;
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value;
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

Fair value estimates obtained from models are adjusted for any other factors, such as liquidity risk or model uncertainties, to the extent that the group believes that a third party market participant would take them into account in pricing a transaction. For measuring derivatives that might change classification from being an asset to a liability or vice versa such as interest rate swaps, fair values take into account the credit valuation adjustment (CVA) when market participants take this into consideration in pricing the derivatives.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

## 28 Fair values of financial instruments

### 28.2 Valuation framework

The group has an established control framework with respect to the measurement of fair values. This framework includes a *market risk function*, which has overall responsibility for independently verifying the results of trading operations and all significant fair value measurements, and a *product control function*, which is independent of front office management and reports to the Chief Financial Officer. The roles performed by both functions include:

- verification of observable pricing
- re-performance of model valuations;
- review and approval process for new models and changes to models
- calibration and back-testing of models against observed market transactions;
- analysis and investigation of significant daily valuation movements; and
- review of significant unobservable inputs, valuation adjustments and significant changes to the fair value measurement of level 3 instruments.

Significant valuation issues are reported to the audit committee.

### 28.3 Financial instruments measured at fair value - fair value hierarchy

The tables below analyze financial instruments carried at fair value at the end of the reporting period, by level of fair value hierarchy into which the fair value measurement is categorised. The amounts are based on the values recognised in the statement of financial position. See note 4.5 on accounting policies on fair value.

Group	Note	Fair value N million	Level 1 N million	Level 2 N million	Level 3 N million	Total N million
<b>31 December 2016</b>						
<b>Assets</b>						
Derivative assets	10.6	14,317	-	14,317	-	14,317
Trading assets	9.1	16,855	11,854	5,001	-	16,855
Pledged assets	8	28,303	28,303	-	-	28,303
Financial investments	11	252,823	251,247	470	1,106	252,823
		312,298	291,404	19,788	1,106	312,298
<b>Comprising:</b>						
Held-for-trading		31,172	11,854	19,318	-	31,172
Available-for-sale		281,126	279,550	470	1,106	281,126
		312,298	291,404	19,788	1,106	312,298
<b>Liabilities</b>						
Derivative liabilities	10.6	11,788	-	11,788	-	11,788
Trading liabilities	9.2	5,325	5,325	-	-	5,325
		17,113	5,325	11,788	-	17,113
<b>Comprising:</b>						
Held-for-trading		17,113	5,325	11,788	-	17,113
		17,113	5,325	11,788	-	17,113

There have been no transfers between Level 1 and Level 2 during the year. No reclassifications were made in or out of level 3 during the year.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**28 Financial instruments measured at fair value (continued)**

**28.3 Financial instruments measured at fair value - fair value hierarchy**

Group	Note	Fair value N million	Level 1 N million	Level 2 N million	Level 3 N million	Total N million
31 December 2015						
<b>Assets</b>						
Derivative assets	10.6	911	-	911	-	911
Trading assets	9.1	37,956	37,145	811	-	37,956
Pledged assets	8	86,570	86,570	-	-	86,570
Financial investments	11	162,695	161,914	541	240	162,695
Asset held for sale	11.4	-	-	-	262	262
		<b>288,132</b>	<b>285,629</b>	<b>2,263</b>	<b>502</b>	<b>288,394</b>
<b>Comprising:</b>						
Held-for-trading		100,363	98,641	1,722	-	100,363
Available-for-sale		187,769	186,988	541	502	188,031
		<b>288,132</b>	<b>285,629</b>	<b>2,263</b>	<b>502</b>	<b>288,394</b>
<b>Liabilities</b>						
Derivative liabilities	10.6	383	-	383	-	383
Trading liabilities	9.2	24,101	7,911	16,190	-	24,101
		<b>24,484</b>	<b>7,911</b>	<b>16,573</b>	<b>-</b>	<b>24,484</b>
<b>Comprising:</b>						
Held-for-trading		24,484	7,911	16,573	-	24,484
Designated at fair value		-	-	-	-	-
		<b>24,484</b>	<b>7,911</b>	<b>16,573</b>	<b>-</b>	<b>24,484</b>

There have been no transfers between Level 1 and Level 2 during the year. No reclassifications were made in or out of level 3 during the year.

**28.4 Level 3 fair value measurement**

- (i) The following table shows a reconciliation from the beginning balances to the ending balances for fair value measurements in level 3 of the fair value hierarchy.

	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>Financial investments - unquoted equities</b>		
Balance at 1 January	502	164
Unrealised gain/(loss) recognised in other comprehensive income	604	338
<b>Balance at year end</b>	<b>1,106</b>	<b>502</b>

Gain or loss for the period in the table above are presented in the statement of other comprehensive income as follows:

	31 Dec. 2016 N million	31 Dec. 2015 N million
Net change in fair value of available-for-sale financial assets	604	338



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**28.4 Level 3 fair value measurement (continued)**

**(ii) Unobservable inputs used in measuring fair value**

The information below describes the significant unobservable inputs used at year end in measuring financial instruments categorised as level 3 in the fair value hierarchy.

Type of financial instrument	Fair value as at 31-Dec-2016 (N million)	Valuation technique	Significant unobservable input	Fair value measurement sensitivity to unobservable input
Unquoted equities	716 (2015: 502)	Discounted cash flow	- Risk adjusted discount rate	A significant increase in the spread above the risk-free rate would result in a lower fair value.

**(iii) The effect of unobservable inputs on fair value measurement (sensitivity analysis)**

The table below indicates the valuation techniques and main assumptions used in the determination of the fair value of the level 3 assets and liabilities measured at fair value on a recurring basis. The table further indicates the effect that a significant change in one or more of the inputs to a reasonably possible alternative assumption would have on profit or loss at the reporting date.

	Valuation technique	Significant unobservable input	Variance in fair value measurement	Effect on OCI	
				Favourable Nmillion	Unfavourable Nmillion
<b>2016</b>					
Financial investment - unquoted equities	Discounted cash flow	Risk adjusted discount rate	From (2%) to 2%	<b>80</b>	<b>( 64)</b>
<b>2015</b>					
Financial investment - unquoted equities	Discounted cash flow	Risk adjusted discount rate	From (2%) to 2%	56	( 39)

**28.5 Financial instruments not measured at fair value - fair value hierarchy**

The following table set out the fair values of financial instruments not measured at fair value and analyses them by the level in the fair value hierarchy into which each fair value measurement is categorised.

Group	Fair value	Level 1 N million	Level 2 N million	Level 3 N million	Total N million
<b>31 December 2016</b>					
<b>Assets</b>					
Cash and cash equivalents	<b>301,351</b>	-	<b>301,351</b>	-	<b>301,351</b>
Loans and advances to banks	<b>15,264</b>	-	-	<b>15,265</b>	<b>15,265</b>
Loans and advances to customers	<b>352,965</b>	-	-	<b>341,941</b>	<b>341,941</b>
Other financial assets	<b>31,897</b>	-	<b>31,897</b>	-	<b>31,897</b>
	<b>701,477</b>	-	<b>333,248</b>	<b>357,206</b>	<b>690,454</b>
<b>Liabilities</b>					
Deposits from banks	<b>53,766</b>	-	<b>53,766</b>	-	<b>53,766</b>
Deposits from customers	<b>560,969</b>	-	<b>574,310</b>	-	<b>574,310</b>
Other borrowings	<b>96,037</b>	-	<b>91,555</b>	-	<b>91,555</b>
Subordinated debt	<b>27,964</b>	-	<b>25,423</b>	-	<b>25,423</b>
Other financial liabilities	<b>136,409</b>	-	<b>136,409</b>	-	<b>136,409</b>
	<b>875,145</b>	-	<b>881,463</b>	-	<b>881,463</b>

**STANBIC IBTC HOLDINGS PLC****Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**28.5 Financial instruments not measured at fair value - fair value hierarchy (continued)**

Group	Fair value N million	Level 1 N million	Level 2 N million	Level 3 N million	Total N million
31 December 2015					
<b>Assets</b>					
Cash and cash equivalents	211,481	-	211,481	-	211,481
Loans and advances to banks	26,782	-	-	26,790	26,790
Loans and advances to customers	353,513	-	-	333,109	333,109
Other financial assets	15,831	-	15,831	-	15,831
	<b>607,607</b>	<b>-</b>	<b>227,312</b>	<b>359,899</b>	<b>587,211</b>
<b>Liabilities</b>					
Deposits from banks	95,446	-	96,523	-	96,523
Deposits from customers	493,513	-	497,194	-	497,194
Other borrowings	81,107	-	76,369	-	76,369
Subordinated debt	23,699	-	23,959	-	23,959
Other financial liabilities	67,236	-	67,236	-	67,236
	<b>761,001</b>	<b>-</b>	<b>761,281</b>	<b>-</b>	<b>761,281</b>

Fair value of loans and advances is estimated using discounted cash flow techniques. Input into the valuation techniques includes interest rates and expected cash flows. Expected cash flows are discounted at current market rates to determine fair value.

Fair value of deposits from banks and customers is estimated using discounted cash flow techniques, applying the rates offered for deposits of similar maturities and terms. The fair value of deposits payable on demand is the amount payable at the reporting date.

**29 Financial instruments subject to offsetting, enforceable master netting arrangements and similar agreements**

IFRS requires financial assets and financial liabilities to be offset and the net amount presented in the statement of financial position when, and only when, the group and company have a current legally enforceable right to set off recognised amounts, as well as the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Accordingly, the following table sets out the impact of offset, as well as financial assets and financial liabilities that are subject to an enforceable master netting arrangement or similar agreement, irrespective of whether they have been offset in accordance with IFRS.

It should be noted that the information below is not intended to represent the group and company's actual credit exposure, nor will it agree to that presented in the statement of financial position.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**29 Financial instruments subject to offsetting, enforceable master netting arrangements and similar agreements (continued)**

<b>Group</b>	<b>Gross amount of recognised financial assets<sup>1</sup></b>	<b>Gross amounts of recognised liabilities offset in the statement of financial position<sup>2</sup></b>	<b>Net amounts of financial assets presented in the statement of financial position</b>	<b>Financial instruments, financial collateral and cash collateral<sup>3</sup></b>	<b>Net amount</b>
	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
<b>31 December 2016</b>					
<b>Assets</b>					
Derivative assets	266	-	266	(266)	-
Loans and advances to customers	6,900	-	6,900	(4,934)	1,966
	<b>7,166</b>	<b>-</b>	<b>7,166</b>	<b>(5,200)</b>	<b>1,966</b>

<b>Group</b>	<b>Gross amount of recognised financial liabilities<sup>1</sup></b>	<b>Gross amounts of recognised assets offset in the statement of financial position<sup>2</sup></b>	<b>Net amounts of financial liabilities presented in the statement of financial position</b>	<b>Financial instruments, financial collateral and cash collateral<sup>3</sup></b>	<b>Net amount</b>
	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
<b>31 December 2016</b>					
<b>Liabilities</b>					
Derivative liabilities	(5,336)	-	(5,336)	266	(5,070)
Deposits from banks	-	-	-	-	-
	<b>(5,336)</b>	<b>-</b>	<b>(5,336)</b>	<b>266</b>	<b>(5,070)</b>

<sup>1</sup>Gross amounts are disclosed for recognised assets and liabilities that are either offset in the statement of financial position or subject to a master netting arrangement or a similar agreement, irrespective of whether the offsetting criteria is met.

<sup>2</sup>The amounts that qualify for offset in accordance with the criteria per IFRS.

<sup>3</sup>Related amounts not offset in the statement of financial position that are subject to a master netting arrangement or similar agreement, including financial collateral (whether recognised or unrecognised) and cash collateral.

The table below sets out the nature of agreement and the types of rights relating to items which do not qualify for offset but that are subject to a master netting arrangement or similar agreement.

	<b>Nature of agreement</b>	<b>Related rights</b>
Derivative assets and liabilities	ISDAs	The agreement allows for set off in the event of default
Trading liabilities	Global master repurchase agreements	The agreement allows for set off in the event of default

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**29 Financial instruments subject to offsetting, enforceable master netting arrangements and similar agreements (continued)**

<b>Group</b>	<b>Gross amount of recognised financial assets<sup>1</sup></b>	<b>Gross amounts of recognised liabilities offset in the statement of financial position<sup>2</sup></b>	<b>Net amounts of financial assets presented in the statement of financial position</b>	<b>Financial instruments, financial collateral and cash collateral<sup>3</sup></b>	<b>Net amount</b>
	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
<b>31 December 2015</b>					
<b>Assets</b>					
Derivative assets	364	-	364	(364)	-
Pledged assets	61,496	-	61,496	(40,460)	21,036
	<b>61,860</b>	<b>-</b>	<b>61,860</b>	<b>(40,824)</b>	<b>21,036</b>

<b>Group</b>	<b>Gross amount of recognised financial liabilities<sup>1</sup></b>	<b>Gross amounts of recognised assets offset in the statement of financial position<sup>2</sup></b>	<b>Net amounts of financial liabilities presented in the statement of financial position</b>	<b>Financial instruments, financial collateral and cash collateral<sup>3</sup></b>	<b>Net amount</b>
	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
<b>31 December 2015</b>					
<b>Liabilities</b>					
Derivative liabilities	364	-	364	(364)	-
Deposits from banks	40,460	-	40,460	(40,460)	-
	<b>40,824</b>	<b>-</b>	<b>40,824</b>	<b>(40,824)</b>	<b>-</b>

<sup>1</sup>Gross amounts are disclosed for recognised assets and liabilities that are either offset in the statement of financial position or subject to a master netting arrangement or a similar agreement, irrespective of whether the offsetting criteria is met.

<sup>2</sup>The amounts that qualify for offset in accordance with the criteria per IFRS.

<sup>3</sup>Related amounts not offset in the statement of financial position that are subject to a master netting arrangement or similar agreement, including financial collateral (whether recognised or unrecognised) and cash collateral.

The table below sets out the nature of agreement and the types of rights relating to items which do not qualify for offset but that are subject to a master netting arrangement or similar agreement.

	<b>Nature of agreement</b>	<b>Related rights</b>
Derivative assets and liabilities	ISDAs	The agreement allows for set off in the event of default
Trading liabilities	Global master repurchase agreements	The agreement allows for set off in the event of default

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>30 Contingent liabilities and commitments</b>				
<b>30.1 Contingent liabilities</b>				
Letters of credit	15,620	19,638	-	-
Guarantees	38,523	30,335	-	-
	<b>54,143</b>	<b>49,973</b>	<b>-</b>	<b>-</b>
Guarantees and letters of credit are given to third parties as security to support the performance of a customer to third parties. As the group will only be required to meet these obligations in the event of the customer's default, the cash requirements of these instruments are expected to be considerably below their nominal amounts.				
<b>30.2 Capital commitments</b>				
Contracted capital expenditure	596	4,117	-	-
Capital expenditure authorised but not yet contracted	8,841	1,100	-	-
	<b>9,437</b>	<b>5,217</b>	<b>-</b>	<b>-</b>

The expenditure will be funded from the group's internal resources.

#### 30.3 Loan commitments

As at 31 December 2016, the group had irrevocable loan commitments amounting to N30.2 billion (2015: N29.9 billion) in respect of various loan contracts.

#### 30.4 Legal proceedings

In the ordinary course of business the group is exposed to various actual and potential claims, lawsuits and other proceedings that relate to alleged errors, omissions, breaches. The directors are satisfied, based on present information and the assessed probability of such existing claims crystallising that the group has adequate insurance cover and / or provisions in place to meet such claims.

There were a total of 282 legal proceedings outstanding as at 31 December 2016 (Dec. 2015: 217 cases). 179 of these were against the group with claims amounting to N158 billion (31 December 2015: N399.6 billion), while 103 other cases were instituted by the group with claims amounting to N13 billion (31 December 2015: N9 billion).

The claims against the group are generally considered to have a low likelihood of success and the group is actively defending same. Management believes that the ultimate resolution of any of the proceedings will not have a significantly adverse effect on the group. Where the group envisages that there is a more than average chance that a claim against it will succeed, adequate provisions are raised in respect of such claim. See note 25 for details of provisions raised.

#### 30.5 Update on the legal case between Stanbic IBTC Holdings PLC and the Financial Reporting Council

In November 2016, Stanbic IBTC Holdings PLC (SIBTC), the Financial Reporting Council of Nigeria (FRC) and National Office for Technology Acquisition and Promotion (NOTAP) reached an agreement on some of the issues that are related to the FRC regulatory decision and SIBTC's appeal, including a settlement payment. Pursuant to such agreement, SIBTC's appeal has been amended and its sole focus now relates to the alleged illegality of the agreements between SIBTC and Standard Bank of South Africa (SBSA). The appeal (as amended) is however still pending before the Federal Court of Appeal. The FRC, which has amended its brief of appeal in response to the amended appeal filed by SIBTC has also withdrawn its cross appeal and its appeal against the injunctive orders of the Federal High Court. The matter has been adjourned to 03 October 2017.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

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#### 30.6 Finacle Core Banking software

In 2012, SBSA purchased from Stanbic IBTC Bank PLC its Finacle banking software for a consideration of ZAR 189million which sale was captured in a Sale, Purchase and Assignment Agreement (SPA) submitted to the National Office for Technology Acquisition and Promotion ("NOTAP") for approval in 2013. NOTAP therefore did not approve the Agreement. Subsequently, an affiliate software agreement was established with Stanbic IBTC Bank which related to the SBSA licensing back the purchased software to Stanbic IBTC Bank in consideration of the payment of an annual license fee.

On 27 December 2013, NOTAP approved and registered the Affiliate Software License with a total technology fee not exceeding US\$10,324,286.70 expiring on 31 May 2015 (Certificate No. NOTAP/AG/FI/1280/12/217). An amount of US\$ 9.6m was remitted to SBSA on account of this authorisation. Following the expiration of NOTAP's approval for this license, no additional accruals have been made in relation to the fees payable for the use of the software as a result of the Bank's inability to obtain NOTAP's further approval on the said affiliate software agreement subsequent to 31 May 2015. Stanbic IBTC Bank will ensure that an arrangement is in place for the continued use of Finacle software.

The approval received from NOTAP for the payment of US\$10.3m under the affiliate software agreement (ASA) is related to the software sold to SBSA pursuant to the SPA. The legality of the SPA is the issue before the Court of Appeal, Lagos Division in Appeal No. CA/L/208/2016. The transactions involved in the SPA will be reviewed, determined and accounted for after the judgement of the Court of Appeal, Lagos Division.

As part of the Federal High Court judgement of the 14 December 2015, in the legal case between Stanbic IBTC Holdings PLC (SIBTC) and the FRC, the Court ruled that the original sale of the Finacle banking software to Standard Bank of South Africa (SBSA) through the SPA was illegal, null and void, because NOTAP's approval to the SPA had not been obtained. The Court also ruled that the agreement between SIBTC and SBSA by which the exported technology was leased back to Stanbic IBTC Bank was also illegal, null and void. Below is a consideration of the accounting implication.

The SPA agreement involved SBSA paying ZAR 189million to SIBTC to acquire the Finacle V1 software in 2012. The proceeds of the sale has since been held in an interest bearing deposit account with SBSA. As at 31 December 2016, the balance in the account was ZAR 243 million (made up of ZAR 189 million plus ZAR 54 million accrued interest up to 31 December 2016). SIBTC is yet to fulfill the full condition of the SPA agreement which will result in the release of the deposit in escrow.

SIBTC is currently reviewing a number of options to successfully separate its IT infrastructure from those of SBSA. Any chosen approach would require approvals from the Board, shareholders, NOTAP and the CBN.

**STANBIC IBTC HOLDINGS PLC****Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**30.7 Obligations not recognised on transactions with pending regulatory registration**

In compliance with the rules of the Financial Reporting Council of Nigeria (FRC), the group has not recognised in these financial statements its obligations under some agreements where regulatory registration was yet to be received as at the end of the reporting period.

The details of the affected transactions and the associated obligations are as follows:

Type of agreement	Transferor	Registration status	Contingent liability	
			31 Dec. 2016 N million	31 Dec. 2015 N million
Software License Agreement with SunTec Business Solutions FZE	External	Pending	6	4
Master Agreement between Wizzit Technologies and Stanbic IBTC Bank PLC	External	Pending	18	8
Information Technology Agreement between Stanbic IBTC Bank PLC and Infosys Technologies Limited (Online Procurement Request)	External	Pending	294	87
Software License and Support Agreement between Intellinx Limited and Stanbic IBTC Bank PLC	External	Pending	115	-
Agreement with Infosys Technologies Limited & Nucleus Software Limited (Finacle ITMS Integration Programme) Cash Management Solution	External	Pending	148	837

**Third party funds under management and funds under administration**

Members of the group provide discretionary and non-discretionary investment management services to institutional and private investors.

Commissions and fees earned in respect of trust and management activities performed are included in profit or loss.

Assets managed and funds administrated on behalf of third parties include:

	31 Dec. 2016 N million	31 Dec. 2015 N million
Pension funds	1,883,584	1,592,000
Unit Trusts / Collective investments	86,743	81,860
Trusts and Estates	22,507	24,756
Assets held under custody - custodial services	2,899,792	1,696,850
	<b>4,892,626</b>	<b>3,395,466</b>



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**31 Income statement information**

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>31.1 Interest income</b>				
Interest on loans and advances to banks	1,200	2,560	-	-
Interest on loans and advances to customers	54,910	59,734	-	-
Interest on investments	31,357	20,392	17	14
	<b>87,467</b>	<b>82,686</b>	<b>17</b>	<b>14</b>

All interest income reported above relates to financial assets not carried at fair value through profit or loss. Interest income for the year ended 31 December 2016 includes N80 million relating to the unwinding of discount element of credit impairments.

Included in interest income is N184 million (2015: N281 million) earned from related party transactions. See note 36.3.

Interest on investments of N17 million (2015: N14 million) reported by the company relates to interest earned on money market mutual funds held by the company.

<b>31.2 Interest expense</b>				
Savings accounts	821	623	-	-
Current accounts	701	2,141	-	-
Call deposits	1,744	4,734	-	-
Term deposits	18,294	25,136	97	-
Interbank deposits	2,790	2,336	-	-
Borrowed funds	5,258	3,856	-	-
	<b>29,608</b>	<b>38,826</b>	<b>97</b>	<b>-</b>

All interest expense reported above relates to financial assets not carried at fair value through profit or loss.

Included in interest expense reported above is N2,224 million (2015: N2,470 million) from related party transactions. See note 36.3.

<b>31.3 Net fee and commission revenue</b>				
Fee and commission revenue	52,918	41,257	852	743
Account transaction fees	7,113	2,814	-	-
Card based commission	3,970	2,372	-	-
Brokerage and financial advisory fees	2,944	5,218	-	-
Asset management fees	27,453	23,220	-	-
Custody transaction fees	1,751	1,851	-	-
Electronic banking	1,209	926	-	-
Foreign currency service fees	6,562	2,664	-	-
Documentation and administration fees	1,298	1,572	-	-
Other fee and commission revenue	618	620	852	743
Fee and commission expense	(764)	(553)	-	-
	<b>52,154</b>	<b>40,704</b>	<b>852</b>	<b>743</b>

Other fee income for Group includes commission on sale of government securities, agency fee, account statement fee, funds transfer charges, salary processing and administration charges, reference letter charges, and cash withdrawal charges.

Other fee and commission income for the Company of N835 million (2015: N743 million) represent fee income earned by the company from technical and management service provided to subsidiaries.

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>31 Income statement information (continued)</b>				
<b>31.4 Trading revenue</b>				
Foreign exchange	6,218	7,227	-	-
Fixed income	5,548	11,991	-	-
Interest rates	3,563	(3,735)	-	-
Equities	(3)	20	-	-
	<b>15,326</b>	<b>15,503</b>	<b>-</b>	<b>-</b>
Included in trading revenue reported above is a trading loss amount of N5,136m (2015: N432m) from related party transactions. See note 36.3 for details.				
<b>31.5 Other revenue</b>				
Dividend income	225	208	1,501	10,148
Gains on disposal of property and equipment	56	52	-	5
Others (see (b) below)	433	321	158	77
	<b>714</b>	<b>581</b>	<b>1,659</b>	<b>10,230</b>
<b>(a)</b> Dividend income was earned from the following investees:				
Stanbic IBTC Pension Managers Limited	-	-	-	5,788
Stanbic IBTC Bank PLC	-	-	-	1,500
Stanbic IBTC Capital Limited	-	-	-	1,200
Stanbic IBTC Asset Management Limited	-	-	800	810
Stanbic IBTC Stockbrokers Limited	-	-	520	850
Stanbic IBTC Ventures Limited	-	-	100	-
Stanbic IBTC Trustees Limited	-	-	81	-
Other equity investments	225	208	-	-
	<b>225</b>	<b>208</b>	<b>1,501</b>	<b>10,148</b>
<b>(b)</b> These include gains from investment of unclaimed dividends, investment administration charges, and distribution received from liquidation of unquoted equity investments.				
<b>31.6 Credit impairment charges</b>				
Net credit impairments raised and released for	20,272	15,114	-	-
Recoveries on loans and advances previously	(469)	(183)	-	-
	<b>19,803</b>	<b>14,931</b>	<b>-</b>	<b>-</b>
<b>Comprising:</b>				
Net specific credit impairment charges	15,925	12,009	-	-
Specific credit impairment charges (note 12.3)	16,394	12,192	-	-
Recoveries on loans and advances previously written off	(469)	(183)	-	-
Portfolio credit impairment charges/(reversal) (note 12.3)	3,878	2,922	-	-
	<b>19,803</b>	<b>14,931</b>	<b>-</b>	<b>-</b>
<b>31.7 Staff costs</b>				
Short term - salaries and allowances	28,957	26,146	500	408
Provision for restructuring	-	(1,300)	-	-
Staff cost: below-market loan adjustment	241	135	-	-
Equity-linked transactions (note 31.11)	975	(156)	-	21
	<b>30,173</b>	<b>24,825</b>	<b>500</b>	<b>429</b>

Included in staff costs is N333m (2015: N300 million) representing salaries and allowances paid to executive directors for the year. See note 32.

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>31 Income statement information (continued)</b>				
<b>31.8 Other operating expenses</b>				
Information technology	4,751	4,159	-	-
Communication expenses	921	919	-	-
Premises and maintenance	4,023	2,593	-	-
Depreciation expense	4,204	3,479	229	195
Amorisation of intangible assets	33	-	-	-
Finacle core banking software	-	(967)	-	-
Deposit insurance premium	2,382	2,309	-	-
AMCON expenses	4,504	4,664	-	-
Other insurance premium	647	199	-	-
Auditors remuneration	310	263	64	18
Non-audit service fee (see (ii) below)	31	47	1	9
Professional fees	2,213	1,602	-	-
Administration and membership fees	2,103	1,367	-	-
Training expenses	726	730	-	-
Security expenses	1,195	1,216	-	-
Travel and entertainment	1,280	1,457	-	-
Stationery and printing	874	919	-	-
Marketing and advertising	2,853	2,485	-	-
Pension administration expense	336	-	-	-
Pension sales agent commission	-	90	-	-
Penalties and fines	70	100	-	-
Donations	122	233	84	170
Operational losses	248	181	-	-
Directors fees	334	312	208	191
Provision for legal costs, levies and fines	1,978	6,485	-	-
Impairment of other financial assets	914	964	-	-
Indirect tax (VAT)	437	437	55	54
Motor vehicle maintenance expense, conference expenses, and other office administration expenses	1,379	998	(211)	22
	<b>38,868</b>	<b>37,241</b>	<b>430</b>	<b>659</b>

**STANBIC IBTC HOLDINGS PLC****Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**31 Income statement information (continued)****(ii) Non-audit services**

The details of services provided by the auditors (Messrs KPMG Professional Services) during the year, other than statutory audit of financial statements, are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>31 Dec. 2016</b>	31 Dec. 2015	<b>31 Dec. 2016</b>	31 Dec. 2015
	<b>N million</b>	N million	<b>N million</b>	N million
Tax services – review tax implementation plan NGR transaction	-	2	-	-
Advisory services – general banking remuneration survey	-	1	-	1
Advisory services – provision of research information on retail market	-	25	-	-
Tax services – review transfer pricing documentation	1	5	1	5
Assurance services – review of loan certification report	-	3	-	-
Advisory service – survey staff relocation	-	3	-	3
Audit of deposit insurance certification	1	2	-	-
Tax advisory services	-	2	-	-
Assurance services – ISAE 3000 review of controls at Stanbic IBTC Nominees Limited	5	4	-	-
Advisory services – survey financial services industry	3	-	-	-
Compilation of financial information for preparation of rights issue	5	-	-	-
CBN corporate governance and whistle blowing guidelines	12	-	-	-
Training services	1	-	-	-
Audit services – audit procedures on BA 610 reporting for SBSA	3	-	-	-
	<b>31</b>	<b>47</b>	<b>1</b>	<b>9</b>

**31.9 Transactions requiring regulatory approval**

The rules of Financial Reporting Council of Nigeria require that transactions or agreements requiring registration by regulatory body in Nigeria shall only be recognised in the financial statements to the extent that approval is obtained. For transactions recognised, the relevant registration details are required to be disclosed.

The group obtained approval of National Office for Technology and Promotion (NOTAP) for some information technology project, the cost of which have been recognised in these financial statements. Relevant details are disclosed as follows:

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**31 Income statement information (continued)**

**31.9 Transactions requiring regulatory approval (continued)**

	Transaction involved	Registration certificate number	Approved basis and amount	Certificate validity	Amounts recognised in financial statements	
					2016 N million	2015 N million
(i)	Amendment to the Master Software License Agreement between Edgerve Systems Limited India and Stanbic IBTC Bank PLC	NOTAP/AG-1280/21/103	\$709,997	1 year expiring on 31 December 2016	201	-
(ii)	The Master agreement between Wizzit International and Stanbic IBTC PLC	NOTAP/AG/FI/1280/16/102	\$29,980	30 April 2016 to 30 April 2017	9	-
(iii)	Microsoft Volume Licensing Agreement between Microsoft and Stanbic IBTC Bank PLC	NOTAP/AG/FI/1280/15/64	Bulk remittance of \$3,396,240.00	01 March 2015 to 28 February 2018	385	253
(iv)	Software License and Support Agreement between Intellinx Limited and Stanbic IBTC Bank PLC	NOTAP/AG/FT/1280/17/138	Bulk remittance of \$425,880.00	02-05-14 to 01-05-2017	85	121
					<b>680</b>	<b>374</b>

- (i) NOTAP issued approval for one year for payment of Annual Technical Supports (ATS) services for Finacle software expiring in December 2016. During this period, a total payment of N201 million was made.
- (ii) NOTAP approved the transfer of technology agreement with Wizzit International, South Africa for a period of one year expiring in April 2017. During this period, a total amount of N9 million was paid to Wizzit International.
- (iii) The software license agreement payment to Microsoft Ireland Operations Limited was approved by NOTAP in 2015 for a validity period of 3 years. During the year under review, a total payment of N385 million was made.
- (iv) NOTAP approval was received for a period of 3 years, effective May 2014, for a software license agreement with Intellinx Limited. During this period, a total amount of N85 million was paid to Intellinx Limited. The approval expires in 2017.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

**For the year ended 31 December 2016**

**31.10 Operating leases**

The group leases a number of branch and office premises under operating leases. The lease period varies, and typically run for a period of 3 to 10 years, with an option to renew the lease after that date. Lease payments are increased periodically (usually every three years) to reflect market rentals.

At period end, the future minimum lease payments under non-cancellable operating leases were payable as follows:

	<b>Group</b>		<b>Company</b>	
	<b>31 Dec. 2016</b>	31 Dec. 2015	<b>31 Dec. 2016</b>	31 Dec. 2015
	<b>N million</b>	N million	<b>N million</b>	N million
Less than one year	<b>51</b>	135	-	-
Between one and five years	<b>354</b>	203	-	-
More than five years	-	-	-	-
	<b>405</b>	338	-	-

**31.11 Share-based payment transactions**

The group operates a number of share-based payment arrangements under which the entity receives services from employees as a consideration for equity instrument of the group or cash settlement based on equity instrument of the group.

At 31 December 2016, the group had the following share-based arrangements.

- (a) Share appreciation rights based on equity instrument of Stanbic IBTC Holdings PLC (Stanbic IBTC Equity Growth Scheme) - cash settled
- (b) Share options and appreciation rights based on equity instrument of Standard Bank Group (Parent company share incentive schemes) - equity settled.
- (c) Deferred bonus scheme.

The expenses and liabilities recognised in respect of the share based arrangements are as follows:

	<b>31 Dec. 2016</b>	31 Dec. 2015
	<b>N million</b>	N million
<b>Expenses recognised in staff costs</b>		
<b>Expenses recognised in staff costs</b>		
Stanbic IBTC Equity Growth Scheme (credit)/charge	<b>129</b>	(625)
Parent company share incentive schemes**	<b>(8)</b>	19
Deferred bonus scheme (DBS)	<b>854</b>	450
	<b>975</b>	(156)

	<b>31 Dec. 2016</b>	31 Dec. 2015
	<b>N million</b>	N million
<b>Liabilities recognised in other liabilities</b>		
Stanbic IBTC Equity Growth Scheme	<b>421</b>	306
Deferred bonus scheme	<b>825</b>	624
	<b>1,246</b>	930

\*\*The parent company share incentive scheme is equity settled. As such, a corresponding increase in equity has been recognised. See Statement of changes in equity for further details.

**(a) Stanbic IBTC Equity Growth Scheme**

On 1 March 2010 and 1 March 2011, the group granted share appreciation rights to key management personnel that entitles the employees to cash value determined based on the increase in share price of Stanbic IBTC Holdings PLC between grant date and exercise date.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 31.11 Share-based payment transactions (continued)

##### (a) Stanbic IBTC Equity Growth Scheme (continued)

The object and purpose of the scheme is to promote an identity of interest between the group and its senior employees, to attract, retain and motivate skilled and competent personnel with high potential to influence the direction, growth and profitability of the group by enhancing leadership commitment and drive to grow the group market value and position in support of shareholder interests.

The provision in respect of liabilities under the scheme amounts to N421 million at 31 December 2016. (2015: N306 million).

The terms and conditions of the grants are as follows.

Vesting category	Year	% vesting	Expiry
Type A	3, 4, 5	50, 75, 100	10 Years

	Units	
	31 Dec. 2016	31 Dec. 2015
<b>Reconciliation</b>		
Units outstanding at beginning of the period	67,824,702	89,691,073
Granted	-	-
Forfeited	-	-
Exercised	(8,710,947)	(21,866,371)
Lapsed	-	-
<b>Units outstanding at end of the period</b>	<b>59,113,755</b>	<b>67,824,702</b>

The fair value of share appreciation rights is determined using Black-Scholes formula. The inputs used in the measurement of their fair value were as follows:

	31 Dec. 2016	31 Dec. 2015
Weighted average fair value at grant date (Naira) - Rights granted 1 March 2010	15.30	15.30
Weighted average fair value at grant date (Naira) - Rights granted 1 March 2011	17.83	17.83
Expected life (years)	3.19	4.67
Expected volatility (%)	40.84	43.08
Risk-free interest rate (%)	16.25	11.04
Dividend yield (%)	6.18	6.35

##### (b) Parent company share incentive schemes

###### Share options and appreciation rights

A number of employees of the group participate in the Standard Bank Group's share schemes. Standard Bank Group (SBG) has two equity-settled schemes, namely the Group Share Incentive Scheme and the Equity Growth Scheme. The Group Share Incentive Scheme confers rights to employees to acquire ordinary shares at the value of the SBG share price at the date the option is granted. The Equity Growth Scheme was implemented in 2005 and represents appreciation rights allocated to employees. The eventual value of the right is effectively settled by the issue of shares equivalent in value to the value of the rights.

The two schemes have five different sub-types of vesting categories as illustrated by the table below:

	Year	% vesting	Expiry
Type A	3, 4, 5	50, 75, 100	10 Years
Type B	5, 6, 7	50, 75, 100	10 Years
Type C	2, 3, 4	50, 75, 100	10 Years
Type D	2, 3, 4	33, 67, 100	10 Years
Type E	3, 4, 5	33, 67, 100	10 Years

A reconciliation of the movement of share options and appreciation rights is detailed as follows:



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

**For the year ended 31 December 2016**

**31.11 Share-based payment transactions (continued)**

**(b)(i) Group Share Incentive Scheme - Share options**

	-----Option price range-----		-----Number of options-----	
	(ZAR)	(Naira)		
	31 Dec. 2016		31 Dec. 2016	31 Dec. 2015
Options outstanding at beginning of the period			227,525	278,900
Transfers	62.39 - 103.03	1,389 - 2,293	(96,350)	18,800
Exercised	62.39 - 104.53	1,389 - 2,327	(102,950)	(52,923)
Lapsed	92.00 - 104.53	2,048 - 2,327	(28,225)	(17,252)
Options outstanding at end of the period			-	227,525

The weighted average SBG share price for the period to 31 December 2016 year end was ZAR151.63 (December 2015: ZAR147.88).

There were no options outstanding at 31 December 2016.

The following options granted to employees had not been exercised at 31 December 2015:

Number of ordinary shares	-----Option price range-----		---Weighted average price---		Option expiry period
	(ZAR)	(Naira)	(ZAR)	(Naira)	
2,400	98.00	1,262.24	98.00	1,262.24	Year to 31 December 2017
68,250	92.00	1,184.96	92.00	1,184.96	Year to 31 December 2018
11,875	62.39	803.58	62.39	803.58	Year to 31 December 2019
78,125	104.53	1,346.35	104.53	1,346.35	Year to 31 December 2020
66,875	98.80 - 103.03	1,273-1,327	100.38	1,292.91	Year to 31 December 2021
227,525					

**(b)(ii) Equity Growth Scheme - Appreciation rights**

	Appreciation right price range		-----Number of rights-----	
	(ZAR)	(Naira)		
	31 Dec. 2016		31 Dec. 2016	31 Dec. 2015
Rights outstanding at beginning of the period			65,130	58,250
Transfers	62,39 - 156.96	1,389 - 3,494	(65,130)	43,000
Exercised			-	15,005
Lapsed			-	(51,125)
Rights outstanding at end of the period			-	65,130

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 31.11 Share-based payment transactions (continued)

##### (b)(ii) Equity Growth Scheme - Appreciation rights (continued)

There were no outstanding rights at 31 December 2016.

The following rights granted to employees had not been exercised at 31 December 2015:

Number of rights	-----Price range-----		---Weighted average price---		-----Expiry period-----
	(ZAR)	(Naira)	(ZAR)	(Naira)	
3,000	98.00	1,262.24	98.00	1,262.24	Year to 31 December 2017
6,000	92.00	1,184.96	92.00	1,184.96	Year to 31 December 2018
19,875	62.39 - 82.50	803.58-1,062.50	70.99	914.48	Year to 31 December 2019
8,750	111.94	1,441.79	111.94	1,441.79	Year to 31 December 2020
12,500	98.80	1,272.54	98.80	1,272.54	Year to 31 December 2021
15,005	156.96		156.96		Year to 31 December 2025
65,130					

##### (c) Deferred bonus scheme (DBS)

It is essential for the group to retain key skills over the longer term. This is done particularly through share-based incentive plans. The purpose of these plans is to align the interests of the group, its subsidiaries and employees, as well as to attract and retain skilled, competent people.

The group has implemented a scheme to defer a portion of incentive bonuses over a minimum threshold for key management and executives. This improves the alignment of shareholder and management interests by creating a closer linkage between risk and reward, and also facilitates retention of key employees.

All employees, who are awarded short-term incentives over a certain threshold, are subject to a mandatory deferral of a percentage of their cash incentive into the DBS. Vesting of the deferred bonus occurs after three years, conditional on continued employment at that time. The final payment of the deferred bonus is calculated with reference to the Standard Bank Group share price at payment date. To enhance the retention component of the scheme, additional increments on the deferred bonus become payable at vesting and one year thereafter. Variables on thresholds and additional increments in the DBS are subject to annual review by the remuneration committee, and may differ from one performance year to the next.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

**For the year ended 31 December 2016**

**31.11 Share-based payment transactions (continued)**

**(c) Deferred bonus scheme (DBS) -continued**

Reconciliation of outstanding units

	Units	
	31 Dec. 2016	31 Dec. 2015
<b>Reconciliation</b>		
Units outstanding at beginning of the period	-	7,320
Granted	-	-
Exercised	-	(7,320)
Transfers	-	-
Lapsed	-	-
<b>Units outstanding at end of the period</b>	<b>-</b>	<b>-</b>
Weighted average fair value at grant date (ZAR)	-	98.80
Expected life (years)	-	3.00
Risk-free interest rate (%)	-	6.90
Dividend yield (%)	-	3.80

**Deferred bonus scheme 2012 (DBS 2012)**

In 2012, changes were made to the DBS to provide for a single global incentive deferral scheme across the Standard Bank Group (SBG). The purpose of the Deferred Bonus Scheme 2012 is to encourage a longer-term outlook in business decision-making and closer alignment of performance with long-term value creation.

All employees granted an annual performance award over a threshold have part of their award deferred. The award is indexed to the SBG's share price and accrues notional dividends during the vesting period, which are payable on vesting. The awards vest in three equal amounts at 18 months, 30 months and 42 months from the date of award. The final payout is determined with reference to the SBG's share price on vesting date.

	Units	
	31 Dec. 2016	31 Dec. 2015
<b>Reconciliation</b>		
Units outstanding at beginning of the period	<b>457,450</b>	323,755
Granted	<b>316,353</b>	296,744
Exercised	<b>(183,269)</b>	(156,062)
Transfers	<b>(372,565)</b>	159
Forfeited	<b>(62,990)</b>	
Lapsed	-	(7,146)
<b>Units outstanding at end of the period</b>	<b>154,979</b>	<b>457,450</b>
Weighted average fair value at grant date (ZAR)	<b>122.24</b>	156.96
Expected life (years)	<b>2.51</b>	2.51

**(d) Performance reward plan (PRP)**

A new performance driven share plan commenced in March 2014 which rewards value delivered against specific targets. The PRP incentivises a group of senior executives to meet the strategic long-term objectives that deliver value to shareholders, to align the interests of those executives with those of shareholders and to act as an attraction and retention mechanism in a highly competitive marketplace for skills. The PRP operates alongside the existing conditional, equity-settled long-term plans, namely the EGS, GSIS and DBS.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**31.11 Share-based payment transactions (continued)**

**(d) Performance reward plan (PRP)-continued**

The PRP is settled in shares to the employee on the applicable vesting dates together with notional dividends that are settled in cash. The shares that vest (if any) and that are delivered to the employee are conditional on the pre-specified performance metrics.

	Units	
	31 Dec. 2016	31 Dec. 2015
<b>Reconciliation</b>		
Units outstanding at beginning of the period	110,800	63,000
Granted	24,600	-
Cancelled	(37,700)	-
Transferred to group companies	(85,400)	-
Granted	-	47,800
<b>Units outstanding at end of the period</b>	<b>12,300</b>	<b>110,800</b>
Weighted average fair value at grant date (ZAR)	122.24	156.96
Expected life at grant date (years)	3.00	3

**(e) Quanto stock scheme**

Since 2007 Standard Bank PLC has operated a deferred incentive arrangement in the form of the Quanto stock unit plan. Qualifying employees, with an incentive award above a set threshold are awarded Quanto stock units denominated in USD for nil consideration, the value of which moves in parallel to the change in price of the SBG shares listed on the JSE. The cost of the award is accrued over the vesting period (generally three years), normally commencing the year in which these are awarded and communicated to employees.

Special terms apply to employees designated by the Prudential Regulatory Authority (PRA) as Code Staff. For these employees the deferred portion of the incentive is delivered in Quanto stock units with three year vesting and an additional six months holding period after vesting. Thereafter half of the remaining incentive (non-deferred portion) is paid immediately in cash and the other half is delivered in Quanto stock units with a six month vesting period.

The change in liability due to the change in the SBG share price, is hedged through the use of equity options designated as cash flow hedges.

	Units	
	31 Dec. 2016	31 Dec. 2015
<b>Reconciliation</b>		
Units outstanding at beginning of the period	287,000	-
Exercised	(140,000)	-
Transfers	-	287,000
<b>Units outstanding at end of the period</b>	<b>147,000</b>	<b>287,000</b>

Quanto stock units granted not yet exercised at year end:

	Number of units	
	31 Dec. 2016	31 Dec. 2015
<b>Unit expiry period</b>		
Year to 31 December 2016	-	140,000
Year to 31 December 2017	94,000	94,000
Year to 31 December 2018	53,000	53,000
<b>Units outstanding at end of the period</b>	<b>147,000</b>	<b>287,000</b>

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>32 Emoluments of directors</b>				
<b>Executive directors</b>				
Emoluments of directors in respect of services rendered <sup>1</sup> :				
While directors of Stanbic IBTC Holdings PLC				
as directors of the company and/ or subsidiary companies	333	300	78	72
otherwise in connection with the affairs of Stanbic IBTC Holdings PLC or its subsidiaries				
<b>Non-executive directors</b>				
Emoluments of directors in respect of services rendered:				
While directors of Stanbic IBTC Holdings PLC				
as directors of the company and/ or subsidiary companies	334	312	208	191
otherwise in connection with the affairs of Stanbic IBTC Holdings PLC or its subsidiaries				
Pensions of directors and past directors	40	20	7	4
	<b>707</b>	<b>632</b>	<b>293</b>	<b>267</b>

<sup>1</sup> In order to align emoluments with the performance to which they relate, emoluments reflect the amounts accrued in respect of each period and not the amounts paid.

	31 Dec. 2016 N million	31 Dec. 2015 N million
Emoluments disclosed above include amounts paid to:		
(i) the chairman	60	58
(ii) the highest paid director	78	72

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>33 Taxation</b>				
Income tax (note 33.1)	8,689	4,760	892	28
	8,689	4,760	892	28

In accordance with Nigerian tax regime, dividends received by the company from its subsidiaries are exempted from tax. Hence, the company has no taxable profit as a result of tax exempt dividends. The company has also not been subject to minimum tax, (in line with the provisions of the Nigerian tax laws - Section 33 of Companies Income Tax Act CAP C21 LFN 2007 (as amended)) as it has more than 25% of imported capital.

<b>33.1 Income tax</b>			-	
<b>Current year</b>	8,689	4,760	892	28
Current tax	8,981	7,370	328	99
Deferred tax	(292)	(2,610)	564	(71)
<b>Taxation per statement of profit or loss</b>	8,689	4,760	892	28
Income tax recognised in other comprehensive income	-	-	-	-
Deferred tax	-	-	-	-
Current tax	-	-	-	-
<b>Taxation per total comprehensive income</b>	8,689	4,760	892	28

	Group		Company	
	31 Dec. 2016 %	31 Dec. 2015 %	31 Dec. 2016 %	31 Dec. 2015 %
<b>33.2 Rate reconciliation</b>				
<b>Rate reconciliation</b>				
The total tax charge for the year as a percentage of profit before taxation	23	20	-	-
Information technology levy	-	-	-	(1)
Education tax	-	(1)	1	-
<b>The corporate tax charge for the year as a percentage of profit before tax</b>	23	19	1	(1)
Tax relating to prior years	-	-	-	-
<b>Net tax charge</b>	23	19	1	(1)
The charge for the year has been reduced/(increased) as a consequence of:				
Dividend received	-	-	29	30
Tax exempt income from government securities	27	23	-	-
Other non-taxable income	-	16	-	-
Unrecognised deferred tax assets	(11)	(11)	5	-
Other permanent differences	(10)	(17)	(5)	1
<b>Standard rate of tax</b>	29	30	30	30

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 33 Taxation (continued)

##### 33.3 Income tax recognised in other comprehensive income

The table below sets out the amount of income tax relating to each component within other comprehensive income:

Group	Before tax N million	Tax (expense)/ benefit N million	Net of tax N million
<b>31 December 2016</b>			
Net change in fair value of available-for-sale financial assets	(409)	-	(409)
Realised fair value adjustments on available-for-sale financial assets transferred to profit or loss	76	-	76
	(333)	-	(333)
<b>31 December 2015</b>			
Net change in fair value of available-for-sale financial assets	2,072	-	2,072
Realised fair value adjustments on available-for-sale financial assets transferred to profit or loss	653	-	653
	2,725	-	2,725

#### 34 Earnings per ordinary share

	Group		Company	
	31 Dec. 2016	31 Dec. 2015	31 Dec. 2016	31 Dec. 2015
The calculations of basic earnings per ordinary share has been based on the following profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding:				
Earnings attributable to ordinary shareholders (N million)	24 642	15,498	609	9,871
Weighted average number of ordinary shares in issue	10,000	10,000	10,000	10,000
<b>Basic earnings per ordinary share (kobo)</b>	<b>246</b>	155	<b>6</b>	99

##### Diluted earnings per ordinary share

Basic earnings per ordinary share equals diluted earnings per share as there are no potential dilutive ordinary shares in issue.



**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

	<b>Group</b>		<b>Company</b>	
	<b>31 Dec. 2016</b>	<b>31 Dec. 2015</b>	<b>31 Dec. 2016</b>	<b>31 Dec. 2015</b>
	<b>N million</b>	<b>N million</b>	<b>N million</b>	<b>N million</b>
<b>35 Statement of cash flows notes</b>				
<b>35.1 (Increase)/decrease in assets</b>				
Net derivative assets	(2,001)	1,655	-	-
Trading assets	21,101	58,389	-	-
Pledged assets	58,267	(52,398)	-	-
Loans and advances	2,225	10,327	-	-
Other assets	(15,479)	(2,031)	770	(453)
Restricted balance with the Central Bank	(5,507)	(12,468)	-	-
	<b>58,606</b>	<b>3,474</b>	<b>770</b>	<b>(453)</b>
<b>35.2 Increase/(decrease) in deposits and other liabilities</b>				
Deposit and current accounts	26,496	33,892	-	-
Trading liabilities	(18,776)	(61,182)	-	-
Other liabilities and provisions	50,563	(168)	(76)	930
	<b>58,283</b>	<b>(27,458)</b>	<b>(76)</b>	<b>930</b>
<b>35.3 Cash and cash equivalents - Statement of cash flows</b>				
Cash and cash equivalents (note 7)	301,351	211,481	1,768	8
Less: restricted balance with the Central Bank of Nigeria	(109,590)	(104,083)	-	-
<b>Cash and cash equivalents at end of the period</b>	<b>191,761</b>	<b>107,398</b>	<b>1,768</b>	<b>8</b>
<b>35.4 Effect of exchange rate changes on cash and cash equivalents</b>				
<b>Currency</b>				
USD	13,912	5,201	-	-
EUR	741	(82)	-	-
GBP	147	33	-	-
Other currency	106	(9)	-	-
<b>Effect of exchange rate</b>	<b>14,906</b>	<b>5,143</b>	<b>-</b>	<b>-</b>

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 36 Related party transactions

##### 36.1 Parent and ultimate controlling party

The company is 53.2% owned by Stanbic Africa Holdings Limited, which is incorporated in the United Kingdom. The ultimate parent and controlling party of the group/ company is Standard Bank Group Limited, incorporated in South Africa. Stanbic IBTC Holdings PLC has 9 direct subsidiaries and 2 indirect subsidiaries as listed under note 36.2 below.

Stanbic IBTC Holdings PLC (Holdco) is related to other companies that are fellow subsidiaries of Standard Bank Group Limited. These include Standard Bank Isle of Man Limited, Standard Bank of South Africa (SBSA), Stanbic Bank Ghana Limited, CFC Stanbic Bank Kenya Limited, Stanbic Bank Botswana, Stanbic Bank Uganda Limited, and Standard Bank (Mauritius) Limited. ICBC Standard Bank PLC, which is an associate of Standard Bank Group Limited, is also a related party.

##### 36.2 Subsidiaries

Details of effective interest in subsidiaries are disclosed below, and also in Note 13.

Direct subsidiaries	% holding
Stanbic IBTC Bank PLC	100%
Stanbic IBTC Ventures Limited ("SIVL")	100%
Stanbic IBTC Capital Limited	100%
Stanbic IBTC Asset Managers Limited ("SIAML")	100%
Stanbic IBTC Pension Managers Limited ("SIPML")	88.24%
Stanbic IBTC Investments Limited ("SIIL")	100%
Stanbic IBTC Stockbrokers Limited ("SISL")	100%
Stanbic IBTC Trustees Limited ("SITL")	100%
Stanbic IBTC Insurance Brokers Limited ("SITL")	100%

##### Indirect subsidiaries

Stanbic IBTC Bureau De Change Limited  
Stanbic IBTC Nominees Limited

##### 36.3 Balances with Standard Bank of South Africa (SBSA) and other related parties

In the normal course of business, current accounts are operated and placements of foreign currencies and trades between currencies are made with SBSA and other entities within the Standard Bank Group.

The relevant balances are shown below:

Note	Group		Company	
	31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>Amounts due from related parties</b>				
Trading assets	9.1	-	811	-
Loans to banks	12	7,760	23,782	-
Current account balances	7	15,151	15,219	1,768
Derivatives	10.6	265	18	-
Other assets	15	-	978	1,433
		<b>23,176</b>	<b>40,808</b>	<b>2,850</b>
				<b>1,441</b>

- (a) **Loans to banks:** These represent foreign currency placement with Standard Bank Group entities. Placements are usually denominated in US dollars and Rands. USD interest rate ranges between 0.12% - 3.0%, while Rand rate ranges between 5-8%. Tenor is usually short ranging between 1-6 months. The contract terms are based on normal market terms. Details per counterparty are as follows:

Standard Bank of South Africa (see note i below)	7,396	23,545	-	-
ICBC Standard Bank PLC	364	237	-	-
	<b>7,760</b>	<b>23,782</b>	<b>-</b>	<b>-</b>

- (i) Included in the balance with SBSA is N5,413 million (2015: N2,913 million) representing amount received from SBSA under the Sale, Purchase Agreement for Finacle banking software. The fund is placed in an escrow account and is not available for use by the group on a day to day basis. Interest rate applicable on the balance as at year end was 7.32%.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 36 Related party transactions (continued)

(b) **Current account balances (Group):** These represent trade related balances held with SBSA and are particularly used for letters of credit and other foreign trade transactions. The balances are repayable on demand and usually non interest bearing.

**Current account balances (Company):** This relate to demand deposit held with Stanbic IBTC Bank PLC. The deposit is non interest bearing and the terms are based on normal market terms.

(c) **Derivatives:** These represent fair value of currency swap and foreign exchange forward transactions with related parties. The transaction includes EUR/ USD swap, USD/ ZAR swap, and USD/ NGN swap with a combined notional principal of N9.06bn (2015: N5.25bn). The contracts maturity ranges from one month to 2 years.

(d) **Other assets (Group):** These represent reimbursable expenses recoverable from related parties. No specific impairments have been recognised in respect of the amount.

**Other assets (Company):** These represent receivable from subsidiary entities in respect of reimbursable expenses and management service agreement. There exist technical and management service agreements between the company and some of its subsidiaries. Under the agreement, the company provides technical expertise and management skills to the subsidiaries in functional areas including marketing and branding, internal audit, human resources, compliance, financial control, and information technology. In return, subsidiaries pay fee based on percentage of their commission income to the company. The percentage ranges from 2% to 10% of commission income.

	Note	Group		Company	
		31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
<b>Amounts due to related parties</b>					
Deposits and current accounts	21	605	71,115	-	-
Derivatives	10.6	5,336	373	-	-
Trading liabilities	9.2	-	10,190	-	-
Subordinated debt	23	12,251	8,001	-	-
Other borrowings	22	50,524	37,229	-	-
Other liabilities	26	34,335	7,588	86	63
		<b>103,051</b>	134,496	<b>86</b>	63

(e) **Deposits and current accounts:** These represent demand deposits with related parties. Balances are denominated in NGN with no interest rates and are repayable on demand.

Standard Bank of South Africa	602	20,682	-	-
ICBC Standard Bank PLC - repurchase agreements	-	40,460	-	-
Standard Bank (Mauritius) Ltd	-	9,973	-	-
Standard Bank De Angola SA	3	-	-	-
	<b>605</b>	71,115	-	-

(f) **Derivatives:** These represent fair value of currency swap and forward transactions with entities within the Standard Bank Group. Details per counterparty are as follows:

Standard Bank of South Africa	5,336	67	-	-
ICBC London PLC	-	306	-	-
	<b>5,336</b>	373	-	-

The contract terms include currency swaps and forward exchange of EUR/ USD, GBB/USD, and USD/ NGN as well as non-deliverable forwards of USD/ NGN. The contracts have a total notional principal of N39.0bn (Dec 2015: N8.9bn). Maturity dates of the contracts ranges from one month to three years.

(g) **Trading liabilities:** This represents trading linked foreign currency deposits from SBSA and other banking counterparties. Balances are usually denominated in US dollars with interest rates ranging from 0% for demand deposits to 5.2% for repo transactions. Tenor is usually within 12 months.

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 36.3 Balances with Standard Bank of South Africa (SBSA) and other related parties

(h) **Subordinated debt:** See note 23 for details of the transaction.

(i) **Other borrowings:** See note 22 for details of the transaction.

(j) **Other liabilities (Group):** These relate to amount owed to SBSA in respect of refinanced letter of credits.

**Other liabilities (Company):** These represent reimbursable expenses payable to Stanbic IBTC Holdings Group.

#### Profit or loss impact of transactions with Standard Bank of South Africa and other related parties

	Note	Group		Company	
		31 Dec. 2016 N million	31 Dec. 2015 N million	31 Dec. 2016 N million	31 Dec. 2015 N million
Interest income earned	31.1	184	281	-	-
Interest expense	31.2	(2,224)	(2,470)	-	-
Trading revenue/ (loss)	31.4	(5,136)	(432)	-	-
Fee and commission income	31.3	-	-	835	743
Dividend income	31.5	-	-	1,501	10,148
Operating expense incurred	31.8	-	(967)	-	-

(k) **Interest income earned:** This represents interest earned on placement with group entities. The nature of transaction is presented in note 36.3(a)

(l) **Interest expense:** This represents interest expense booked in respect of deposits, subordinated debt, and other borrowing transactions with group entities. The nature of transaction is presented in note 36.3(e), (g), & (h).

(m) **Trading revenue/ (loss):** This represents fair value gain/ (loss) on trading and derivative transactions with group entities. The nature of transaction is presented in note 36.3(c), (f) and (g).

(n) **Fee and commission income:** This represents fee income earned by the Company from technical and management service provided to subsidiaries. Details on the nature and terms of the agreement are provided in note 36.3 (d).

(n) **Dividend income:** represents dividend received from subsidiaries.

(o) **Operating expense incurred :** This represents amount incurred in respect of usage of Finacle core banking software under the Sale, Purchase Agreement with SBSA.

#### 36.4 Balances with key management personnel

Key management personnel includes: members of the Stanbic IBTC Holdings PLC board of directors and Stanbic IBTC Holdings PLC executive committee. The definition of key management includes close members of key management personnel and any entity over which key management exercise control, joint control or significant influence. Close family members are those family members who may influence, or be influenced by that person in their dealings with Stanbic IBTC Holdings PLC. They include the person's domestic partner and children, the children of the person's domestic partner, and dependents of the person or the person's domestic partner.

**STANBIC IBTC HOLDINGS PLC**

**Notes to the consolidated and separate annual financial statements (continued)**

For the year ended 31 December 2016

**36.4 Transactions with key management personnel (continued)**

**(i) Key management compensation**

	<b>Group</b>	
	<b>31 Dec. 2016</b>	<b>31 Dec. 2015</b>
	<b>N million</b>	<b>N million</b>
Salaries and other short-term benefits	474	820
Post-employment benefits	25	42
Value of share options and rights expensed	16	(62)
	<b>515</b>	<b>800</b>

**(ii) Loans and deposit transactions with key management personnel**

	<b>31 Dec. 2016</b>	<b>31 Dec. 2015</b>
	<b>N million</b>	<b>N million</b>
<b>Loans and advances</b>		
Loans outstanding at the beginning of the year	330	200
Net movement during the year	(116)	130
<b>Loans outstanding at the end of the year</b>	<b>214</b>	<b>330</b>
<b>Net interest earned</b>	<b>19</b>	<b>34</b>

Loans include mortgage loans, instalment sale and finance leases and credit cards. Loans granted to employees and executive directors are granted at concessionary rates 14%-16% below the prime lending rate. No specific impairments have been recognised in respect of loans granted to key management at the reporting date (2015: nil). The mortgage loans and instalment sale and finance leases are secured by the underlying assets. All other loans are unsecured.

**Deposit and current accounts**

Deposits outstanding at beginning of the year	373	352
Net movement during the year	(126)	21
<b>Deposits outstanding at end of the year</b>	<b>247</b>	<b>373</b>
<b>Net interest expense</b>	<b>3</b>	<b>8</b>

Deposits include cheque, current and savings accounts.

**(iii) Investments**

Details of key management personnel's investment transactions and balances with Stanbic IBTC Holdings PLC are set out below.

**Investment products**

Balance at the beginning of the year	63	65
Net movement during the year	-	(2)
<b>Balance at the end of the year</b>	<b>63</b>	<b>63</b>
<b>Net investment return</b>	<b>12.48%</b>	<b>13.36%</b>

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 36.4 Transactions with key management personnel (continued)

(iv) Shares and share options held	31 Dec. 2016 Number	31 Dec. 2015 Number
Aggregate number of share options issued to Stanbic IBTC key management personnel:		
Share options held (Stanbic IBTC Holdings PLC scheme)	7,538,254	67,824,702
Share options held (ultimate parent company schemes)	314,279	227,525

#### (vi) Other transactions with key management personnel

##### Directors interests in contracts

Stanbic IBTC Bank Plc, one of the company's subsidiaries, rented an apartment for one of its employees in Victoria Island from ANAP Holdings Limited at a gross rent of N15 million per annum during the course of this financial year. Mr. Atedo Peterside is the majority shareholder of ANAP Holdings Limited as disclosed previously to the board of the company.

In addition to the above, the Bank also renewed the lease for one of its branches located on the Ground Floor at Churchgate Towers, PC 30, Churchgate Street, Victoria Island, Lagos. The lease renewal is for a period of three years at a cost of N146 million. This property is owned by First Continental Properties Limited, and Mr. Ratan Mahtani is a Director on the Board of this Company.

##### Loans to entities affiliated to directors and ex-directors/ Loans to employees

The group has some exposures in terms of loans and advances to employees and to customers that are affiliated to its present and past directors. Loans granted to customers that are affiliated to directors are granted at commercial rates while those granted to executive directors and employees are granted at a below-the market rates. There were no non-performing director related exposures as at balance sheet date (2015: Nil). Details of the exposures is presented in note 37.

#### 36.5 Other related party transactions

##### Shared service arrangement with subsidiaries

Stanbic IBTC Holdings PLC provides some business support functions to some of its subsidiaries. The business support functions include internal audit, marketing and branding, internal control, legal and secretarial services, and compliance. The costs incurred by Stanbic IBTC Holdings PLC in respect of the functions are shared between Stanbic IBTC Holdings PLC and subsidiaries in agreed ratio that reflect the rate of consumption by each entity. The costs shared are actual cost incurred with no mark-up included.

##### Sale of customer loans to Standard Bank of South Africa

During the year, the group sold some of its US dollar exposure to Standard Bank of South Africa (SBSA). The total value of the exposure sold to SBSA amounted to US\$70 million. The transaction was priced at a range of 96.20% to 105.97% of the loan value. These exposures have been derecognised in the financial statements of the group.

**STANBIC IBTC HOLDINGS PLC**
**Notes to the consolidated and separate annual financial statements (continued)**
**For the year ended 31 December 2016**
**37 Director and staff related exposures**

The group has some exposures in terms of loans and advances to employees and to customers that are affiliated to its present and past directors. Loans granted to customers that are affiliated to directors are granted at commercial rates while those granted to executive directors and employees are granted at below-the-market rates. There were no non-performing director related exposures as at balance sheet date (2015: Nil). In cases where outstanding balance exceeds approved credit limit, no principal payment was due on the facility and the excess therefore relates to accrued interest.

**Schedule of directors and staff related credits**

Name of Company/Individual	Relationship	Name of related interest	Facility type	Date granted	Expiry date	Approved credit limit N'million	Outstanding plus Accrued Interest N million	Status	Interest Rate %	Security nature
Golden Sugar Company Limited (A Subsidiary of Flour Mills)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	13-Jul-12	14-Jun-22	1,854	1,204	Performing	7.00	Debenture on fixed and floating assets
Golden Sugar Company Limited (A Subsidiary of Flour Mills)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	28-Nov-16	2-Jan-17	1,677	1,359	Performing	19.00	Debenture on fixed and floating assets
Golden Sugar Company Limited (A Subsidiary of Flour Mills)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	28-Nov-16	2-Jan-17	1,395	1,420	Performing	19.00	Debenture on fixed and floating assets
Golden Sugar Company Limited (A Subsidiary of Flour Mills)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Overdraft	29-Dec-16	20-Jan-17	800	801	Performing	19.00	Debenture on fixed and floating assets
Flour Mills of Nigeria PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	7-Dec-16	7-Mar-17	5,000	5,075	Performing	22.00	Negative pledge
Flour Mills of Nigeria PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Overdraft	22-Dec-16	20-Jan-17	800	437	Performing	19.00	Negative pledge
Cadbury Nigeria PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	30-Sep-16	6-Jan-17	1,070	223	Performing	18.36	Unsecured
Nigerian Breweries PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	30-Sep-16	22-Jan-17	3,500	2,275	Performing	19.29	Negative pledge
Nigerian Breweries PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	20-Dec-16	18-Feb-17	89	91	Performing	5.32	Negative pledge
PZ Cussons Nigeria PLC	Non-Executive (Holdco)	Ngozi Edozien	Overdraft	29-Sep-16	31-Jan-17	1,000	53	Performing	19.00	Letter of Comfort
PZ Cussons Nigeria PLC	Non-Executive (Holdco)	Ngozi Edozien	Term Loan	11-Nov-16	10-Jan-17	89	89	Performing	5.88	Letter of Comfort
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	25-Nov-16	23-Feb-17	188	189	Performing	5.33	Unsecured
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	16-Dec-16	16-Mar-17	160	161	Performing	5.95	Unsecured
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	19-Dec-16	19-Mar-17	112	112	Performing	5.95	Unsecured
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	20-Dec-16	20-Mar-17	28	28	Performing	5.95	Unsecured
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	20-Dec-16	20-Mar-17	9	9	Performing	5.95	Unsecured
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	22-Dec-16	22-Mar-17	131	131	Performing	5.97	Unsecured
Nigerian Bottling Co PLC (Coca-Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Term Loan	22-Dec-16	22-Mar-17	4	4	Performing	5.33	Unsecured
MTN Nigeria Communication Ltd	Ex-Non Executive Director	Ahmed I. Dasuki	Term Loan	22-May-13	29-Nov-19	2,593	1,112	Performing	20.84	Deed of security over shares and shareholders loans, negative pledge, charge over security and memorandum of deposit
MTN Nigeria Communication Ltd	Ex-Non Executive Director	Ahmed I. Dasuki	Term Loan	31-May-14	30-Nov-19	7,500	5,006	Performing	20.84	Deed of security over shares and shareholders loans, negative pledge, charge over security and memorandum of deposit
Presco PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Term Loan	8-Nov-13	8-Nov-20	1,066	717	Performing	7.00	Negative pledge
Presco PLC	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Overdraft	31-Aug-16	31-Mar-17	1,000	456	Performing	19.00	Negative pledge
Int Towers Ltd	Ex-Non Executive Director	Ahmed J. Dasuki	Term Loan	23-Dec-14	23-Dec-21	3,604	3,650	Performing	6.13	Negative pledge
ANAP Business Jets Limited (ANAP Holdings Limited)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	12-Jan-16	6-Jan-18	2	0.01	Performing	30.00	Shares
ANAP Business Jets Limited (ANAP Holdings Limited)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	14-Dec-16	16-Jan-18	1	0.10	Performing	30.00	Shares



**STANBIC IBTC BANK PLC**
**Notes to the consolidated and separate annual financial statements**
**For the year ended 31 December 2016**
**Director and staff related exposures (continued)**

Name of Company/ Individual	Relationship	Name of related interest	Facility type	Date granted	Expiry date	Approved credit limit N'million	Outstanding plus Accrued Interest N million	Status	Interest Rate %	Security nature
ANAP Business Jets Limited (ANAP Holdings Limited)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	12-Jan-16	6-Jan-18	1	0.06	Performing	30.00	Shares
ANAP Business Jets Limited (ANAP Holdings Limited)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	14-Dec-16	6-Jan-18	1	0.33	Performing	30.00	Shares
ANAP Business Jets Limited (ANAP Holdings Limited)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	23-Nov-16	23-Nov-19	1	0.50	Performing	-	Shares
ANAP Business Jets Limited (ANAP Holdings Limited)	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	23-Nov-16	23-Nov-19	1	0.44	Performing	-	Shares
Atedo N. Peterside	Chairman (Stanbic IBTC Holdings)	Atedo Peterside	Card	10-Feb-15	31-Oct-19	20	1	Performing	30.00	Shares
Seplat Petroleum Development Company PLC	Director (Stanbic IBTC Holdings)	Basil Omiyi	Term loan	13-May-15	29-Dec-17	6,863	4,579	Performing	7.00	All Asset Debenture and Borrower Personal Guarantee
Seplat Petroleum Development Company PLC	Director (Stanbic IBTC Holdings)	Basil Omiyi	Term loan	30-Jun-15	30-Sep-21	7,767	5,738	Performing	9.75	All Asset Debenture and Borrower Personal Guarantee
Seplat Petroleum Development Company PLC	Director (Stanbic IBTC Holdings)	Basil Omiyi	Term loan	30-Sep-16	30-Sep-21	352	358	Performing	9.75	All Asset Debenture and Borrower Personal Guarantee
Babatunde Macaulay	Director (Stanbic IBTC Bank)	Babatunde Macaulay	Staff loan	8-May-15	8-May-19	10	6	Performing	11.00	Cash
Babatunde Macaulay	Director (Stanbic IBTC Bank)	Babatunde Macaulay	Staff loan	22-Jul-15	30-Jun-19	3	1	Performing	30.00	Cash
DR AAE and Mrs JAO Sogunle	Director (Stanbic IBTC Bank)	Demola Sogunle	Staff loan	20-Jan-16	31-Jan-19	2	1	Performing	30.00	Cash
DR AAE and Mrs JAO Sogunle	Director (Stanbic IBTC Bank)	Demola Sogunle	Staff loan	21-Nov-16	30-Nov-19	8	0.03	Performing	30.00	Cash
Adeniyi Oluwole	Director (Stanbic IBTC Bank)	Adeniyi Oluwole	Staff loan	2-Mar-16	30-Sep-19	3	1	Performing	30.00	Cash
Adeniyi Oluwole	Director (Stanbic IBTC Bank)	Adeniyi Oluwole	Staff loan	26-Mar-10	26-Nov-26	51	39	Performing	9.00	Registered Legal Mortgage
Adeniyi Oluwole	Director (Stanbic IBTC Bank)	Adeniyi Oluwole	Staff loan	9-Jul-15	9-Jul-18	8	0.05	Performing	30.00	Cash
Various staff	Various staff	Various staff	Staff loan			9,304	5,530	Performing	9.00 -11.00	
<b>Total - Insider related credits</b>						<b>58,063</b>	<b>40,858</b>			

**Off balance sheet engagements**

Name of Company	Relationship	Name of related interest	Facility type	Outstanding N'm	Status
Flour Mills of Nigeria PLC	Chairman	Atedo Peterside	Letter of Credit	79	Performing
Golden Sugar Company Limited (A Subsidiary of Flour Mills)	Chairman	Atedo Peterside	Letter of Credit	52	Performing
MTN Nigeria Communications Ltd	Ex-Non Executive Director	Ahmed J. Dasuki	Letter of Credit	1,362	Performing
Nigerian Breweries PLC	Chairman	Atedo Peterside	Letter of Credit	337	Performing
Cadbury Nigeria PLC	Chairman	Atedo Peterside	Letter of Credit	487	Performing
PZ Cusson Nigeria PLC	Non-Executive (Holdco)	Ngizi Edozien	Letter of Credit	239	Performing
Nigerian Bottling Co PLC (Coca- Cola Hellenic Bottling Company)	Chief Executive (Holdco)	Olusola David-Bortha	Letter of Credit	2,135	Performing
				<b>4,691</b>	

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

#### 38 Retirement benefit obligations

The group operates a defined contribution pension scheme in line with the provisions of the Pension Reform Act 2014, with contributions based on the sum of employees' basic salary, housing and transport allowances in the ratio 8% by the employee and 10% by the employer. The amount contributed by the group and remitted to the Pension Fund Administrators during the year was N1,888 million (2015: N1,757 million).

The group's contribution to this scheme is charged to the income statement in the period to which it relates. Contributions to the scheme are managed by Stanbic IBTC Pension Managers Limited, and other appointed pension managers on behalf of the beneficiary staff in line with the provisions of the Pension Reform Act. Consequently, the group has no legal or constructive obligations to pay further contributions if the funds do not hold sufficient assets to meet the related obligations to employees.

Details of transactions between the group and the group's post-employment contribution plans (that is, the contributory pension scheme) are listed below:

	31 Dec. 2016 N million	31 Dec. 2015 N million
Deposits held with the group	-	7,600
Interest paid	1,459	4,273
Value of asset under management	13,735	12,355
Number of Stanbic IBTC Holdings shares held	-	-

#### 39 Employees and Directors

##### a) Employees

The average number of persons employed by the group during the year by category:

	Group	
	31 Dec. 2016	31 Dec. 2015
	Number	Number
Executive directors	5	5
Management	505	508
Non-management	2,416	2,230
	<b>2,926</b>	<b>2,743</b>
	Number	Number
Below N1,000,001	-	-
N1,000,001 - N2,000,000	486	447
N2,000,001 - N3,000,000	468	270
N3,000,001 - N4,000,000	202	294
N4,000,001 - N5,000,000	232	186
N5,000,001 - N6,000,000	166	356
N6,000,001 and above	1,372	1,190
	<b>2,926</b>	<b>2,743</b>

## STANBIC IBTC HOLDINGS PLC

### Notes to the consolidated and separate annual financial statements (continued)

For the year ended 31 December 2016

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#### 40 Compliance with banking regulation

The group was penalised by the Central Bank of Nigeria (CBN) and Securities and Exchange Commission (SEC) during the year as follows:

- CBN imposed a penalty of N125,000 for the late rendition of daily returns for 22 October 2015, 30 October 2015, 16 December, 2015, 25 April 2016 and 27 July 2016.
- CBN imposed a penalty of N10million for concealing part of its lodgements with the Bankers Warehouse PLC and for contravening the CBN circular of 5 August, 2015 which prohibited banks from accepting foreign currency cash deposit from customers.
- CBN imposed a penalty of N8million for the wrong classification of the NIBSS settlement account as a loan account, non-reporting of Government accounts, non-disclosure of insider related facilities in the returns to the CBN, board approval of the acquisition, construction and installation of ATMs and cash deposit devices without the approval of the CBN.
- CBN imposed a penalty of N4million on the bank for allowing one of its export customer to receive non-export proceeds inflow into its export proceeds domiciliary account in violation of Memorandum 26(3) of the FX manual and for not surrendering some fully utilized and cancelled CCI's to the CBN within 5 working days from the date of cancellation in violation of Memorandum 24(5) of the FX manual.
- CBN imposed a penalty of N2million for maintaining an account for an unlicensed money transfer operator.
- CBN a penalty of N6million for failure to conduct due diligence, late rendition of Suspicious Transaction Report (STRs) and opening of government accounts without the requisite approval.
- CBN imposed a penalty of N15million for failure to carry out proper Know Your Customer Procedures, Conduct Customer Due Diligence on an on-going basis and file an STR in relation to an unlicensed money transfer operator.
- SEC imposed a penalty of N6.8million for failure to submit 2015 annual reports and accounts as well as 1st quarter returns on financial statements for 2016.
- SEC imposed a penalty of N1.1million for the violation of Code 1(xiii) of SEC code of conduct for Capital Market Operators and Rule 3(4) of SEC Rules and Regulation 2013 with respect to SEPLAT development company shares.
- SEC imposed a penalty of N3million for failure to notify SEC of name change.

The total penalties paid by the group amounted to N56.3m (2015: N20.28 million).

41 Risk and capital management

Enterprise risk review

Overview

Group Risk Management ("Group Risk") objective continues to align with the group's strategic focus "to be the leading end-to-end financial solutions provider in Nigeria through innovative and customer-focused people". The Group Risk function has the responsibility of creating a consistent, comprehensive and strategic approach to the identification, measurement, management and reporting of enterprise-wide risks across the group. This is executed through proactive risk management practices which ensure that the business maintains the right balance in terms of the risk-return trade off whilst limiting the negative variations that could impact the group's risk assets and appetite levels in a constantly changing and dynamic operating environment.

Whilst the Board sets the tone and risk appetite for the organization, the risks are managed in accordance to a set of governance standards, frameworks and policies which align with the global best practices.

The group's integrated risk management architecture, as outlined in the Enterprise Risk Management (ERM) framework, supports the evaluation and prioritization of the risk exposures and mitigation activities in line with the group's approved risk appetite, through prudent management of risk exposures in a way that balance the risk premium and return on equity.

The overarching approach to managing the enterprise-wide risk is based on the Three Lines of Defense principle which requires the first line (risk owners) to own their risks and manage same closest to the point of incidence; second line to review and challenge as well as provide oversight and advisory functions; and the third line to conduct assurance that risk processes are fit for purpose and are implemented in accordance to the standard operating procedures.

Risk management framework

Approach and structure

The group's approach to risk management is based on governance processes that rely on both individual responsibility and collective oversight that is supported by a tailored Management Information System (MIS). This approach balances corporate oversight at senior management level with independent risk management structures in the business. Business unit heads, as part of the first line of defense, are specifically responsible for the management of risk within their businesses using appropriate risk management frameworks that meet the required group minimum standards.

An important element that underpins the group's approach to the management of all risk is independence and appropriate segregation of responsibilities between Business and Risk. Risk officers report separately to the Head of Group Risk who reports to the Chief Executive Officer of Stanbic IBTC Group and also through a matrix reporting line to the Standard Bank Group (SBG).

All principal risks are supported by the Risk department.

Governance structure

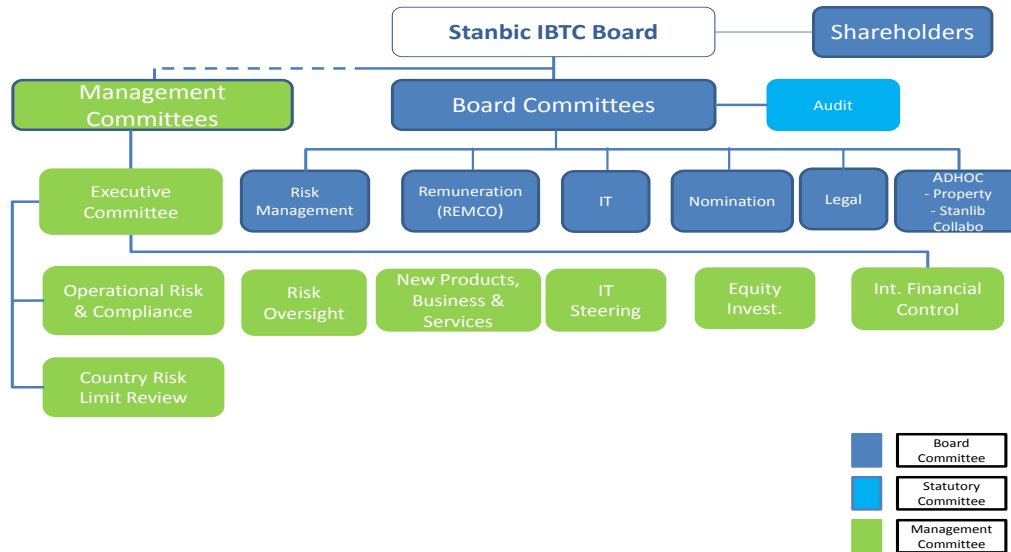
The risk governance structure provides a platform for the board, executive and senior management through the various committees to evaluate and debate key existential and emerging risks which the group is exposed to, and assess the effectiveness of risk responses through the risk profiles of the underlying business units and functional areas (please refer to the pictorial representation of the group risk governance structure below).

The risk-focused board committees include the statutory audit committee, board credit committee, board IT committee, board legal committee, and board risk management committee, while executive management oversight at the subsidiary and group levels is achieved through management committees that focus on specific risks. Each of the board and management committees is governed by mandates that set out the expected committee's terms of reference.

Risk management framework

Governance structure<sup>a</sup>

STANBIC IBTC HOLDCO GOVERNANCE STRUCTURE



<sup>a</sup>This is continuously evolving to meet changing needs and requirements.

**Risk governance standards, policies and procedures**

The group has developed a set of risk governance standards for each principal risk including credit, market, operational, IT and compliance risks. The standards define the acceptable conditions for the assumption of the major risks and ensure alignment and consistency in the manner in which these risks are identified, measured, managed, controlled and reported, across the group.

All standards are supported by policies and procedural documents. They are applied consistently across the bank and are approved by the Board. It is the responsibility of the business unit executive management to ensure that the requirements of the risk governance standards, policies and procedures are implemented within the business units.

**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**Risk appetite**

Risk appetite is an expression of the amount, type and tenure of risk that the group is prepared to accept in order to deliver its business objectives. It is the balance of risk and return as the group implements business plans, whilst recognising a range of possible outcomes.

The Board establishes the group's parameters for risk appetite by:

- providing strategic leadership and guidance;
- reviewing and approving annual budgets and forecasts for the group and each subsidiary; and
- regularly reviewing and monitoring the group's performance in relation to set risk appetite.

The risk appetite is defined by several metrics which are then converted into limits and triggers across the relevant risk types, at both entity and business line levels, through an analysis of the risks that impact them.

**Stress testing**

Stress testing serves as a diagnostic and forward looking tool to improve the group's understanding of its credit; market, liquidity and operational risks profile under event based scenarios.

Management reviews the outcome of stress tests and selects appropriate mitigating actions to minimize and manage the impact of the risks to the group.

Residual risk is then evaluated against the risk appetite.

**Risk categories**

The group's enterprise risk management framework is designed to govern, identify, measure, manage, control and report on the principal risks to which the group is exposed. The principal financial risks are defined as follows:

**Credit risk**

Credit risk arises primarily in the group operations where an obligor / counterparty fails to perform in accordance with agreed terms or where the counterparty's ability to meet such contractual obligation is impaired.

Credit risk comprises counterparty risk, wrong-way risk, settlement risk, country risk and concentration risk.

*Counterparty risk*

Counterparty risk is the risk of loss to the group as a result of failure by a counterparty to meet its financial and/or contractual obligations to the group. It has three components:

- primary credit risk which is the exposure at default (EAD) arising from lending and related banking product activities, including their underwriting;
- pre-settlement credit risk which is the EAD arising from unsettled forward and derivative transactions, arising from the default of the counterparty to the transaction and measured as the cost of replacing the transaction at current market rates; and
- issuer risk which is the EAD arising from traded credit and equity products, and including their underwriting.

*Wrong-way risk*

Wrong-way risk is the risk that arises when default risk and credit exposure increase together. There are two types of wrong-way risk as follows: specific wrong way risk (which arises through poorly structured transactions, for example, those collateralized by own or related party shares) and general wrong way risk (which arises where the credit quality of the counterparty may for non-specific reasons be held to be correlated with a macroeconomic factor which also affects the credit quality of the counterparty).

*Settlement risk*

Settlement risk is the risk of loss to the group from a transaction settlement, where value is exchanged, failing such that the counter value is not received in whole or part.

*Country and cross border risk*

Country and cross border risk is the risk of loss arising from political or economical conditions or events in a particular country which reduce the ability of counterparties in that particular country to fulfill their obligations to the group.

Cross border risks is the risk of restriction on the transfer and convertibility of local currency funds, into foreign currency funds thereby limiting payment by offshore counterparties to the group.

**Risk and capital management (continued)**

For the year ended 31 December 2016

*Concentration risk*

Concentration risk refers to any single exposure or group of exposures large enough to cause credit losses which threaten the group's capital adequacy or ability to maintain its core operations. It is the risk that common factors within a risk type or across risk types cause credit losses or an event occurs within a risk type which results to credit losses.

**Market risk**

Market risk is defined as the risk of a change in the actual or effective market value or earnings of a portfolio of financial instruments caused by adverse moves in market variables such as equity, bond and commodity prices, foreign exchange rates, interest rates, credit spreads, recovery rates, correlations and implied volatilities in the market variables. Market risk covers both the impact of these risk factors on the market value of traded instruments as well as the impact on the group's net interest margin as a consequence of interest rate risk on banking book assets and liabilities.

**Liquidity risk**

Liquidity risk is defined as the risk that the group, although balance-sheet solvent, cannot maintain or generate sufficient cash resources to meet its payment obligations in full as they fall due (as a result of funding liquidity risk), or can only do so at materially disadvantageous terms (as a result of market liquidity risk).

Funding liquidity risk refers to the risk that the counterparties, who provide the group with funding, will withdraw or not roll-over that funding.

Market liquidity risk refers to the risk of a generalised disruption in asset markets that makes normal liquid assets illiquid and the potential loss through the forced-sale of assets resulting in proceeds being below their fair market value.

**Credit risk**

**Principal credit standard and policies**

The group's Governance Standard, as reviewed regularly, sets out the broad overall principles to be applied in credit risk decisions and sets out the overall framework for the consistent and unified governance, identification, measurement, management and reporting of credit risk in the group.

The Corporate and Investment Banking (CIB) and the Personal and Business Banking (PBB) Global Credit Policies have been designed to expand the Group Credit Risk Governance Standard requirements by embodying the core principles for identifying, measuring, approving, and managing credit risk. These policies provide a comprehensive framework within which all credit risk emanating from the operations of the bank are legally executed, properly monitored and controlled in order to minimize the risk of financial loss; and assure consistency of approach in the treatment of regulatory compliance requirements.

In addition to the Credit Risk Governance Standard, CIB and PBB Global Credit Policies, a number of related credit policies and documents have been developed, with contents that are relevant to the full implementation and understanding of the credit policies.

**Methodology for risk rating**

Internal counterparty ratings and default estimates that are updated and enhanced from time-to-time play an essential role in the credit risk management and decision-making process, credit approvals, internal capital allocation, and corporate governance functions. Ratings are used for the following purposes:

- Credit assessment and evaluation
- Credit monitoring
- Credit approval and delegated authority
- Economic capital calculation, portfolio and management reporting
- Regulatory capital calculation
- RARORC (Risk-Adjusted Return on Regulatory Capital) calculation
- Pricing: PDs, EADs, and LGDs may be used to assess and compare relative pricing of assets/facilities, in conjunction with strategic, relationship, market practice and competitive factors.

**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**Methodology for risk rating (continued)**

The starting point of all credit risk assessment and evaluation lies in the counterparty risk grading, which is quantified and calculated in compliance with the group's credit rating policy and using such Basel-2 compliant models as are in current use and which are updated or enhanced from time to time.

Credit risk quantification for any exposure or portfolio is summarised by the calculation of the expected loss (EL), which is arrived at in the following way:

- Based on the risk grading foundation which yields the counterparty's probability of default (PD), the nature and quantum of the credit facilities are considered;
- A forward-looking quantification of the exposure at default (EAD) is determined in accordance with group standard guidelines.
- Risk mitigants such as security and asset recovery propensities are then quantified to moderate exposure at default to yield the loss given default (LGD).
- Finally, the EL is a function of the PD, the LGD and the EAD.

These parameters are in turn used in quantifying the required regulatory capital reserving, using the Regulatory Capital Calculator developed, maintained and updated in terms of Basel 2, and the economic capital implications through the use of Credit Portfolio Management's (CPM's) Economic Capital tools. Furthermore, bearing in mind the quantum of the facility and the risk/reward thereof, an appropriate consideration of Basel 2 capital requirements (where applicable) and the revenue and return implications of the credit proposal.

**Framework and governance**

Credit risk remains a key component of financial risks faced by any bank given the very nature of its business. The importance of credit risk management cannot be over emphasised as consequences can be severe when neglected. The bank has established governance principles to ensure that credit risk is managed effectively within a comprehensive risk management and control framework.

In reaching credit decisions and taking credit risk, both the credit and business functions must consistently and responsibly balance risk and return, as return is not the sole prerogative of business neither is credit risk the sole prerogative of credit. Credit (and the other risk functions, as applicable) and business must work in partnership to understand the risk and apply appropriate risk pricing, with the overall aim of optimising the bank's risk adjusted performance.

The reporting lines, responsibilities and authority for managing credit risk in the group are clear and independent. However, ultimate responsibility for credit risk rests with the board.

**Credit risk mitigation**

Credit risk mitigation is defined as all methods of reducing credit expected loss whether by means of reduction of EAD (e.g. netting), risk transfer (e.g. guarantees) or risk transformation.

Guarantees, collateral and the transaction structures are used by the group to mitigate credit risks both identified and inherent though the amount and type of credit risk is determined on a case by case basis. The group's credit policy and guidelines are used in a consistent manner while security is valued appropriately and reviewed regularly for enforceability and to meet changing business needs.

The credit policy establishes and defines the principles of risk transfer, transformation and reduction. The processes and procedures for accepting, verifying, maintaining, and releasing collateral are well documented in order to ensure appropriate application of the collateral management techniques.

**Credit risk measurement**

A key element in the measurement of credit risk is the assignment of credit ratings, which are used to determine expected defaults across asset portfolios and risk bands. The risk ratings attributed to counterparties are based on a combination of factors which cover business and financial risks:

The group uses the PD Master Scale rating concept with a single scale to measure the credit riskiness of all counterparty types. The grading system is a 25-point scale, with three additional default grades.

Group's rating	Grade description	Standard & Poor's	Fitch
SB01 - SB12/SB13	Investment grades	AAA to BBB-	AAA to BBB-
SB14 - SB21	Sub Investment grades	BB+ to CCC+	BB+ to CCC+
SB22 – SB25	Cautionary grade	CCC to C	CCC to C



**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**IFRS 7**

The tables that follow analyse the credit quality of loans and advances measured in terms of IFRS.

**Maximum exposure to credit risk**

Loans and advances are analysed and categorised based on credit quality using the following definitions.

**Performing loans**

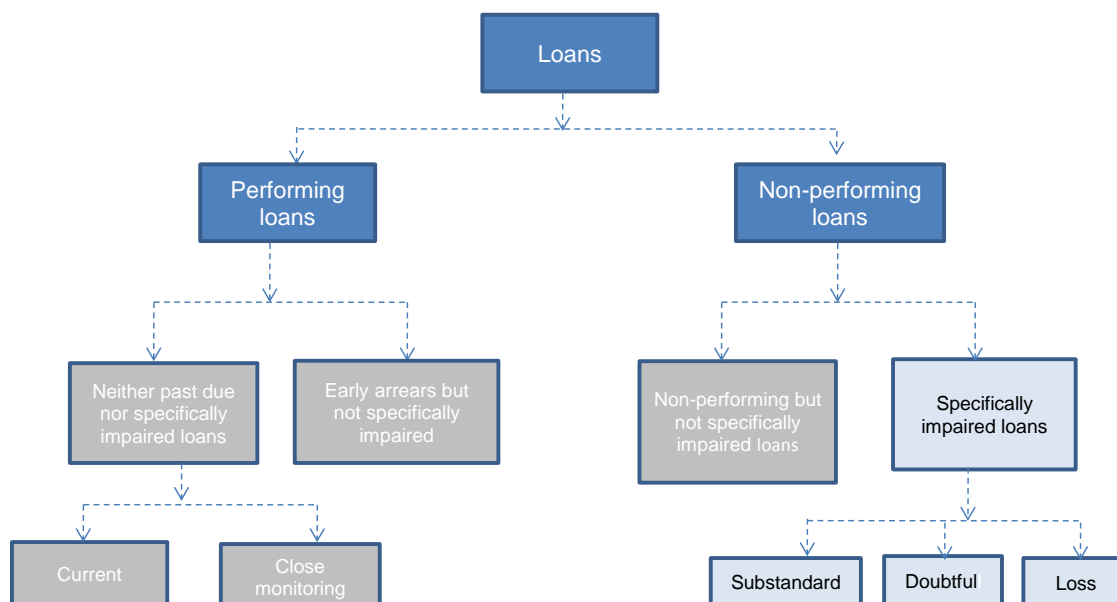
*Neither past due nor specifically impaired loans* are loans that are current and fully compliant with all contractual terms and conditions.

*Early arrears but not specifically impaired loans* include those loans where the counterparty has failed to make contractual payments and payments are less than 90 days past due, but it is expected that the full carrying value will be recovered when considering future cash flows, including collateral. Ultimate loss is not expected but could occur if the adverse conditions persist.

**Non-performing loans**

Non-performing loans are those loans for which:

- the group has identified objective evidence of default, such as a breach of a material loan covenant or condition; or
- Non-performing but not specifically impaired loans* are not specifically impaired due to the expected recoverability of the full carrying value when considering future cash flows, including collateral.
- Non-performing specifically impaired loans* are those loans that are regarded as non-performing and for which there has been a measurable decrease in estimated future cash flows. Specifically impaired loans are further analysed into the following categories:
  - *substandard items* that show underlying well-defined weaknesses and are considered to be specifically impaired;
  - *doubtful items* that are not yet considered final losses due to some pending factors that may strengthen the quality of the items; and
  - *loss items* that are considered to be uncollectible in whole or in part. The group provides fully for its anticipated loss, after taking collateral into account.



- Portfolio credit impairments
- Specific credit impairments

STANBIC IBTC HOLDINGS PLC

Risk and capital management (continued)  
For the year ended 31 December 2016

Maximum exposure to credit risk by credit quality

December 2016	Note	Total Loans and Advances to Customers N'million	Balance sheet impairments for performing loans N'million	Performing loans				Non-performing loans										Total non-performing loans N'million	Non-performing loans %
				Neither past due nor specifically impaired		Not specifically impaired		Specifically impaired loans											
				Normal monitoring N'million	Close monitoring N'million	Early arrears N'million	Non-performing N'million	Non-performing loans					Total N'million	Securities and expected recoveries on specifically impaired loans N'million	Net after securities and expected recoveries on specifically impaired loans N'million	Balance sheet impairments for non-performing specifically impaired loans N'million	Gross specific impairment coverage %		
								Sub-standard N'million	Doubtful N'million	Loss N'million	Total N'million	Securities and expected recoveries on specifically impaired loans N'million							
<b>Personal &amp; Business Banking</b>		152,360	3,509	86,222	25,092	22,372	-	8,035	4,803	5,837	18,675	7,426	11,249	11,249	60	18,675	12.3		
Mortgage loans		8,924	51	5,396	1,472	1,798	-	189	27	42	258	94	164	164	64	258	2.9		
Instalment sale and finance leases		16,532	275	6,141	5,277	3,417	-	1,111	68	518	1,697	916	781	781	46	1,697	10.3		
Card debtors		1,793	48	1,185	-	380	-	68	92	68	228	14	214	214	94	228	12.7		
Other loans and advances		125,111	3,135	73,500	18,343	16,777	-	6,667	4,616	5,209	16,492	6,402	10,090	10,090	61	16,492	13.2		
<b>Corporate &amp; Investment Banking</b>		222,956	7,591	194,856	5,995	22,104	-	-	-	-	-	-	-	-	-	-	-		
Corporate loans		222,956	7,591	194,856	5,995	22,104	-	-	-	-	-	-	-	-	-	-	-		
<b>Gross loans and advances</b>		<b>375,316</b>	11,100	281,078	31,087	44,476	-	8,035	4,803	5,837	18,675	7,426	11,249	11,249	60	18,675	5.0		
<b>Less:</b>																			
Impairment for loans and advances		(22,351)																	
<b>Net loans and advances</b>	12	352,965																	
Add the following other banking activities exposures:																			
Cash and cash equivalents	7	301,351																	
Derivatives	10.6	14,317																	
Financial investments (excluding equity)	11	251,233																	
Loans and advances to banks	12	15,264																	
Trading assets	9.1	16,855																	
Pledged assets	8	28,303																	
Other financial assets		31,897																	
<b>Total on-balance sheet exposure</b>		1,012,185																	
<i>Unrecognised financial assets:</i>																			
Letters of credit	30.1	15,620																	
Guarantees	30.1	38,523																	
Loan commitments		30,193																	
<b>Total exposure to credit risk</b>		<b>1,096,521</b>																	

Additional disclosures on loans and advances is set out in note 12.

STANBIC IBTC HOLDINGS PLC

Risk and capital management (continued)  
For the year ended 31 December 2016

Maximum exposure to credit risk by credit quality

December 2015	Note	Total Loans and Advances to Customers N/million	Balance sheet impairments for performing loans N/million	Performing loans				Non-performing loans										Total non-performing loans N/million	Non-performing loans %
				Neither past due nor specifically impaired		Not specifically impaired		Specifically impaired loans											
				Normal monitoring N/million	Close monitoring N/million	Early arrears N/million	Non-performing N/million	Non-performing loans			Total N/million	Securities and expected recoveries on specifically impaired loans N/million	Net after securities and expected recoveries on specifically impaired loans N/million	Balance sheet impairments for non-performing specifically impaired loans N/million	Gross specific impairment coverage %				
								Sub-standard N/million	Doubtful N/million	Loss N/million									
<b>Personal &amp; Business Banking</b>		163,977	2,387	95,644	19,386	32,348	-	3,277	7,099	6,223	16,599	5,496	11,103	11,103	67	16,599	10.1		
Mortgage loans		9,953	112	7,220	-	2,123	-	173	154	283	610	181	429	429	70	610	6.1		
Instalment sale and finance leases		22,235	496	5,506	6,764	5,163	-	1,014	3,788	-	4,802	1,354	3,448	3,448	72	4,802	21.6		
Card debtors		1,638	18	1,440	5,00	45	-	26	122	-	148	11	137	137	93	148	9.0		
Other loans and advances		130,151	1,761	81,478	12,617	25,017	-	2,064	3,035	5,940	11,039	3,950	7,089	7,089	64	11,039	8.5		
<b>Corporate &amp; Investment Banking</b>		215,451	4,837	192,418	12,514	82	-	-	7,421	3,016	10,437	2,849	7,588	7,588	73	10,437	4.8		
Corporate loans		215,451	4,837	192,418	12,514	82	-	-	7,421	3,016	10,437	2,849	7,588	7,588	73	10,437	4.8		
<b>Gross loans and advances</b>		<b>379,428</b>	<b>7,224</b>	<b>288,062</b>	<b>31,900</b>	<b>32,430</b>	<b>-</b>	<b>3,277</b>	<b>14,520</b>	<b>9,239</b>	<b>27,036</b>	<b>8,345</b>	<b>18,691</b>	<b>18,691</b>	<b>69</b>	<b>27,036</b>	<b>7.1</b>		
Less:			(25,915)																
<b>Net loans and advances</b>	12	<b>353,513</b>																	
Add the following other banking activities exposures:																			
Cash and cash equivalents	7	211,481																	
Derivatives	10.6	911																	
Financial investments	11	162,695																	
Asset held for sale	11.4	262																	
Loans and advances to banks	12	26,782																	
Trading assets	9.1	37,956																	
Pledged assets	8.1	86,570																	
Other financial assets		15,831																	
<b>Total on-balance sheet exposure</b>		<b>896,001</b>																	
Unrecognised financial assets:																			
Letters of credit	30.1	19,638																	
Guarantees	30.1	30,335																	
Loan commitments		29,902																	
<b>Total exposure to credit risk</b>		<b>975,876</b>																	

Additional disclosures on loans and advances is set out in note 12.

## STANBIC IBTC HOLDINGS PLC

### Risk and capital management (continued) For the year ended 31 December 2016

#### Ageing of loans and advances past due but not specifically impaired

	Less than 31 days N'million	31-60 days N'million	61-89 days N'million	90-180 days N'million	More than 180 days N'million	Total N'million
<b>December 2016</b>						
<b>Personal and Business Banking</b>	<b>16,824</b>	<b>3,923</b>	<b>1,624</b>	-	-	<b>22,372</b>
Mortgage loans	1,579	142	77	-	-	1,798
Instalment sales and finance lease	1,801	1,054	562	-	-	3,417
Card debtors	200	131	49	-	-	380
Other loans and advances	13,244	2,596	936	-	-	16,777
<b>Corporate and Investment Banking</b>	-	8,675	13,430	-	-	22,105
Corporate loans	-	8,675	13,430	-	-	22,105
<b>Total</b>	<b>16,824</b>	<b>12,598</b>	<b>15,054</b>	-	-	<b>44,477</b>
<b>December 2015</b>						
<b>Personal and Business Banking</b>	23,878	6,092	2,378	-	-	32,348
Mortgage loans	1,788	114	221	-	-	2,123
Instalment sales and finance lease	3,038	1,391	734	-	-	5,163
Card debtors	-	32	13	-	-	45
Other loans and advances	19,052	4,555	1,410	-	-	25,017
<b>Corporate and Investment Banking</b>	-	-	82	-	-	82
Corporate loans	-	-	82	-	-	82
<b>Total</b>	<b>23,878</b>	<b>6,092</b>	<b>2,460</b>	-	-	<b>32,430</b>

#### Renegotiated loans and advances

Renegotiated loans and advances are exposures which have been refinanced, rescheduled, rolled over or otherwise modified due to weaknesses in the counterparty's financial position, and where it has been judged that normal repayment will likely continue after the restructure. Renegotiated loans that would otherwise be past due or impaired amounted to N34.8 billion as at 31 December 2016 (Dec 2015: N28.7 billion).

#### Collateral

The table that follows shows the financial effect that collateral has on the group's maximum exposure to credit risk. The table is presented according to Basel II asset categories and includes collateral that may not be eligible for recognition under Basel II but that management takes into consideration in the management of the group's exposures to credit risk. All on- and off-balance sheet exposures which are exposed to credit risk, including non-performing assets, have been included.

Collateral includes:

- financial securities that have a tradable market, such as shares and other securities;
- physical items, such as property, plant and equipment; and
- financial guarantees, suretyships and intangible assets.

All exposures are presented before the effect of any impairment provisions.

In the retail portfolio, 69% (Dec 2015: 66%) is collateralised. Of the group's total exposure, 67% (Dec 2015: 64%) is unsecured and mainly reflects exposures to well-rated corporate counterparties, bank counterparties and sovereign entities.

## STANBIC IBTC HOLDINGS PLC

Risk and capital management (continued)  
For the year ended 31 December 2016

### Collateral

	Note	Total exposure N'million				Secured exposure after netting N'million	Total collateral coverage		
			Unsecured N'million	Secured N'million	Netting agreements N'million		1%-50% N'million	50%-100% N'million	Greater than 100% N'million
<b>December 2016</b>									
Corporate		302,251	79,295	222,956	-	-	46,763	88,940	87,254
Sovereign		415,361	415,361		-	-			
Bank		134,739	134,739		-	-			
Retail		170,029	52,354	117,675	-	-	41,972	41,710	33,994
Retail Mortgage		8,924	-	8,924	-	-			8,924
Other retail		161,105	52,354	108,751	-	-	41,972	41,710	25,070
<b>Total</b>		<b>1,022,380</b>	<b>681,749</b>	<b>340,631</b>	<b>-</b>	<b>-</b>	<b>88,735</b>	<b>130,650</b>	<b>121,248</b>
Add: Financial assets not exposed to credit risk		66,299							
Less: Impairments for loans and advances		(22,351)							
Less: Unrecognised off balance sheet items		(54,143)							
<b>Total exposure</b>		<b>1,012,185</b>							
<b>Reconciliation to statement of financial position:</b>									
Cash and cash equivalents	7	301,351							
Derivatives	10.6	14,317							
Financial investments (excluding equity)	11	251,233							
Loans and advances	12	368,229							
Trading assets	9	16,855							
Pledged assets	8	28,303							
Other financial assets		31,897							
<b>Total</b>		<b>1,012,185</b>							

STANBIC IBTC HOLDINGS PLC

Risk and capital management (continued)  
For the year ended 31 December 2016

Collateral

	Note	Total exposure N'million	Unsecured N'million	Secured N'million	Netting agreements N'million	Secured exposure after netting N'million	Total collateral coverage		
							1%-50% N'million	50%-100% N'million	Greater than 100% N'million
<b>December 2015</b>									
Corporate		274,245	58,814	215,431	-	-	188,781	368	26,282
Sovereign		385,035	385,035		-	-			
Bank		91,857	91,857		-	-	-	-	-
Retail		184,211	64,057	120,154	-	-	44,518	21,702	53,934
Retail Mortgage		9,953	-	9,953	-	-	1,368	1,905	6,679
Other retail		174,258	64,057	110,201	-	-	43,150	19,797	47,255
<b>Total</b>		<b>935,348</b>	<b>599,763</b>	<b>335,585</b>	<b>-</b>	<b>-</b>	<b>233,299</b>	<b>22,070</b>	<b>80,216</b>
Add: Financial assets not exposed to credit risk		36,541							
Less: Impairments for loans and advances		(25,915)							
Less: Unrecognised off balance sheet items		(49,973)							
<b>Total exposure</b>		<b>896,001</b>							
<b>Reconciliation to statement of financial position:</b>									
Cash and cash equivalents	7	211,481							
Derivatives	10.6	911							
Financial investments	11	162,695							
Asset held for sale	11.4	262							
Loans and advances	12	380,295							
Trading assets	9.1	37,956							
Pledged assets	8.1	86,570							
Other financial assets		15,831							
<b>Total</b>		<b>896,001</b>							

## STANBIC IBTC HOLDINGS PLC

### Risk and capital management (continued) For the year ended 31 December 2016

#### Concentration of risks of financial assets with credit risk exposure

##### (a) Geographical sectors

The following table breaks down the group's main credit exposure at their carrying amounts, as categorised by geographical region as of 31 December 2016. For this table, the group has allocated exposures to regions based on the region of domicile of our counterparties.

At 31 December 2016	Trading assets N'million	Derivative assets N'million	Pledged assets N'million	Financial investments N'million	Loans and advances to customers N'million	Loans and advances to banks N'million	Total N'million
South South	1,198	-	-	-	13,445	-	14,643
South West	5,001	1,208	-	10,131	293,196	-	309,536
South East	-	-	-	-	6,575	-	6,575
North West	-	-	-	-	22,837	-	22,837
North Central	10,656	12,529	28,303	241,102	15,171	7,504	315,265
North East	-	-	-	-	1,741	-	1,741
Outside Nigeria	-	580	-	-	-	7,760	8,340
<b>Carrying amount</b>	<b>16,855</b>	<b>14,317</b>	<b>28,303</b>	<b>251,233</b>	<b>352,965</b>	<b>15,264</b>	<b>678,937</b>

At 31 December 2015	Trading assets N' million	Derivative assets N' million	Pledged assets N'million	Financial investments N' million	Loans and advances to customers N' million	Loans and advances to banks N' million	Total N' million
South South	1,363	-	-	-	17,428	-	18,791
South West	3	365	-	12,866	285,440	-	298,674
South East	-	-	-	397	7,977	-	8,374
North West	-	-	-	-	23,186	-	23,186
North Central	35,779	528	86,570	149,694	17,810	3,000	293,381
North East	-	-	-	-	1,672	-	1,672
Outside Nigeria	811	18	-	-	-	23,782	24,611
	37,956	911	86,570	162,957	353,513	26,782	668,689

##### (b) Industry sectors

At 31 December 2016	Trading assets N'million	Derivative assets N'million	Pledged assets N'million	Financial investments N'million	Loans and advances to customers N'million	Loans and advances to banks N'million	Total N'million
Agriculture	-	1	-	-	26,205	-	26,206
Business services	-	-	-	-	3,741	-	3,741
Communication	-	-	-	470	21,015	-	21,485
Community, social & personal services	-	-	-	-	2	-	2
Construction and real estate	-	26	-	-	37,546	-	37,572
Electricity	-	-	-	-	-	-	-
Financial intermediaries & insurance	5,001	582	-	9,248	1,538	7,760	24,129
Government (including Central Bank)	11,854	12,529	28,303	241,515	14,421	7,504	316,126
Hotels, restaurants and tourism	-	-	-	-	21	-	21
Manufacturing	-	1,097	-	-	99,510	-	100,607
Mining	-	-	-	-	58,244	-	58,244
Private households	-	-	-	-	48,215	-	48,215
Transport, storage and distribution	-	-	-	-	11,331	-	11,331
Wholesale & retail trade	-	82	-	-	31,176	-	31,258
<b>Carrying amount</b>	<b>16,855</b>	<b>14,317</b>	<b>28,303</b>	<b>251,233</b>	<b>352,965</b>	<b>15,264</b>	<b>678,937</b>

**STANBIC IBTC HOLDINGS PLC**

**Risk and capital management (continued)  
For the year ended 31 December 2016**

**(b) Industry sectors (continued)**

At 31 December 2015	Trading assets N' million	Derivative assets N' million	Pledged assets N'million	Financial investments N' million	Loans and advances to customers N' million	Loans and advances to banks N' million	Total N' million
Agriculture	-	-	-	-	22,280	-	22,280
Business services	-	-	-	-	5,017	-	5,017
Communication	-	-	-	525	34,216	-	34,741
Community, social & personal services	-	-	-	-	4	-	4
Construction and real estate	-	364	-	-	24,852	-	25,216
Electricity	-	-	-	-	2,851	-	2,851
Financial intermediaries & insurance	814	19	-	11,934	6,216	23,782	42,765
Government (including Central Bank)	37,142	528	86,570	150,498	12,989	3,000	290,727
Hotels, restaurants and tourism	-	-	-	-	128	-	128
Manufacturing	-	-	-	-	76,371	-	76,371
Mining	-	-	-	-	60,453	-	60,453
Private households	-	-	-	-	58,881	-	58,881
Transport, storage and distribution	-	-	-	-	13,014	-	13,014
Wholesale & retail trade	-	-	-	-	36,241	-	36,241
<b>Carrying amount</b>	<b>37,956</b>	<b>911</b>	<b>86,570</b>	<b>162,957</b>	<b>353,513</b>	<b>26,782</b>	<b>668,689</b>

**(c) Analysis of financial assets disclosed above by portfolio distribution and risk rating**

	AAA to A- N'million	BBB+ to BBB- N'million	Below BBB- N'million	Unrated N'million	Total N'million
<b>At 31 December 2016</b>	<b>7,666</b>	<b>18,923</b>	<b>604,205</b>	<b>49,845</b>	<b>680,639</b>
At 31 December 2015	4,141	40,720	554,457	69,371	668,689

**Concentration of risks of off-balance sheet engagements**

**(a) Geographical sectors**

At 31 December 2016	Bonds and guarantees N'million	Letters of credit* N'million	Total N'million
South South	850	-	850
South West	35,177	15,620	50,797
South East	18	-	18
North West	90	-	90
North Central	2,388	-	2,388
North East	-	-	-
Outside Nigeria	-	-	-
<b>Total</b>	<b>38,523</b>	<b>15,620</b>	<b>54,143</b>

At 31 December 2015	Bonds and guarantees N'million	Letters of credit N'million	Total N'million
South South	480	-	480
South West	28,963	19,638	48,601
South East	23	-	23
North West	57	-	57
North Central	800	-	800
North East	12	-	12
Outside Nigeria	-	-	-
<b>Total</b>	<b>30,335</b>	<b>19,638</b>	<b>49,973</b>

\*Amount excludes letters of credit for which cash collateral has been received.



**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

(b) Industry sectors	31 December 2016			31 December 2015		
	Bonds and guarantees	Letters of credit	2016 Total	Bonds and guarantees	Letters of credit	2015 Total
	N' million	N' million	N'million	N' million	N' million	N' million
Agriculture	-	1	1	-	60	60
Business services	437	253	690	416	-	416
Communication	155	118	273	269	-	269
Community, social & personal service:	-	-	-	-	-	-
Construction and real estate	19,248	-	19,248	9,098	-	9,098
Electricity	-	-	-	-	-	-
Financial intermediaries & insurance	154	31	185	3,708	1,420	5,128
Hotels, Restaurants and Tourism	-	-	-	10	-	10
Manufacturing	10,698	10,462	21,160	8,450	6,425	14,875
Mining	2,845	1,366	4,211	1,080	9,581	10,661
Private households	486	-	486	-	-	-
Transport, storage and distribution	22	-	22	12	-	12
Wholesale & retail trade	4,478	3,389	7,867	7,292	2,152	9,444
<b>Carrying amount</b>	<b>38,523</b>	<b>15,620</b>	<b>54,143</b>	<b>30,335</b>	<b>19,638</b>	<b>49,973</b>

**Credit provisioning based on prudential guidelines**

In accordance with the Prudential Guidelines issued by the Central Bank of Nigeria, provision against credit risk is as follows.

**Non performing accounts**

<u>Interest and/or principal outstanding for over:</u>	<u>Classification</u>	<u>Minimum provision</u>
90 days but less than 180 days	Substandard	10%
180 days but less than 360 days	Doubtful	50%
Over 360 days	Lost	100%

When a loan is deemed uncollectible, it is written off against the related provision for impairments. Subsequent recoveries are credited to the provision for loan losses in the profit and loss account. If the amount of the impairment subsequently decreases due to an event occurring after the write-down, the release of the provision is credited as a reduction of the provision for impairment in the statement of profit or loss.

**Performing accounts**

A minimum of 2% general provision on performing loans is made in accordance with the Prudential Guidelines.

**Prudential guidelines disclosures**

Had the Prudential Guidelines been employed in the preparation of these financial statements, the impairments for loans and advances to customers as well as related disclosures, would have been made as follows:

	Group	
	31 Dec. 2016	31 Dec. 2015
	N million	N million
<b>Prudential disclosure of loan and advances to customers</b>		
Customer exposure for loans and advances	375,316	379,428
Mortgage loans	8,924	9,953
Instalment sale and finance leases	17,272	23,376
Card debtors	1,501	1,638
Overdrafts and other demand loans	45,970	33,945
Other term loans	301,649	310,516
Provision for loans and advances	(25,569)	(32,599)
Specific provision	(14,467)	(26,087)
General provision	(11,102)	(6,512)
<b>Net loans and advances to customers</b>	<b>349,747</b>	<b>346,829</b>

**Risk and capital management (continued)**  
 For the year ended 31 December 2016

**Liquidity risk**
**Framework and governance**

The nature of banking and trading activities results in a continuous exposure to liquidity risk. Liquidity problems can have an adverse impact on a group's earnings and capital and, in extreme circumstances, may even lead to the collapse of a group which is otherwise solvent.

The group's liquidity risk management framework is designed to measure and manage the liquidity position at various levels of consolidation such that payment obligations can be met at all times, under both normal and considerably stressed conditions. Under the delegated authority of the board of directors, the Asset and Liability Committee (ALCO) sets liquidity risk policies in accordance with regulatory requirements, international best practice and SBG stated risk appetite.

Tolerance limits, appetite thresholds and monitoring items are prudently set and reflect the group's conservative appetite for liquidity risk. ALCO is charged with ensuring ongoing compliance with liquidity risk standards and policies. The group must, at all times, comply with the more stringent of Standard Bank imposed tolerance limits or regulatory limits.

**Liquidity and funding management**

A sound and robust liquidity process is required to measure, monitor and manage liquidity exposures. The group has incorporated the following liquidity principles as part of a cohesive liquidity management process:

- structural liquidity mismatch management;
- long-term funding ratio;
- maintaining minimum levels of liquid and marketable assets;
- depositor restrictions;
- local currency loan to deposit ratio;
- foreign currency loan to deposit ratio;
- interbank reliance limit;
- intra-day liquidity management;
- collateral management;
- daily cash flow management;
- liquidity stress and scenario testing; and
- funding plans;
- liquidity contingency planning.

The cumulative impact of the above principle is monitored, at least monthly by ALCO and the process is underpinned by a system of extensive controls. The latter includes the application of purpose-built technology, documented processes and procedures, independent oversight and regular independent reviews and evaluations of the effectiveness of the system.

The group ensures that the banking entity (Stanbic IBTC Bank PLC) is within the regulatory liquidity ratio of 30% at all times.

Liquidity ratio	2016	2015
Minimum	56.24%	37.85%
Average	78.05%	49.04%
Maximum	101.95%	57.13%

**Structural liquidity mismatch management**

The mismatch approach measures the group's liquidity by assessing the mismatch between its inflow and outflow of funds within different time bands on a maturity ladder. The structural liquidity mismatch is based on behaviourally-adjusted cash flows which factors a probability of maturity into the various time bands. As expected cash flows vary significantly from the contractual position, behavioural profiling is applied to assets, liabilities and off-balance sheet items with an indeterminable maturity or drawdown period.

A net mismatch figure is obtained by subtracting liabilities and net off-balance sheet positions from assets in each time band. The group's liquidity position is assessed by means of the net cumulative mismatch position while its liquidity mismatch performance is an aggregation of the net liquidity position in each successive time band expressed as a percentage of total funding related liabilities to the public.

**Maintaining minimum levels of liquid and marketable assets**

Minimum levels of prudential liquid assets are held in accordance with all prudential requirements as specified by the regulatory authorities. The group needs to hold additional unencumbered marketable assets, in excess of any minimum prudential liquid asset requirement, to cater for volatile depositor withdrawals, draw-downs under committed facilities, collateral calls, etc.

The following criteria apply to readily marketable securities:

- prices must be quoted by a range of counterparties;
- the asset class must be regularly traded;
- the asset may be sold or repurchased in a liquid market, for payment in cash; and
- settlement must be according to a prescribed, rather than a negotiated, timetable.

**Depositor concentration**

To ensure that the group does not place undue reliance on any single entity as a funding source, restrictions are imposed on the short dated (0 – 3 months term) deposits accepted from any entity. These include:

- the sum of 0 – 3 month deposits and standby facilities provided by any single deposit counterparty must not, at any time, exceed 10% of total funding related liabilities to the public; and
- the aggregate of 0 – 3 month deposits and standby facilities from the 10 largest single deposit counterparties must not, at any time, exceed 20% of total funding related liabilities to the public.

Concentration risk limits are used to ensure that funding diversification is maintained across products, sectors, and counterparties. Primary sources of funding are in the form of deposits across a spectrum of retail and wholesale clients. As mitigants, the group maintains marketable securities in excess of regulatory requirements in order to condone occasional breaches of concentration limits.

**Loan to deposit limit**

A limit is put in place, restricting the local currency loan to deposit ratio to a maximum specified level, which is reviewed periodically. Similarly, in order to restrict the extent of foreign currency lending from the foreign currency deposit base, a foreign currency loan to deposit limit, which is also referred to as own resource lending, is observed. As mitigants, the group maintains high levels of unencumbered marketable and liquid assets in excess of regulatory benchmark.

## STANBIC IBTC HOLDINGS PLC

### Risk and capital management (continued) For the year ended 31 December 2016

#### Intra-day liquidity management

The group manages its exposures in respect of payment and settlement systems. Counterparties may view the failure to settle payments when expected as a sign of financial weakness and in turn delay payments to the group. This can also disrupt the functioning of payment and settlement systems. At a minimum, the following operational elements are included in the group's intra-day liquidity management:

- capacity to measure expected daily gross liquidity inflows and outflows, including anticipated timing where possible;
- capacity to monitor its intraday liquidity positions, including available credit and collateral;
- sufficient intraday funding to meet its objectives;
- ability to manage and mobilise collateral as required;
- robust capacity to manage the timing of its intraday outflows; and
- readiness to deal with unexpected disruptions to its intraday liquidity flows.

#### Daily cash flow management

The group generates a daily report to monitor significant cash flows. Maturities and withdrawals are forecast at least 3-months in advance and management is alerted to large outflows. The report, which is made available to the funding team, ALM and market risk also summarises material daily new deposit as well as the interbank and top depositor reliance (by value and product).

The daily cash flow management report forms an integral part of the ongoing liquidity management process and is a crucial tool to proactively anticipate and plan for large cash outflows.

#### Interbank reliance

Interbank funding traditionally is seen as the most volatile and least stable source of funding, easily influenced by market sentiment and prone to flight under stress situations. Consequently, to ensure prudent liquidity management is enforced, the group restricts the local currency interbank funding as a proportion of the local currency funding base to a maximum of 15% of the total currency funding base.

#### Liquidity stress testing and scenario testing

Anticipated on- and off-balance sheet cash flows are subjected to a variety of the group specific and systemic stress scenarios in order to evaluate the impact of unlikely but plausible events on liquidity positions. Scenarios are based on both historical events, such as past emerging markets crises, past local financial markets crisis and hypothetical events, such as an entity specific crisis. The results obtained from stress testing provide meaningful input when defining target liquidity risk positions.

#### Maturity analysis of financial liabilities by contractual maturity

The tables below analyses cash flows on a contractual, undiscounted basis based on the earliest date on which the group can be required to pay (except for trading liabilities and trading derivatives) and may therefore not agree directly to the balances disclosed in the consolidated statement of financial position.

Derivative liabilities are included in the maturity analysis on a contractual, undiscounted basis when contractual maturities are essential for an understanding of the derivatives' future cash flows. Management considers only contractual maturities to be essential for understanding the future cash flows of derivative liabilities that are designated as hedging instruments in effective hedge accounting relationships. All other derivative liabilities are treated as trading and are included at fair value in the redeemable on demand bucket since these positions are typically held for short periods of time.

The following tables also include contractual cash flows with respect to off-balance sheet items which have not yet been recorded on-balance sheet. Where cash flows are exchanged simultaneously, the net amounts have been reflected.

#### Maturity analysis of financial liabilities by contractual maturity

	Redeemable on demand N'million	Maturing within 1 month N'million	Maturing between 1-6 months N'million	Maturing between 6-12 months N'million	Maturing after 12 months N'million	Total N'million
<b>December 2016</b>						
<b>Financial liabilities</b>						
Derivative financial instruments	-	1,177	8,466	2,110	35	11,788
Trading liabilities	-	99	4,489	82	655	5,325
Deposits and current accounts	455,715	97,185	72,885	12,102	5	637,892
Subordinated debt	-	-	1,337	1,338	46,767	49,442
Other borrowings	214	2,579	4,858	30,870	76,034	114,555
<b>Total</b>	<b>455,929</b>	<b>101,040</b>	<b>92,035</b>	<b>46,502</b>	<b>123,496</b>	<b>819,002</b>
<b>Unrecognised financial instruments</b>						
Letters of credit	1,020	2,625	12,449	546	-	16,640
Guarantees	1,178	367	11,107	20,818	5,053	38,523
Loan commitments	-	18,463	7,775	1,099	2,856	30,193
<b>Total</b>	<b>2,198</b>	<b>21,455</b>	<b>31,331</b>	<b>22,463</b>	<b>7,909</b>	<b>85,356</b>

## STANBIC IBTC HOLDINGS PLC

### Risk and capital management (continued) For the year ended 31 December 2016

#### Maturity analysis of financial liabilities by contractual maturity (continued)

	Redeemable on demand N'million	Maturing within 1 month N'million	Maturing between 1-6 months N'million	Maturing between 6-12 months N'million	Maturing after 12 months N'million	Total N'million
December 2015						
Financial liabilities						
Derivative financial instruments	-	225	75	21	62	383
Trading liabilities	-	6,616	7,066	10,515	6	24,203
Deposits and current accounts	279,280	130,439	128,462	64,287	37	602,505
Subordinated debt	-	-	1,208	1,209	43,023	45,440
Other borrowings	134	750	10,030	25,323	46,592	82,829
<b>Total</b>	<b>279,414</b>	<b>138,030</b>	<b>146,841</b>	<b>101,355</b>	<b>89,720</b>	<b>755,360</b>
Unrecognised financial instruments						
Letters of credit	2,527	668	16,443	-	-	19,638
Guarantees	2,705	818	8,734	13,504	4,574	30,335
Loan commitments	-	15,693	11,238	2,968	3	29,902
<b>Total</b>	<b>5,232</b>	<b>17,179</b>	<b>36,415</b>	<b>16,472</b>	<b>4,577</b>	<b>79,875</b>

#### Liquidity contingency plans

The group recognises that it is not possible to hold sufficiently large enough quantity of readily available liquidity to cover the least likely liquidity events. However, as such events can have devastating consequences, it is imperative to bridge the gap between the liquidity the group chooses to hold and the maximum liquidity the group might need.

The group's liquidity contingency plan is designed to, as far as possible, protect stakeholder interests and maintain market confidence in order to ensure a positive outcome in the event of a liquidity crisis. The plan incorporates an extensive early warning indicator methodology supported by a clear and decisive crisis response strategy. Early warning indicators span group specific crises, systemic crises, contingency planning, and liquidity risk management governance and are monitored based on assigned frequencies and tolerance levels. The crisis response strategy is formulated around the relevant crisis management structures and addresses internal and external communications, liquidity generation, operations, as well as heightened and supplementary information requirements.

#### Foreign currency liquidity management

A number of indicators are observed to monitor changes in either market liquidity or exchange rates. Foreign currency loans and advances are restricted to the availability of foreign currency deposits.

#### Funding strategy

Funding markets are evaluated on an ongoing basis to ensure appropriate group funding strategies are executed depending on the market, competitive and regulatory environment. The group employs a diversified funding strategy, sourcing liquidity in both domestic and offshore markets, and incorporates a coordinated approach to accessing capital and loan markets across the group.

Concentration risk limits are used within the group to ensure that funding diversification is maintained across products, sectors, geographic regions and counterparties.

Primary funding sources are in the form of deposits across a spectrum of retail and wholesale clients, as well as long-term capital and loan markets. The group remains committed to increasing its core deposits and accessing domestic and foreign capital markets when appropriate to meet its anticipated funding requirements.

#### Depositor concentrations

	Dec 2016 %	Dec 2015 %
Single depositor	4	3
Top 10 depositors	16	20

**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**Market risk**

The identification, management, control, measurement and reporting of market risk is categorised as follows:

**Trading market risk**

These risks arise in trading activities where the bank acts as a principal with clients in the market. The group policy is that all trading activities are contained within the bank's Corporate and Investment Banking (CIB) trading operations.

**Banking book interest rate risk**

These risks arise from the structural interest rate risk caused by the differing re-pricing characteristics of banking assets and liabilities.

**Foreign currency risk**

These risks arise as a result of changes in the fair value or future cash flows of financial exposures due to changes in foreign exchange rates.

**Equity investment risk**

These risks arise from equity price changes in listed and unlisted investments, and managed through the equity investment committee, which is a sub-committee of the executive committee.

**Framework and governance**

The board approves the market risk appetite and standards for all types of market risk. The board grants general authority to take on market risk exposure to the asset and liability committee (ALCO). ALCO sets market risk policies to ensure that the measurement, reporting, monitoring and management of market risk associated with operations of the bank follow a common governance framework. The bank's ALCO reports to EXCO and also to the board risk management committee.

The in-country risk management is subject to SBG oversight for compliance with group standards and minimum requirements.

The market risk management unit which is independent of trading operations and accountable to ALCO, monitors market risk exposures due to trading and banking activities. This unit monitors exposures and respective excesses daily, report monthly to ALCO and quarterly to the board risk management committee.

**Market risk measurement**

The techniques used to measure and control market risk include:

- daily net open position
- daily VaR;
- back-testing;
- PV01;
- annual net interest income at risk; and

**Daily net open position**

The board on the input of ALCO sets limits on the level of exposure by currency and in aggregate for overnight positions. The latter is also aligned to the net open position limit as specified by the regulators, which is usually a proportion of the groups' capital.

**Daily value-at-risk (VaR)**

VaR is a technique that estimates the potential losses that may occur as a result of market movements over a specified time period at a predetermined probability.

VaR limits and exposure measurements are in place for all market risks the trading desk is exposed to. The bank generally uses the historical VaR approach to derive quantitative measures, specifically for market risk under normal market conditions. Normal VaR is based on a holding period of one day and a confidence level of 95%. Daily losses exceeding the VaR are likely to occur, on average, 13 times in every 250 days.

The use of historic VaR has limitations as it is based on historical correlations and volatilities in market prices and assumes that future prices will follow the observed historical distribution. Hence, there is a need to back-test the VaR model regularly.

**VaR back-testing**

The group and the banking business back-test its foreign currency, interest rate and credit trading exposure VaR model to verify the predictive ability of the VaR calculations thereby ensuring the appropriateness of the model. Back-testing exercise is an ex-post comparison of the daily hypothetical profit and loss under the one-day buy and hold assumption to the prior day VaR. Profit or loss for back-testing is based on the theoretical profits or losses derived purely from market moves both interest rate and foreign currency spot moves and it is calculated over 250 cumulative trading-days at 95% confidence level.

**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**Stress tests**

Stress testing provides an indication of the potential losses that could occur in extreme market conditions.

The stress tests carried out include individual market risk factor testing and combinations of market factors on individual asset classes and across different asset classes. Stress tests include a combination of historical and hypothetical simulations.

**PV01**

PV01 is a risk measure used to assess the effect of a change of rate of one basis point on the price of an asset. This limit is set for the fixed income, money market trading, credit trading, derivatives and foreign exchange trading portfolios.

**Other market risk measures**

Other market risk measures specific to individual business units include permissible instruments, concentration of exposures, gap limits, maximum tenor and stop loss triggers. In addition, only approved products that can be independently priced and properly processed are permitted to be traded.

Pricing models and risk metrics used in production systems, whether these systems are off-the-shelf or in-house developed, are independently validated by the market risk unit before their use and periodically thereafter to confirm the continued applicability of the models. In addition, the market risk unit assesses the daily liquid closing price inputs used to value instruments and performs a review of less liquid prices from a reasonableness perspective at least fortnightly. Where differences are significant, mark-to-market adjustments are made.

**Annual net interest income at risk**

A dynamic forward-looking annual net interest income forecast is used to quantify the banks' anticipated interest rate exposure. This approach involves the forecasting of both changing balance sheet structures and interest rate scenarios, to determine the effect these changes may have on future earnings. The analysis is completed under both normal market conditions as well as stressed market conditions.

**Analysis of Value-at-Risk (VaR) and actual income**

The table below highlights the historical diversified normal VaR across the various trading desks. The minimum and maximum trading diversified normal VaR stood at USD115k and USD1.9m respectively with an annual average of USD0.6m which translates to a conservative VaR base limit utilisation of 20% on average.

Diversified Normal Var Exposures (USD'000)						
Desk	Maximum	Minimum	Average	30-Dec-16	31-Dec-15	Limit
Bankwide	1,875	115	598	135	1,007	3,052
FX Trading	396	7	83	114	20	808
Money Markets Trading	1,853	28	521	28	980	1,228
Fixed Income Trading	382	7	95	14	45	931
Credit Trading	0	0	0	0	0	754
Derivatives	0	0	0	0	0	121

## STANBIC IBTC HOLDINGS PLC

### Risk and capital management (continued) For the year ended 31 December 2016

#### Analysis of PV01

The table below shows the PV01 of the money markets banking and the individual trading books. The money markets trading book PV01 exposure decreased to N218k from that of the previous year as a result of T-bills sale of N71bn, the money markets banking book PV01 exposure stood at N8.4m higher than that of the previous year as a result of T-bills purchase of N65bn, coupled with FGN and Corporate bonds while the fixed income trading book PV01 exposure was N104k. Overall trading PV01 exposure was N322k against a limit of N6m thus reflecting a very conservative exposure utilisation.

PV01 (NGN'000)	31-Dec-16	31-Dec-15	Limit
Money market trading book	218	911	2,998
Fixed income trading book	104	316	2,755
Credit trading book	-	-	10
Derivatives trading book	-	-	205
Total trading book	322	1,227	5,968
Money market banking book	8,430	3,969	9,700

#### Interest rate risk in the banking book

Interest rate risk in the banking book (IRRBB) can be defined as the reduction in banking book net interest income due to changes in interest rates arising from the different re-pricing characteristics of banking book assets and liabilities. IRRBB is further divided into the following sub-risk types:

- Repricing risk referring to the timing differences in the maturity (fixed rate) and repricing (floating rate) of assets and liabilities.
- Yield curve risk arising when unanticipated shifts in the yield curve have adverse effects on the group's income.
- Basis risk arising from the imperfect correlation in the adjustment of the rates earned and paid on different instruments with otherwise similar repricing characteristics.
- Optionality risk arising from the options embedded in bank asset and liability portfolios, providing the holder with the right, but not the obligation, to buy, sell, or in some manner alter the cash flow of an instrument or financial contract.
- Endowment risk referring to the interest rate risk exposure arising from the net differential between interest rate insensitive assets such as non-earning assets and interest rate insensitive liabilities such as non-paying liabilities and equity.

#### Approach to managing interest rate risk on positions in the banking book

Banking-related market risk exposure principally involves the management of the potential adverse effect of interest movements on banking book earnings (net interest income and banking book mark-to-market profit or loss).

The group's approach to managing IRRBB is governed by prudence and is in accordance with the applicable laws and regulations, best international practice and the competitive situation within which it operates in financial markets. Interest rate risk is transferred to and managed within the bank's treasury operations under supervision of ALCO.

#### Measurement of IRRBB

The analytical technique used to quantify IRRBB is an earnings based approach. A dynamic, forward-looking net interest income forecast is used to quantify the bank's anticipated interest rate exposure. Desired changes to a particular interest rate risk profile are achieved through the restructuring of on-balance sheet repricing or maturity profiles. All assets and liabilities are allocated to gap intervals based on either their repricing or maturity characteristics. However, assets and liabilities for which no identifiable contractual repricing or maturity dates exist are allocated to gap intervals based on behavioural profiling.

The impact on net interest income due to interest rate changes cover 12 months of forecasting and allows for the dynamic interaction of payments, new business and interest rates. The analyses are done under stressed market conditions in which the banking book is subjected to an upward 400 basis points (2015: 350 basis points) and downward 200 basis points (2015: 400 basis points) parallel rate shocks for local currency and 100 basis points (2015: 100 basis points) upward and downward parallel rate shocks for foreign currency positions. The table below shows the sensitivity of the bank's net interest income in response to standardised parallel rate shocks.

31 December 2016		NGN	USD	Other	Total
<b>Increase in basis points</b>		<b>400</b>	<b>100</b>	<b>100</b>	
Sensitivity of annual net interest income	NGNm	3827	601	(65)	4,363
<b>Decrease in basis points</b>		<b>200</b>	<b>100</b>	<b>100</b>	
Sensitivity of annual net interest income	NGNm	(2556)	(546)	65	(3,037)
31 December 2015		NGN	USD	Other	Total
<b>Increase in basis points</b>		<b>350</b>	<b>100</b>	<b>100</b>	
Sensitivity of annual net interest income	NGNm	3119	460	(4)	3,575
<b>Decrease in basis points</b>		<b>400</b>	<b>100</b>	<b>100</b>	
Sensitivity of annual net interest income	NGNm	(4392)	(242)	4	(4,630)

#### Hedging of endowment risk

IRRBB is predominantly the consequence of endowment exposures, being the net exposure of non-rate sensitive liabilities and equity less non-rate sensitive assets. The endowment risk is hedged using marketable liquid instruments in the same currency as the exposure as and when it is considered opportune. Hedge decisions are made by ALCO following careful consideration of the interest rate views to be hedged against, including magnitude, direction, timing and probability, and the exposure to be hedged.

**Risk and capital management (continued)**  
**For the year ended 31 December 2016**
**Market risk on equity investment**

The equity committee (EC) has governance and oversight of all investment decisions. The committee is tasked with the formulation of risk appetite and oversight of investment performance. In this regard, a loss trigger is in place for the non-strategic portion.

**Exposure to currency risks**

The group takes on exposure to the effects of fluctuations in the prevailing foreign currency exchange rates on its financial position and cash flows. The board sets limits on the level of exposure by currency and in aggregate for both overnight and intra day positions, which are monitored daily. The table below summarises the group's exposure to foreign currency exchange risk as at 31 December 2016.

**Concentrations of currency risk – on- and off-balance sheet financial instruments**

<b>At 31 December 2016</b>	<b>Naira</b>	<b>US Dollar</b>	<b>GBP</b>	<b>Euro</b>	<b>Others</b>	<b>Total</b>
<b>Financial assets</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>
Cash and cash equivalents	140,417	149,899	3,172	7,144	719	301,351
Trading assets	16,855	-	-	-	-	16,855
Pledged assets	28,303	-	-	-	-	28,303
Derivative assets	14,282	35	-	-	-	14,317
Financial investments	252,822	1	-	-	-	252,823
Asset held for sale	112	-	-	-	-	112
Loans and advances to banks	12,917	2,347	-	-	-	15,264
Loans and advances to customers	195,786	156,475	72	631	1	352,965
Other financial assets	31,155	683	58	2	(1)	31,897
	<b>692,649</b>	<b>309,440</b>	<b>3,302</b>	<b>7,777</b>	<b>719</b>	<b>1,013,887</b>
<b>Financial liabilities</b>						
Trading liabilities	5,325	-	-	-	-	5,325
Derivative liabilities	11,754	34	-	-	-	11,788
Deposits and current accounts from banks	53,692	-	-	74	-	53,766
Deposits and current accounts from customers	399,968	156,981	2,308	1,363	349	560,969
Other borrowings	37,253	58,784	-	-	-	96,037
Subordinated debt	15,713	12,251	-	-	-	27,964
Other financial liabilities	56,745	75,360	881	3,251	172	136,409
	<b>580,450</b>	<b>303,410</b>	<b>3,189</b>	<b>4,688</b>	<b>521</b>	<b>892,258</b>
Net on-balance sheet financial position	112,199	6,030	113	3,089	198	121,629
Off balance sheet	25,009	26,944	228	2,220	742	55,143



**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**Concentrations of currency risk – on- and off-balance sheet financial instruments**

<b>At 31 December 2015</b>	<b>Naira</b>	<b>US Dollar</b>	<b>GBP</b>	<b>Euro</b>	<b>Others</b>	<b>Total</b>
<b>Financial assets</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>	<b>N' million</b>
Cash and cash equivalents	141,652	63,460	859	5,175	335	211,481
Trading assets	37,145	-	811	-	-	37,956
Pledged assets	86,570	-	-	-	-	86,570
Derivative assets	911	-	-	-	-	911
Financial investments	162,957	-	-	-	-	162,957
Asset held for sale	-	-	-	-	-	-
Loans and advances to banks	3,000	20,868	-	-	2,914	26,782
Loans and advances to customers	218,636	134,811	62	4	-	353,513
Other financial assets	(38,090)	57,193	(47)	(1,295)	(1,930)	15,831
	<b>612,781</b>	<b>276,332</b>	<b>1,685</b>	<b>3,884</b>	<b>1,319</b>	<b>896,001</b>
<b>Financial liabilities</b>						
Trading liabilities	13,911	10,190	-	-	-	24,101
Derivative liabilities	383	-	-	-	-	383
Deposits and current accounts from banks	23,000	72,446	-	-	-	95,446
Deposits and current accounts from customers	381,542	109,747	1,327	834	63	493,513
Other borrowings	14,672	66,435	-	-	-	81,107
Subordinated debt	15,698	8,001	-	-	-	23,699
Other financial liabilities (restated)	36,189	27,418	348	3,052	229	67,236
	<b>485,395</b>	<b>294,237</b>	<b>1,675</b>	<b>3,886</b>	<b>292</b>	<b>785,485</b>
Net on-balance sheet financial position	127,386	(17,905)	10	(2)	1,027	110,516
Off balance sheet	2,074	44,993	56	1,826	1,024	49,973

**Exchange rates applied**

<b>Year-end spot rate*</b>	<b>2016</b>	<b>2015</b>
<b>US Dollar</b>	<b>305</b>	199.3
<b>GBP</b>	<b>377.33</b>	294.93
<b>Euro</b>	<b>321.62</b>	216.86

\*Some foreign currency borrowings were valued at a rate different from interbank rate due to strict foreign exchange regime. See note 22 (viii).

**Sensitivity analysis**

A reasonably possible strengthening (weakening) of the US dollar, GBP or Euro against Naira at 31 December would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

<b>Effect in N million</b>	<b>Profit or loss</b>		<b>Equity, net of tax</b>	
	<b>Strengthening</b>	<b>Weakening</b>	<b>Strengthening</b>	<b>Weakening</b>
<b>At 31 December 2016</b>				
USD (20% movement)	1,206	(1,206)	844	(844)
GBP (10% movement)	11	(11)	8	(8)
EUR (5% movement)	154	(154)	108	(108)
<b>At 31 December 2015</b>				
USD (5% movement)	(3,581)	3,581	(2,507)	2,507
GBP (2% movement)	1	(1)	1	(1)
EUR (1% movement)	-	-	-	-

**Risk and capital management (continued)**  
**For the year ended 31 December 2016**

**Basel II framework**

The Basel II framework stipulates a minimum level of capital that banks must maintain to ensure that they can meet their obligations, cover unexpected losses; and can, very importantly, promote public confidence. It also specifies comprehensive disclosure requirements for banks operating under the framework.

"The Basel II framework is based on three pillars:

- Pillar I - Minimum Capital Requirements. This details various approaches to measure and quantify capital required for the three major risk components that a bank faces: credit risk, market risk and operational risk. SIBTC has adopted the Standardized Approach for Credit and Market Risk and the Basic Indicator Approach for Operational Risk.
- Pillar II - Supervisory Review. This is structured along two separate but complementary stages; the Internal Capital Adequacy Assessment Process (ICAAP) and the Supervisory Review and Evaluation process (SREP). The bank conducts a self-assessment of its internal capital requirements via the ICAAP whilst the Central Bank of Nigeria (CBN) conducts its assessment of the bank via the SREP.
- Pillar III – Market Discipline allows market participants access information on risk exposure and risk management policies and procedures through disclosures. The bank through this Pillar III Disclosures report provides an overview of its risk management practices in line with the CBN Guidance Notes on Pillar III Disclosures.

The Pillar III Disclosures Report will be published on bi-annual basis and will be made available through the bank's website at [www.stanbicibtcbank.com](http://www.stanbicibtcbank.com).

**Capital management**

**Capital adequacy**

The group manages its capital base to achieve a prudent balance between maintaining capital ratios to support business growth and depositor confidence, and providing competitive returns to shareholders. The capital management process ensures that each group entity maintains sufficient capital levels for legal and regulatory compliance purposes. The group ensures that its actions do not compromise sound governance and appropriate business practices and it eliminates any negative effect on payment capacity, liquidity and profitability

The Central Bank of Nigeria (CBN) adopted the Basel II capital framework with effect from 1 October 2014 and revised the framework in June 2015. Stanbic IBTC Bank has been compliant with the requirements of Basel II capital framework since it was adopted.

**Regulatory Capital**

The group's regulatory capital is divided into two tiers:

- Tier 1 capital which comprises share capital, share premium, retained earnings and reserves created by appropriations of Tier 2 capital which includes subordinated debts and other comprehensive income. Subordinated debt at the end of the year
- totalled N28bn and is broken down as follows:
  - Naira denominated subordinated debt totalling N15.6bn issued on 30 September 2014 at an interest rate of 13.25% per annum;
  - N100 million Naira denominated subordinated debt issued on 30 September 2014. Interest is payable semi-annually at 6-month Nigerian Treasury Bills yield plus 1.20%. It has a tenor of 10 years and is callable after 5 years from the issue date. The debt is unsecured;
  - USD denominated term subordinated non-collaterised facility of USD40 million obtained from Standard Bank of South Africa effective 31 May 2013. The facility expires on 31 May 2025 and is repayable at maturity. Interest on the facility is payable semi-annually at LIBOR (London Interbank Offered Rate) plus 3.60%.

Total eligible Tier 2 Capital as at 31 December 2016 was N29bn (2015: N24bn).

Investment in unconsolidated subsidiaries and associations are deducted from Tier 1 and 2 capital to arrive at total regulatory capital.

**Capital Adequacy**

Regulatory capital adequacy is measured based on Pillar 1 of the Basel II capital framework. Capital adequacy ratio is calculated by dividing the capital held by total risk-weighted assets. Risk weighted assets comprise computed risk weights from credit, operational and market risks associated with the business of the bank. Notional risk weighted asset for market risk is calculated using the standardised approach while operational risk is determined using the basic indicator approach. Management monitors the capital adequacy ratio on a proactive basis.

Throughout the year under review, Stanbic IBTC Bank operated above its targeted capitalization range and well over the minimum regulatory capital adequacy ratio of 10% as mandated by CBN.

**STANBIC IBTC HOLDINGS PLC**
**Risk and capital management (continued)  
For the year ended 31 December 2016**
**Capital management - BASEL II regulatory capital**
**Stanbic IBTC Group**

	B II Group 31 Dec 2016 N'million	B II Group 31 Dec 2015 N'million
<b>Tier 1</b>	<b>138,831</b>	<b>121,057</b>
Paid-up Share capital	5,000	5,000
Share premium	65,450	65,450
General reserve (Retained Profit)	50,157	38,215
SMEEIS reserve	1,039	1,039
Statutory reserve	32,576	25,179
Other reserves	(19,087)	(19,067)
Non controlling interests	3,696	5,241
Less: regulatory deduction	9,351	8,342
Goodwill	-	-
Deferred tax assets	8,638	8,342
Other intangible assets	713	-
Current year losses	-	-
Under impairment	-	-
Reciprocal cross-holdings in ordinary shares of financial institutions	-	-
Investment in the capital of banking and financial institutions	-	-
Excess exposure(s) over single obligor without CBN approval	-	-
Exposures to own financial holding company	-	-
Unsecured lending to subsidiaries within the same group	-	-
Eligible Tier I capital	<u>129,480</u>	<u>112,715</u>
<b>Tier II</b>	<b>28,906</b>	<b>24,925</b>
Hybrid (debt/equity) capital instruments	-	-
Subordinated term debt	27,964	23,699
Other comprehensive income (OCI)	942	1,226
Less: regulatory deduction	-	-
Reciprocal cross-holdings in ordinary shares of financial institutions	-	-
Investment in the capital of banking and financial institutions	-	-
Investment in the capital of financial subsidiaries	-	-
Exposures to own financial holding company	-	-
Unsecured lending to subsidiaries within the same group	-	-
Eligible Tier II capital	<u>28,906</u>	<u>24,925</u>
<b>Total regulatory capital</b>	<b><u>158,386</u></b>	<b><u>137,640</u></b>
<b>Risk weighted assets:</b>		
Credit risk	486,430	483,455
Operational risk	207,092	160,884
Market risk	1,917	2,004
<b>Total risk weight</b>	<b><u>695,439</u></b>	<b><u>646,343</u></b>
Total capital adequacy ratio	22.8%	21.3%
Tier I capital adequacy ratio	18.6%	17.4%

## STANBIC IBTC HOLDINGS PLC

### Risk and capital management (continued) For the year ended 31 December 2016

#### Capital management - BASEL II regulatory capital

Stanbic IBTC Bank PLC	B II 31 Dec 2016 N'million	B II 31 Dec 2015 N'million
<b>Tier 1</b>	<b>108,228</b>	<b>87,355</b>
Paid-up share capital	1,875	1,875
Share premium	42,469	42,469
General reserve (Retained profit)	40,664	22,033
SMEEIS reserve	1,039	1,039
Statutory reserve	22,153	19,907
Other reserves	28	32
Non controlling interests	-	-
Less: regulatory deduction	9,084	7,371
Deferred Tax Assets	8,321	7,321
Other intangible assets	713	-
Investment in the capital of financial subsidiaries	50	50
Excess exposure(s) over single obligor without CBN approval	-	-
Exposures to own financial holding company	-	-
Unsecured lending to subsidiaries within the same group	-	-
<b>Eligible Tier I capital</b>	<b>99,144</b>	<b>79,984</b>
<b>Tier II</b>	<b>28,149</b>	<b>24,282</b>
Hybrid (debt/equity) capital instruments	-	-
Subordinated term debt	27,964	23,699
Other comprehensive income (OCI)	185	583
Less: regulatory deduction	50	50
Reciprocal cross-holdings in ordinary shares of financial institutions	-	-
Investment in the capital of banking and financial institutions	-	-
Investment in the capital of financial subsidiaries	50	50
Exposures to own financial holding company	-	-
Unsecured lending to subsidiaries within the same group	-	-
<b>Eligible Tier II capital</b>	<b>28,099</b>	<b>24,232</b>
<b>Eligible Tier II capital</b>	<b>127,243</b>	<b>104,216</b>
<b>Risk weighted assets:</b>		
Credit risk	458,266	438,694
Operational risk	146,986	128,524
Market risk	1,917	2,004
<b>Total risk weight</b>	<b>607,169</b>	<b>569,223</b>
<b>Total capital adequacy ratio</b>	<b>21.0%</b>	<b>18.3%</b>
<b>Tier I capital adequacy ratio</b>	<b>16.3%</b>	<b>14.1%</b>

**STANBIC IBTC HOLDINGS PLC**

**Other National Disclosures**

**31 December 2016**

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**Annexure A: Statements of value added**

**Annexure B: Five-year financial summary**

**STANBIC IBTC HOLDINGS PLC**
**Annexure A: Value added statement  
For the year ended 31 December 2016**

	Group				Company			
	31-Dec-16 N'million	%	31-Dec-15 N'million	%	31-Dec-16 N'million	%	31-Dec-15 N'million	%
Gross earnings	156,425		140,027		2,528		10,987	
Interest paid:								
- local	(24,998)		(36,248)		(97)		-	
- foreign	(4,610)		(2,578)		-		-	
	<u>(29,608)</u>		<u>(38,826)</u>		<u>(97)</u>		<u>-</u>	
Administrative overhead:								
- local	(35,058)		(33,715)		(430)		(659)	
- foreign	(370)		(600)		-		-	
	<u>(35,428)</u>		<u>(34,315)</u>		<u>(430)</u>		<u>(659)</u>	
Provision for losses	<u>(19,803)</u>		<u>(14,931)</u>		<u>-</u>		<u>-</u>	
Value added	<u>71,586</u>	100	<u>51,955</u>	100	<u>2,001</u>	100	<u>10,328</u>	
<b>DISTRIBUTION</b>								
<b>EMPLOYEES &amp; DIRECTORS</b>								
Salaries and benefits	30,173	42	24,825	48	500	25	429	4
<b>GOVERNMENT</b>								
Taxation	8,689	12	4,760	9	892	45	28	-
<b>THE FUTURE</b>								
Asset replacement (depreciation)	4,204		3,479		-		-	
Expansion (retained in the business)	<u>28,520</u>		<u>18,891</u>		<u>609</u>		<u>9,871</u>	
Total	<u>32,724</u>	46	<u>22,370</u>	43	<u>609</u>	30	<u>9,871</u>	96
	<u>71,586</u>	100	<u>51,955</u>	100	<u>2,001</u>	100	<u>10,328</u>	100

## STANBIC IBTC HOLDINGS PLC

## Annexure B: Financial summary

	Group 31 Dec. 2016 N'million	Group 31 Dec. 2015 N'million	Group 31 Dec 2014 N'million	Group 31 Dec 2013 N'million	Group 31 Dec 2012 N'million	Company 31 Dec. 2016 N'million	Company 31 Dec. 2015 N'million	Company 31 Dec 2014 N'million	Company 31 Dec 2013 N'million	Company 31 Dec 2012 N'million
<b>STATEMENT OF FINANCIAL POSITION</b>										
<b>Assets</b>										
Cash and cash equivalents	301,351	211,481	143,171	120,312	106,680	1,768	8	784	2,722	2,625
Derivative assets	14,317	911	4,860	1,526	1,709	-	-	-	-	-
Trading assets	16,855	37,956	96,345	40,711	114,877	-	-	-	-	-
Pledged assets	28,303	86,570	34,172	24,733	24,440	-	-	-	-	-
Financial investments	252,823	162,695	204,502	139,304	85,757	920	658	58	-	-
Asset held on sale	112	262	-	-	24,571	-	-	-	-	-
Loans and advances to banks	15,264	26,782	8,814	94,180	266,344	-	-	-	-	-
Loans and advances to customers	352,965	353,513	398,604	289,747	5,212	-	555	484	118	-
Deferred tax assets	8,638	8,342	5,737	6,059	-	-	-	-	-	-
Equity investment in group companies	39,220	23,741	21,710	19,891	22,771	85,539	69,191	69,151	68,951	68,951
Other assets	713	-	-	-	-	2,226	2,996	2,541	1,038	916
Intangible assets	-	-	-	-	-	-	-	-	-	-
Property and equipment	22,962	25,311	24,004	24,988	24,458	2,404	2,494	2,653	2,572	16
	<b>1,053,523</b>	<b>937,564</b>	<b>941,919</b>	<b>761,451</b>	<b>676,819</b>	<b>92,857</b>	<b>75,902</b>	<b>75,671</b>	<b>75,401</b>	<b>72,508</b>
<b>Equity and liabilities</b>										
Share capital	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000
Reserves	132,102	118,726	111,021	92,888	78,341	67,970	67,360	67,990	66,846	66,503
Non-controlling interest	3,696	5,241	4,223	3,321	2,310	-	-	-	-	-
Derivative liabilities	11,788	383	2,677	1,085	772	-	-	-	-	-
Trading liabilities	5,325	24,101	85,283	66,960	88,371	-	-	-	-	-
Deposits from banks	53,766	95,446	59,121	51,686	26,632	-	-	-	-	-
Deposits from customers	560,969	493,513	494,935	416,352	355,419	-	-	-	-	-
Other borrowings	96,037	81,107	70,151	48,764	66,873	16,404	-	-	-	-
Subordinated debt	27,964	23,699	22,973	6,399	-	-	-	-	-	-
Current tax liabilities	9,508	8,727	9,847	7,681	4,844	68	60	129	2	-
Deferred tax liabilities	47	120	111	256	-	9	-	-	-	-
Provisions & other liabilities	147,321	81,501	76,577	61,059	48,257	3,406	3,482	2,552	3,553	1,005
	<b>1,053,523</b>	<b>937,564</b>	<b>941,919</b>	<b>761,451</b>	<b>676,819</b>	<b>92,857</b>	<b>75,902</b>	<b>75,671</b>	<b>75,401</b>	<b>72,508</b>
<b>Acceptances and guarantees</b>										
	<b>54,143</b>	<b>49,973</b>	<b>65,563</b>	<b>44,615</b>	<b>44,817</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>STATEMENT OF PROFIT OR LOSS</b>										
Net operating income	126,053	100,648	104,645	85,232	67,410	2,431	10,982	14,320	9,137	1,250
Operating expenses and provisions	(88,844)	(76,997)	(61,118)	(58,472)	(55,998)	(930)	(1,083)	(1,422)	(921)	(72)
Profit before tax	37,209	23,651	43,527	26,760	11,412	1,501	9,899	12,898	8,216	1,178
Taxation	(8,689)	(4,760)	(9,068)	(4,547)	(1,255)	(892)	(28)	238	116	(125)
Profit after taxation	28,520	18,891	34,459	22,213	10,157	609	9,871	13,136	8,332	1,053
Profit attributable to :										
Non-controlling interests	3,878	3,393	2,772	2,163	1,289	-	-	-	-	-
Equity holders of the parent	24,642	15,498	31,687	20,050	8,868	609	9,871	13,136	8,332	1,053
Profit for the period	28,520	18,891	34,459	22,213	10,157	609	9,871	13,136	8,332	1,053
<b>STATISTICAL INFORMATION</b>										
Earnings per share (EPS) - basic	246k	155k	317k	200k	50k	6k	99k	131k	83k	11k