BANK ALKHAIR

بسم الله الرحمن الرحيم

Contents

Licensed as a wholesale Islamic bank by the Central Bank of Bahrain

**His Royal Highness
Prince Khalifa bin Salman
Al Khalifa**

The Prime Minister of
the Kingdom of Bahrain

**His Majesty King
Hamad bin Isa
Al Khalifa**

The King of
the Kingdom of Bahrain

**His Royal Highness
Prince Salman bin Hamad
Al Khalifa**

The Crown Prince, Deputy
Supreme Commander and
First Deputy Prime Minister

VISION

To be a leading global provider of Shari'ah-compliant financial services

VALUES

- *Integrity • Honesty*
- *Innovation • Transparency*
- *Confidentiality • Professionalism*

Established in 2004 in the Kingdom of Bahrain, Bank Alkhair is a wholesale Islamic bank with an international presence in Saudi Arabia, Malaysia, Turkey, and UAE.

The Bank's primary focus is to provide clients with access to innovative alternative investment opportunities in the MENASAT region. Bank Alkhair offers a select range of investment banking-related products and services, including asset management, private equity, corporate finance, and capital markets advisory.

Bank Alkhair seeks to deliver exceptional value to its shareholders and clients by focusing on innovation, professionalism and integrity. All products and transactions are governed by two essential principles: that they comply fully with the rules of Islamic Shari'ah, and that they are benchmarked against international financial best practices.

Stringent corporate governance standards ensure that the Bank, its directors and employees adopt the highest standards of ethical conduct and adhere to the principles of fairness, transparency, accountability and responsibility in all day-to-day dealings and operations.

INTERNATIONAL PRESENCE

Bank Alkhair seeks to deliver exceptional value to clients and shareholders through a focus on innovation, professionalism and integrity-the shared values that drive the Bank's endeavour to be a leading global provider of Shari'ah-compliant financial services.

MALAYSIA

Bank Alkhair B.S.C. (c)

5-Year Consolidated Performance Summary

(Amounts in US $ thousands)	2017	2016	2015 (restated)	2014 (restated)	2013 (restated)
(Loss) / profit for the year before Zakah and impairment	(10,205)	(26,605)	(14,974)	(8,740)	1,114
(Loss) / profit for the year	(9,839)	(33,034)	(2,500)	(16,921)	(1,048)
Total assets	482,242	489,693	582,118	566,911	619,808
Placements with financial institutions	6,588	8,402	9,648	42,250	74,390
Financing receivables	8,956	16,075	66,713	9,151	52,309
Investment securities	70,644	61,603	64,930	85,323	79,186
Total liabilities	292,284	291,617	360,229	337,538	380,004
Due to financial institutions	71,342	87,566	123,252	106,987	130,763
Due to customers	167,372	151,034	208,250	197,552	217,59
Equity attributable to the shareholders of the Bank	88,247	103,830	131,704	142,629	161,343
Total equity	189,958	198,076	221,889	229,373	239,804
Return on average assets (percent)	-2.0%	-6.2%	-0.4%	-2.9%	-0.2%
Return on average shareholders' equity (percent)	-5.1%	-15.7%	-1.1%	-7.2%	-0.5%
Cost to income ratio (percent)*	122.3%	182.6%	129.5%	119.0%	96.7%
Financial leverage (percent)	270.5%	229.8%	251.7%	213.5%	215.9%
Capital adequacy ratio (percent)	1.9%	2.6%	5.2%	8.4%	15.2%

Note: Figures of previous years have been reclassified for comparative purposes.

* Cost excludes impairment and provision for zakah

BOARD OF DIRECTORS

Yousef A. Al-Shelash
Chairman
Non-Executive Director

Abdullatif Abdullah Al-Shalash
Non-Executive Director

Dr. Abdulaziz Al Orayer
Independent Director

Dr. Ahmed Al-Dehailan
Independent Director

Khalid Shaheen
Independent Director

Abdullah Aldubaikhi
Independent Director

Abdulrazaq Al Wohaib
Non-Executive Director

Majed Al Qasem
Independent Director

Meshari Abdullah Al Mulla
Independent Director

SHARI’AH SUPERVISORY BOARD

Dr. Ali Muhyealdin Al-Quradaghi
Chairman

Dr. Mohammad Daud Bakar

Dr. Nizam Mohammad Saleh
Deputy Chairman

EXECUTIVE MANAGEMENT TEAM

Maurice B. Horan
Group Chief Executive Officer
(Effective May, 2017)

Fawad Hanif
Chief Financial Officer /
Coordinator – Back Office Function

Dr. Shaban Mohamad Islam Barwari
Group Head – Shari'ah Assurance

Khalid Al-Mulhim
Chief Executive Officer,
Alkhair Capital Saudi Arabia

Yeow Tiang Hui
Chief Executive Officer
Alkhair International Islamic Bank Berhad
(Effective July, 2017)

Gülsevim Kahraman
General Manager,
Alkhair Capital Menkul Değerler A.Ş.
(Until June, 2017)

Ali İlhan
General Manager,
Alkhair Portfoy Turkey

Nabeel Noor Al Nabi
Senior Regional Director – Head of Investment Development & Distribution /
Coordinator – Front Office

Kubra Ali Mirza
Chief Compliance Officer, MLRO & Board Secretary

EXECUTIVE MANAGEMENT TEAM

Ayman Amin Sejiny

Group Chief Executive Officer
(Until April, 2017)

Issam A. Issa

General Counsel
(Effective August, 2017)

Akram Traboulsi

Director, Risk Management

Ayham Gharaibeh

General Counsel
(Until July, 2017)

Ikbal Daredia

Managing Director – Global Head of Investment Banking
(Until September, 2017)

Muhammad Abbas Khan

Head of Group Internal Audit

CHAIRMAN'S MESSAGE

The Board remains committed to managing our business in the best interest of all stakeholders and I am hopeful that our efforts will bear fruit over time.

In the name of Allah, the Beneficent, the Merciful, Prayers and Peace upon the Last Apostle and Messenger, Our Prophet Mohammed, His Companions and Relatives.

On behalf of the Board of Directors, it is my privilege to present the annual report and consolidated financial statements of Bank Alkhair for the year ended 31 December 2017.

Looking back on 2017, and indeed on much of 2016, it is safe to say that this was a period of considerable uncertainty and dislocation for our region. Financial markets in the Gulf region were challenged in a manner not seen since the 2008 financial crisis. In particular, we saw significant liquidity constraints in many of the markets in which we operate, and this was further exacerbated by geo-political tensions which reached new heights during the period. From a Bank Alkhair perspective, the primary impact of these challenging economic conditions was that financial transactions, particularly in the private equity space, were difficult to execute. As the year evolved, it became clear that the Bank was experiencing significant headwinds in its efforts to develop its business or to divest matured investments on its own behalf and on behalf of its loyal investor base.

As would be expected, given the economic backdrop I have just outlined above, the various components of Bank Alkhair experienced mixed results.

Our banking activities in the Kingdom of Bahrain experienced another very difficult year. Challenging market conditions, allied to regulatory constraints arising from the Bank's capital position, contrived to push the business into considerable losses. This continued loss-making situation, allied to an unviable investment-banking model is a considerable concern to us. Your Board, with considerable regret, took the decision that it would be in the best interest of the business if Bank Alkhair were to cease Islamic banking activities in Bahrain and to covert the Bank into a holding company, which would then be better positioned to manage and develop our various activities. Accordingly, at an Extraordinary General Meeting of the Bank, held on 22 February 2018, the shareholders unanimously approved the cessation of banking activities in Bahrain and the conversion of Bank Alkhair into a holding company, subject to the Central Bank of Bahrain (CBB) and the Ministry of Industry, Commerce and Tourism (MOICT) approvals.

Elsewhere, our Capital Markets business in Saudi Arabia and Dubai, however, are performing robustly and have moved to significant profit with prospects for continued progress and development.

Alkhair Capital Saudi Arabia delivered a robust performance and was successful in adding new clients and securing new business across its four core business lines. They significantly grew their discretionary assets under management from both existing clients as well as new clients.

Our operations in the United Arab Emirates, Alkhair Capital (Dubai) Limited upgraded its license in 2017 and now provides a full range of services that are in line with the DFSA regulations in order to cater for the needs and requirements of its existing and new potential clients, including advising, arranging, managing, dealing and custody.

Alkhair Portföy Turkey, our Turkish subsidiary had quite a difficult year, reflecting the challenging business environment in Turkey. Alkhair Portföy Turkey Participation Fund, though small and which is the main fund managed, continued to outperform its benchmark in 2017.

Alkhair International Islamic Bank Berhad (AKIIB) also faced a challenging operating environment in 2017, marked by a slowdown in economic growth, sluggish financing assets demand, intense competition and regulatory compliance changes.

In summary, we continue to face a mix of challenges and opportunities, the combined impact of which is to make it imperative that we restructure our business structures as outlined. The Board remains committed to managing our business in the best interest of all stakeholders and I am hopeful that our efforts will bear fruit over time.

In closing, on behalf of the Bank's Board of Directors I would like to extend our sincere appreciation to our loyal shareholders for their unwavering support and confidence and I would like to pay special thanks to the Government of Bahrain for their progressive vision, to the Central Bank of Bahrain for their valuable direction and guidance, to our Shari'ah Supervisory Board for their invaluable insight and, finally, to our employees globally for their individual contributions.

May Allah guide us on the proper path, and lead us to the realisation of our goals.

Yousef Abdullah Al-Shelash

Chairman of the Board

29 March 2018

BUSINESS LINES
INVESTMENT BANKING

In 2017, Bank Alkhair's focus was on consolidation of its cost base, optimization of portfolio companies, and exit of its Private Equity investments. Renewed efforts were made to identify potential interested parties across all investment holdings.

As a result, the Bank in its capacity as the Fund manager of Unicorn Global Private Equity Fund I (the "Fund"), managed to successfully exit the investment in Bahrain Maintenance and Diving Services WLL (a Bahrain based company specialized in commercial diving, rigging, marine construction and fabrication for the oil and gas services sector) ("BMDS"), through the sale of the Fund's 77.07% holding in Regional Energy Services Holding WLL ("RESH"), the holding company of a 70% stake in BMDS. This now leaves one single remaining asset in the Fund, namely the 33% ownership in The Independent Logistics & Warehousing Company ("ILW"), a logistic company located in the Hashemite Kingdom of Jordan. The Bank has limited time to sell the last asset in the funds, as the Fund is due to expire on June 30, 2018. It is currently exploring options to ensure there is a smooth exit of this last asset.

The priority during 2017 and onward will be to continue to enhance performance of the bank's investee companies and selectively exit these assets when the market is conducive to the realizable fair value at a not distressed level. We continue to actively focus of our portfolio of companies and make operational improvements by optimizing revenue potential, reduce cost and monitor working capital and CAPEX requirements. Our main objective is to bring forward and prepare exit options for the board to consider divesture.

TAJ

Al Tajamouat for Touristic Projects Company

Sector/Industry: Tourism

Location: Amman, Jordan

Shareholding: **50.63%**

Al Tajamouat Mall (Taj Mall), the premier upscale shopping mall and entertainment complex in Amman, Jordan is now fully operational, and has achieved an occupancy rate of 93 Per cent at premium lease rates, with active interest in the remaining space. One of the highest yielding shopping malls in the Middle East, its footfall has more than doubled since opening reaching 8.9 million visitors in 2016.

t'azur Company	
Sector/Industry:	Takaful
Location:	Bahrain, Kuwait, Qatar and Oman
Shareholding:	**25.86%**

t'azur is a regional Takaful company established in 2007 following two years of intensive research and development led by Bank Alkhair. t'azur offers both General and Family Takaful products and services. In 2013, t'azur was instrumental in the establishment of Takaful Oman, the first Shari'ah compliant insurance company in the Sultanate. Takaful Oman's initial public offering raised US$60 million, and was 5.5 times oversubscribed.

SUBSIDIARIES

Malaysia

Established in 2007, Alkhair International Islamic Bank Berhad is the first foreign Islamic bank in Malaysia licensed to conduct a full range of non- Malaysian Ringgit banking activities under the Malaysia International Islamic Financial Centre initiative. Operating under a full-fledged commercial banking license, the core business lines of Alkhair Malaysia are corporate banking, treasury and capital markets.

Alkhair Malaysia faced a challenging operating environment in 2017, marked by a slowdown in economic growth, sluggish financing assets demand, intense competition and regulatory compliance changes.

The Bank faced the continuation of higher spending with the cost of maintaining the regulatory compliance rising and new risks continued to emerge – such as those related to BNM guidelines on related-company transactions, MFRS9, cybersecurity and data privacy. The bank was struggling to keep pace with the industry needs but managed to keep the operating expenses tightly controlled.

While keeping prudent risk management practices throughout the year, the bank's gross financing to clients diminished from the previous year as its capital, funding and the liquidity position remained a challenge.

Despite the lacklustre operating conditions, we remained focused on our key markets and continued delivering to our clients the support for their banking needs.

Above all, for 2018, we look forward to our "offshore-offshore" business strategy to bear fruit in line with the MIFC objectives and the bank is confident it can and will be profitable, and drive shareholders value in a challenging year ahead.

Turkey

Alkhair Capital Menkul Değerler A.Ş (Alkhair Capital Turkey) and Alkhair Portföy Yönetimi A.Ş. (Alkhair Portföy) were both established in 2007 following the acquisition by Bank Alkhair of the Turkish asset management and brokerage company Inter Yatrim Menkul Değerler A.Ş., and its subsidiary Inter Portföy Yonetimi A.Ş.

The main business lines of Alkhair Portföy are mutual fund management, wealth management, and advisory to capital markets and private equity deals.

Alkhair Portföy is managing 3 Islamic mutual funds. The funds that are being owned and managed by Alkhair Portföy are as follows: Alkhair Portföy Participation Equity Fund, Alkhair Portföy Sukuk Fund and Alkhair Portföy First Participation Fund.

Alkhair Portföy Participation Equity Fund, which is the flagship, fund of Alkhair Portföy has continued its outperformance in 2017 and posted a 21% return (13% in US$). Cumulative return of the fund has reached 343% (78% in US$), whereas the benchmark return stood at 244% (44% in US$) since 2009.

Alkhair Portföy has also continued its efforts in private equity and capital markets fields together with Bank Alkhair. Focusing on sukuk issuance and murabaha deals for Turkish corporates will be one of the main motivations for the Alkhair team in Turkey in 2018.

Saudi Arabia

Alkhair Capital Saudi Arabia is a closed joint stock company established in 2009 under the laws of Saudi Arabia with commercial registration number 1010264915 issued in Riyadh. It is licensed by the Capital Market Authority under license number 08120-37, and has a registered office at P.O.Box 69410, Riyadh 11547, Kingdom of Saudi Arabia.

Alkhair Capital Saudi Arabia operates across four (4) business lines: Asset Management, Corporate Finance & Investment Banking, Brokerage, and Custody services.

The Company seeks to provide its clients with an integrated and comprehensive range of Shari'ah-compliant investment products and corporate finance services. It specializes in mergers and acquisitions, private equity, structured finance solutions as well as debt and equity arranging, with an emphasis on delivering differentiated value and tailored solutions to its clients through adopting a creative and consistent approach.

During 2017, Alkhair Capital Saudi was successful in adding new clients and securing new business across its four core business lines. We grew significantly our discretionary assets under management from both existing clients as well as new clients of private nature, institutional and quasi-government. We also managed to close our second private equity fund "AlKhair KSA Healthcare Fund II" with a size of SAR 160 million, and currently planning to launch our third private equity fund "Al Mashfa Fund" during the second quarter of 2018 targeting the healthcare sector in Saudi with a target size of SAR 100 million.

In 2017, Alkhair Capital Saudi Arabia secured the CMA approval on their Shari'ah-compliant margin-lending product which is expected to contribute significantly in the increase of our brokerage revenues during 2018 and forward. They also also successfully increased their institutional brokerage client base and trading value despite market conditions.

The Investment Banking and Corporate Finance department advised on two sizable corporate finance transactions during 2017: An Asset Backed Securitization Transaction for a SAMA regulated financial institution and an acquisition of an influential minority equity interest in a leading company operating in the Saudi healthcare sector.

United Arab Emirates

Alkhair Capital (Dubai) Limited, a DFSA regulated entity, upgraded its license in 2017 and added the following activities: (i) Providing custody services, (ii) Dealing in investments as an Agent, and (iii) Dealing in investments as a Principal. The Company now provides a full range of services that are in line with the DFSA regulations in order to cater for the needs and requirements of its existing and new potential clients including advising, arranging, managing, dealing and custody.

During 2017, the Company launched its trade finance fund and increased its discretionary portfolios and assets under management from its existing clients as well new clients. In addition, it built its fixed income trading desk to cater mainly for the needs of its institutional clients in additional to sophisticated high-net worth clients and family offices.

The Company has also managed to close a benchmark USD Sukuk transaction of a size USD 400 million where it acted as a co-arranger and joint book runner on this transaction, and has secured advisory mandates during 2017 which are under execution.

Tintoria International, Dubai, United Arab Emirates

Tintoria International runs Clean Swift, a leading industrial laundry and textile services provider, operating out of a new state-of-the-art facility in Dubai Investment Park. It has a capacity of 45 tonnes of hotel linen per day and utilises leading-edge laundry equipment from Germany that reduces water consumption by 75 per cent, incorporates a barrier wall concept and is in line with WHO hygiene standards. The Company has been appointed as the exclusive laundry provider to the Office of the Prime Minister of the UAE. It also extends its specialist textile care services to the areas of laboratory fabric testing, linen procurement support, training for hotel housekeeping staff, and linen leasing.

Al-Tajamouat for Touristic Projects Co. Plc., Jordan

Al-Tajamouat for Touristic Projects Co. Plc. is listed on the Amman Stock Exchange and owns and operates the Al-Tajamouat Lifestyle Centre (Al Taj) launched in 2012. This premier upscale shopping mall and entertainment complex in Amman, Jordan is fully operational and has an occupancy rate of 93 per cent at premium lease rates. It is one of the highest-yielding shopping malls in the Middle East region and footfall has more than doubled since opening to over 8 million visitors a year.

ASSOCIATE COMPANIES AND AFFILIATES

BFC Group Holdings

BFC Group was acquired by Bank Alkhair in January 2009. Founded in 1917, it is one of the leading foreign exchange and remittance houses in the GCC region. In 2016, the Group was granted a banking license in the United Kingdom. BFC Bank shall cater to customers who require international payment solutions as well as domestic banking products.

t'azur Company

Established in Kuwait in 2007 by Bank Alkhair, t'azur is a Bahrain based Takaful (Shari'ah-compliant) regional insurance group offering a comprehensive range of Takaful products for individuals and businesses.

Its regional presence extends to Kuwait, Qatar and Oman. In 2013, t'azur established Takaful Oman, the first Shari'ah-compliant insurance company in the Sultanate. Its initial public offering raised US$60 million and was 5.5 times oversubscribed.

Open Silicon

Established in 2003 by the founders of Intel Microelectronics, a subsidiary of Intel, Open Silicon is a leading semiconductor solutions provider, specialising in application-specific integrated circuit (ASIC) design and outsourced manufacturing services. Based in Silicon Valley, California, the Company has design centres across the USA, Taiwan and India. Its clients include HP, Cisco, Sony, Fuji, Panasonic and Hitachi. Since inception, Open Silicon has completed over 300 designs, and shipped more than 90 million chips with a defect return rate of only 0.0003 per cent.

Turquoise Coast Investment Company & Yalikavak

Established in 2008, Turquoise Coast has a 23-acre mixed hospitality and residential real estate development at Bodrum. The luxury project includes beachfront apartments and villas, beachfront suites, and hotel guest rooms. Phase one is complete. Phase two, now underway, includes a 5-star hotel and spa and the second tranche of residences. Phase three will see the completion of additional residences. Amenities include a private beach, swimming pools, nature paths, spa and fitness centre and several signature restaurants. Yalikavak was established in 2014, to support the second and third phases of the development project with additional equity financing.

BFC Group Holdings

Sector/Industry:	Financial services
Location:	Bahrain, Kuwait, Malaysia, India and the UK
Shareholding:	43.36%

The BFC Group currently operates in the United Kingdom, Malaysia, India, Kuwait and Bahrain through a global network of over 125 retail branches. In addition, through its proprietary EzRemit money transfer service, BFC is present in over 30 countries with over 46,000 correspondent agent locations. The Group also has an extensive global reach of approx. 192 countries through its partnership with MoneyGram, a leading international remittance company.

CLEAN SWIFT كلينسويفت
Laundry and Textile Services خدمات غسيل الملابس و المنسوجات

Tintoria International	
Sector/Industry:	Laundry and textile services
Location:	Dubai, UAE
Shareholding:	**52.06%**

Tintoria International operates Clean Swift, a leading industrial laundry and textile services provider based in Dubai. Clean Swift has been fully operational since 2012 and the Bank has successfully positioned the company as a leader in the laundry services market in the UAE. In 2013, Clean Swift was appointed as the exclusive laundry provider to the Office of the Prime Minister of the United Arab Emirates.

TURQUOISE COAST
INVESTMENT COMPANY

Turquoise Coast Investment Company & Yalikavak

Sector/Industry:	Real estate - residential and hospitality
Location:	Bodrum, Turkey
Shareholding:	**4.51%** of TCIC **100%** of Yalikavak

The Turquoise Coast Investment Company (TCIC) was established in 2008 to provide investors with an opportunity to capitalise on the strong demand for vacation homes in Turkey. The Company is developing a 23-acre mixed hospitality and residential real estate development at Bodrum, overlooking the turquoise waters of Koyunbaba Bay. Yalikavak was established in 2014, to support the second and third phases of the development project with additional equity financing.

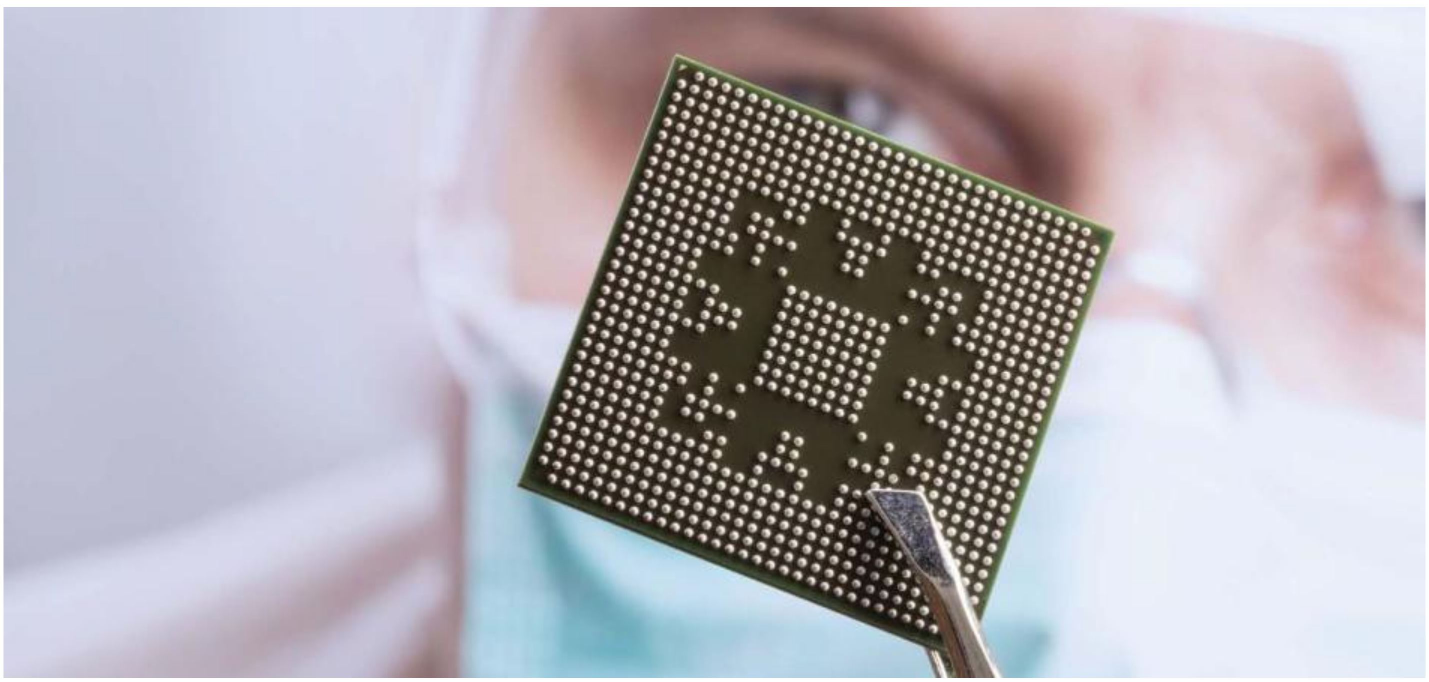
Open Silicon

Sector/Industry: Technology

Location: USA, India and Taiwan

Shareholding: 31.79%

Open Silicon is a leading semiconductor solutions provider, specialising in application-specific integrated circuit (ASIC) design and outsourced manufacturing services. The Company was established in 2003 by the founders of Intel Microelectronics, a subsidiary of Intel, to bring cost-effectiveness, predictability and reliability to the ASIC market. Open Silicon designs and manufactures custom microchips for companies engaged in cellular wireless, digital home appliances, computers, and network communications.



For the year ended 31 December 2017, the Bank continued to control its operating expenses and managed to stabilize it at US$ 44 million compared to US$ 45 million for the previous year. However, in spite of major cost controlling efforts, the bottom line remained negative with a Net Loss of US$10 million. Total Fees and Asset-based Income amounted to US$16.4 million in 2017 compared to US$9.3 million in 2016. The (Loss) from investment securities amounting to US$4.4 million compared to loss of US$6.3 million in 2016 was mainly due to fair value movement in investment securities. Net finance expense came in at US$10.3 million in 2017 against a net expense of US$9.3 million in 2016.

Fee and Asset-based Income

US$ millions	31 December 2017	31 December 2016
Income from investment securities	**(4.4)**	(6.1)
Fees and commission income	**16.4**	9.3
Share of (loss)/profit of equity-accounted investees	**(0.7)**	(0.3)
Net loss on disposal of equity-accounted investee	**-**	(7.1)
(Loss)/gain on sale of investment property	**-**	(2.2)
Sub-total	**11.3**	(6.4)
Income from non-banking operations	**30.3**	31.0
Finance Income	**1.2**	2.2
Rental Income	**2.4**	2.4
Other Income	**0.5**	1.9
TOTAL	**45.7**	**31.1**

Operating Expenses

US$ millions	31 December 2016	31 December 2016
Staff Cost	15.5	13.5
Finance expense	11.5	11.6
Legal and professional expenses	1.2	2.2
Premises cost	1.0	1.0
Business Development expenses	0.6	0.4
Depreciation	1.7	1.8
Expenses from non-banking operations	20.4	21.9
Other operating expenses	4.0	4.4
Non-staff cost	40.4	43.3
Total expenses	55.9	56.8
Cost: Income ratio (Per cent)	122.3%	182.6%
Period-end headcount	416	319

Note: Headcount includes full-time employees of Al-Tajamouat for Touristic Project Company and Tintoria International Limited.

Financial Position Analysis

Selected financial position data (US$ millions)	31 December 2017	31 December 2016
Cash and balances with banks	**8.2**	15.5
Placements with financial institutions	**6.6**	8.4
Total cash and cash equivalents	**14.8**	23.9
Financing receivable	**8.9**	16.1
Investment securities	**70.6**	61.6
Equity-accounted investees	**125.0**	125.0
Investment Property	**224.9**	224.4
Premises and equipment	**9.5**	9.5
Other assets	**28.5**	29.2
Total assets	**482.2**	489.7
Due to financial institutions & customers	**238.7**	238.6
Other liabilities	**53.6**	53.0
Total liabilities	**292.3**	291.6
Equity attributable to the shareholders of the Bank	**88.2**	103.9
Non-controlling interests	**101.7**	94.2
Total equity	**189.9**	198.1
Total liabilities and equity	**482.2**	489.7
Return on average shareholders' equity (per cent)	**-5.1%**	-15.7%
Return on average assets (per cent)	**-2.0%**	-6.2%
Liquidity ratio (per cent)	**9.9%**	16.8%
Leverage ratio (per cent)	**270.5%**	229.8%

The prudent taking of risk is an inherent part of Bank Alkhair's business and the Bank's ability to properly identify, anticipate, assess, mitigate and actively manage risk is a core element of its operating philosophy and profitability. The Bank's approach to managing risk involves the establishment of a risk management framework that includes:

- Risk governance arrangements through an independent risk management function
- Risk strategy formulation in support of the Bank's strategy and risk appetite
- Risk management infrastructure and resourcing
- Risk management policies, limits and processes and control

The Bank's risk management and governance framework is intended to provide progressive controls and continuous management commensurate with all risks involved in the Bank's activities.

Developments in 2017

There was further strengthening of the risk management infrastructure this year, including:

- Significant revision to all risk management policies, aligning them with the latest strategy and regulatory changes
- Tightening of internal controls
- Establishment of mechanisms to measure and report adherence to risk culture

Risk Governance

Board Risk Management Oversight
The Board of Directors is ultimately responsible for risk management oversight, providing exclusive focus on risk management issues. The Risk Management function, through the Chief Risk Officer, reports functionally and administratively to the Board Risk Committee. The Board is responsible for approving the Bank's risk management framework, risk strategy, and risk appetite to ensure consistency with the Bank's long- term objectives.

The Board is also responsible for setting and overseeing the Bank's compliance with discretionary authority limits, and approving all policies.

Audit Committee
The Audit Committee is appointed by the Board of Directors and consists of four independent non-executive Board members. The Committee assists the Board in fulfilling its oversight responsibilities with respect to integrity of financial reporting and the underlying financial / operational internal controls framework. The Committee oversees the Group Internal Audit and Compliance functions, in addition to overseeing the External Audit process.

Shari'ah Supervisory Board

Shari'ah compliance is the ultimate responsibility of the Shari'ah Supervisory Board. The Group's Shari'ah Supervisory Board is vested with the responsibility of issuing binding resolutions, guidelines and pronouncements to ensure that the Group complies with the Shari'ah rules and principles in its transactions, activities and general philosophy.

Senior Management Risk Oversight

The Management Risk Committee's responsibility is to ensure the Bank develops an appropriate risk framework, including policies, resourcing, information systems, culture, and incentive structures for all business activities in compliance with regulations, the Bank's strategy and risk appetite.

The Committee oversees the risk management, compliance and internal controls for all operational activities of the Bank; and reviews management policies, and approves risk processes and procedures.

Risk Management Function

The Risk Management function, headed by the Chief Risk Officer, is responsible for designing and guiding the implementation of the Bank's Risk Management Framework, including risk strategy, policies, processes and systems.

Risk Management conducts independent forward-looking risk assessments of strategic developments, business plans, products and services, as well as individual transactions including their respective credit, investment, counterparty and operational risks. It is also responsible for ensuring the Bank's processes capture all sources of transaction risk; and that appropriate limit methodologies are developed for use in the management of business risk.

Treasury Activities

Treasury is responsible for managing the Group's day-to-day funding, liquidity management, foreign exchange and profit rate exposures, subject to ALCO supervision and risk management monitoring.

Investment Monitoring & Reporting

Post-acquisition investment management is exercised mainly via board representation within each investee company and throughout the life of each investment transaction. Investment risks are identified and assessed by the departments responsible for representing the Bank and its clients. The management-level Investment and Credit Committee oversees the latest reports, obtains regular updates from investee company board members, and provides strategic guidance and advisory.

Risk Policy Framework

The Bank's risk strategy defines risk appetite in line with business strategy, factoring in the following measures: capital adequacy, long-term return on equity, maximum allowable single year loss and short-term liquidity limits. As part of the Bank's risk strategy, countries are clustered into:

- Core countries: expected to generate most of the Bank's revenue
- Network countries: with future expansion targets
- And extended countries – where the Bank takes an opportunistic view, but with very limited revenue targets

The risk strategy forms a critical part of the risk policy framework for the Bank, and is reviewed and updated in line with changes in the business strategy. Additional information is available in Note 22 to the Consolidated Financial Statements on page No. 90 and 91.

Risk Management Process
The Bank has established a number of supporting risk policies covering credit, operational, large exposure, and liquidity management and outsourcing risks. The policies are subject to review and updated on a periodic basis.

Basel III and Capital Management
In 2014, the Bank established monitoring of Basel III metrics. The Bank's ICAAP efforts are led by the Risk Management function under the auspices of the Group Risk Committee.

Risk Exposure
The Group's main risk exposure categories are investment, credit, liquidity and operational risk. Information about the Group's exposure to each of these risks, its objectives, policies and processes for measuring and managing risk, and the Bank's management of capital, are explained in Notes 23 to 26 and 33 to the Consolidated Financial Statements on pages 77 to 110.

CAPITAL MANAGEMENT AND ALLOCATION

Bank Alkhair B.S.C. (c) ("the Bank") is a closed, unlisted company Bank Alkhair B.S.C. (c) ("the Bank") is a closed, unlisted company incorporated in the Kingdom of Bahrain and licensed as a Wholesale Islamic Bank by the Central Bank of Bahrain (CBB). It has subsidiaries in the Kingdom of Saudi Arabia, Malaysia, Jordan, United Arab Emirates and Turkey and associated undertakings in United Arab Emirates and Bahrain. The Bank along with its subsidiaries are together referred to as ("the Group").

Bank Alkhair is required to comply with the regulatory capital adequacy guidelines promulgated by the CBB, based on the standards established by the Basel Committee on Banking Supervision (the Basel Committee) of the Bank for International Settlements (BIS). In accordance with CBB guidelines, Bank Alkhair must maintain a minimum target capital adequacy ratio of 12.5% on a consolidated basis.

Basis of Consolidation for Accounting and Regulatory Purposes
For the purpose of preparation of consolidated financial statements, the Bank consolidates all subsidiaries which are fully owned or exercises significant control over them. These subsidiaries are consolidated from date of acquisition being the date on which the group obtains control and continues until the control ceases. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. For regulatory purposes the Bank should consolidate all banking and other financial entities which are considered to be subsidiaries of the Bank.

The list of the legal entities that are included within the accounting scope of consolidation but excluded from the regulatory scope of consolidation are as follows:

Entity Name	Total Assets US$ 000's	Total Liabilities US$ 000's	Entity principle activities
Al-Tajamouat for Touristic Projects Co Plc	204,849	63,589	The main activities are in real estate property investment & development and ownership and operation of a shopping mall in Amman.
Tintoria International Limited	11,325	4, 818	General trading and investing in UAE and foreign companies.

Composition of capital disclosure

a. Statement of financial position under the regulatory scope of consolidation

The table below shows the reconciliation between the statement of financial position in the published financial statements (accounting statement of financial position) and the regulatory statement of financial position.

	31 December 2017		
	Statement of Financial Position as in published Financial Statements	**Statement of Financial Position as per regulatory reporting**	**Reference**
	US$ 000's	**US$ 000's**	
ASSETS			
Cash and balances with banks	8,172	7,121	
Placements with financial institutions	6,588	6,588	
Financing receivables	8,956	11,613	
Investment securities	70,644	128,101	
Equity-accounted investees	125,035	125,035	
Of which related to significant investments in financial entities under CET1	-	125,035	G
Investment property	224,873	38,522	
Other assets	28,483	15,553	
Equipment	9,491	1,374	
TOTAL ASSETS	**482,242**	**333,907**	
LIABILITIES AND EQUITY			
LIABILITIES			
Due to financial institutions	71,342	23,172	
Due to customers	167,372	167,372	
Other liabilities	53,570	36,288	
TOTAL LIABILITIES	**292,284**	**226,832**	
EQUITY			
Share capital	207,962	207,962	A
Statutory reserve	664	664	D
Investments fair value reserve	487	487	E
Foreign currency translation reserve	(5,179)	(5,179)	F
Accumulated losses	(115,687)	(129,356)	
Retained earnings	-	(107,693)	B
Current interim cumulative net income / losses	-	(21,663)	C
Equity attributable to shareholders of the Bank	**88,247**	**74,578**	
Non-controlling interests	101,711	32,497	
TOTAL EQUITY	**189,958**	**107,075**	
TOTAL LIABILITIES AND EQUITY	**482,242**	**333,907**	

b. Composition of regulatory capital

The table below provides a detailed breakdown of the bank's regulatory capital components including all regulatory adjustments. The table also provides reference to the comparison displayed in section a between accounting and regulatory statement of financial positions.

	31 December 2017		
	Components of regulatory Capital US$ 000's	Amount Subject to pre-2015 treatment US$ 000's	Reference
Common Equity Tier 1 capital: instruments and reserves			
Directly issued qualifying common share capital (and equivalent for non-joint stock companies) plus related stock surplus	207,962		A
Retained earnings	(107,693)		B
Current interim cumulative net income / losses	(21,663)		C
Accumulated other comprehensive income (and other reserves)	(4,028)		D+E+F
Common Equity Tier 1 capital before minority interest	**74,578**		
Total minority interest in banking subsidiaries given recognition in CET1 capital	21,673		
Common Equity Tier 1 capital before regulatory adjustments	**96,251**		
Common Equity Tier 1 capital: regulatory adjustments			
Goodwill (net of related tax liability)	(32,047)	32,047	
Intangibles other than mortgage servicing rights	(147)		
Significant investments in the common stock of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions (amount above 10% threshold)	(68,179)	120,039	
Amount exceeding the 15% threshold	(3,851)		
Total regulatory adjustments to Common equity Tier 1	**(104,224)**	**152,086**	G
Common Equity Tier 1 capital (CET1)	**(7,973)**		
Additional Tier 1 capital (AT1)	**24,529**		
Tier 1 capital (T1 = CET1 + AT1)	**16,556**		
Tier 2 capital			
Provisions	83		
Instruments issued by banking subsidiaries to third parties	13,251		
Tier 2 capital (T2)	**13,334**		
Total capital (TC = T1 + T2)	**29,890**		
Total risk weighted assets	**1,635,256**		
Capital ratios and buffers			
Common Equity Tier 1 (as a percentage of risk weighted assets)	-0.49%		
Tier 1 (as a percentage of risk weighted assets)	1.01%		
Total capital (as a percentage of risk weighted assets)	1.83%		
National minima including CCB (if different from Basel 3)			
CCB Common Equity Tier 1 minimum ratio	9.00%		
CCB Tier 1 minimum ratio	10.50%		
CCB total capital minimum ratio	12.50%		

c. **Statement of financial position under the regulatory scope of consolidation**

Main features of regulatory capital instruments		
1	**Issuer**	Bank Alkhair B.S.C. (c)
2	**Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)**	NA
3	**Governing law(s) of the instrument**	Kingdom Of Bahrain
	Regulatory treatment	
4	*Transitional CBB rules*	Common Equity Tier 1
5	*Post-transitional CBB rules*	Common Equity Tier 1
6	*Eligible at solo/group/group & solo*	Group & solo
7	*Instrument type (types to be specified by each jurisdiction)*	Equity shares
8	**Amount recognised in regulatory capital (Currency in mil, as of most recent reporting date)**	USD 207 millions
9	**Par value of instrument**	USD 1.00
10	**Accounting classification**	Shareholder's equity
11	**Original date of issuance**	2004
12	**Perpetual or dated**	Perpetual
13	*Original maturity date*	No Maturity
14	**Issuer call subject to prior supervisory approval**	NA
15	*Optional call date, contingent call dates and redemption amount*	NA
16	*Subsequent call dates, if applicable*	NA
	Coupons / dividends	NA
17	*Fixed or floating dividend/coupon*	NA
18	*Coupon rate and any related index*	NA
19	*Existence of a dividend stopper*	NA
20	*Fully discretionary, partially discretionary or mandatory*	Partially discretionary
21	*Existence of step up or other incentive to redeem*	NA
22	*Noncumulative or cumulative*	NA
23	**Convertible or non-convertible**	NA
24	*If convertible, conversion trigger (s)*	NA
25	*If convertible, fully or partially*	NA
26	*If convertible, conversion rate*	NA
27	*If convertible, mandatory or optional conversion*	NA
28	*If convertible, specify instrument type convertible into*	NA
29	*If convertible, specify issuer of instrument it converts into*	NA
30	**Write-down feature**	NA
31	*If write-down, write-down trigger(s)*	NA
32	*If write-down, full or partial*	NA
33	*If write-down, permanent or temporary*	NA
34	*If temporary write-down, description of write-up mechanism*	NA
35	**Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)**	NA
36	**Non-compliant transitioned features**	NA
37	**If yes, specify non-compliant features**	NA

Capital Management

Bank Alkhair's capital adequacy policy is to maintain a strong capital base to support the Bank's financial position. Current and future capital requirements are determined on the basis of business growth expectations for each business line; future sources and uses of funds, including seed capital requirements; and expected sell-down and placement targets, and the Bank's future dividend policy.

The following tables detail the risk-weighted exposures, regulatory capital requirements and regulatory capital ratios for the Bank Alkhair B.S.C. (c) (Group) as at 31 December 2017, 31 December 2016 and 31 December 2015. The figures for the period ending 31 December 2017 are based on the standardised approach for credit risk and market risk, and the basic indicator approach for operational risk. The Bank considers Standard & Poor's, Fitch and Moody's to be External Credit Assessment Institutions (ECAIs) for the risk weighting of balance with banks, placement with financial institutions, financing receivables and investment in Sukuk. If there are two assessments available by eligible ECAIs chosen by the Bank which map into different risk weights, the higher risk weight will be applied. If there are three assessments available by eligible ECAIs chosen by the Bank which map into different risk weights, the assessments corresponding to the two lowest risk weights will be referred to, and the higher of those two risk weights will be selected.

The Bank uses the Standardised Approach for allocating capital for credit risk and consequently uses the same approach for allocating capital for counterparty credit risk. The Bank does not deal with, finance or hold securities on behalf of Highly Leveraged Institutions (HLIs) as defined by the Basel Committee on Banking Supervision (BCBS). The Bank's methodology and approach for establishing and approving counterparty and credit limits is based on an extensive review and analysis of a counterparty's financial condition and performance, trading history, due diligence covering licensing, regulatory oversight and anti-money laundering compliance review tools which are all designed to exclude HLIs.

Bank Alkhair's treasury counterparts are fully licensed and regulated financial institutions. Before establishing limits, all counterparties undergo a thorough credit risk assessment and due diligence review before approval by the Risk Committee.

As part of its collateral management policy, the Bank only accepts collateral in line with Shari'ah requirements, and with a view to minimising risk exposure. The Bank also manages its collateral to minimise collateral concentration risk either by specific issuer, market or instrument.

The Bank's credit policy defines the approach to be used when determining provisions, depending on the number of days outstanding and the credit risk rating. Facilities where repayments of principal and/or profit charges have been outstanding for more than 90 days are classified as non-performing. All facilities graded as non-performing have been provided for. General provisions are assessed and calculated on a portfolio basis if it is determined that a portfolio of facilities is affected by common risk factors that are likely to increase the collective probability of default on those facilities. Specific provisions are calculated on a facility-by-facility basis after incorporating the value of realisable collateral net of any disposal costs.

The Group Risk Management policies and objectives disclosed in the notes to the Consolidated Financial Statements have been effective throughout the reporting period.

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Credit Risk-Weighted Exposures

Under the CBB standardised approach, credit risk exposures are assigned to one of fourteen standard portfolios as shown below, risk weighted accordingly.

(US$ millions)	Risk-weighted equivalents 31 December 2017	31 December 2016	31 December 2015	Risk-weightings for 2017
Claims on Public sector entities	**-**	-	-	20%
Claims on banks	**5.2**	9.1	4.6	20%-100%
Claims on corporates including Takaful companies & category 3 investment firms	**80.2**	41.6	83.5	20%-800%
Past Due Facilities	**1.2**	7.0	-	100%-150%
Investments in securities, funds & sukuk:				
- Investments in listed equities	**10.4**	-	11.1	100%
- Investments in unlisted equities	**0.6**	13.1	24.3	150%
-Significant investment in the common shares of financial entities > 10%	**22.3**	26.7	184.0	250%
-Significant investment in the common shares of commercial entities	**343.4**	55.9	383.2	800%
- Other investment with excess amount over 15%	**1,041.4**	1,224.3	368.8	800%
- Investments in unrated funds	**0.3**	24.6	26.4	100%-150%
Real estate holdings	**6.9**	44.2	87.5	100%-400%
Holding of Sukuk Securitizations and Securitisations	**2.6**	5.3	-	20%-1,250%
Other assets and specialised financing	**14.4**	12.8	22.8	100%
Credit risk-weighted assets	**1,528.9**	1,464.8	1,196.2	

Minimum Capital Requirements for Islamic Financing Contracts

(US$ millions)	31 December 2017 Risk-weighted equivalents	31 December 2017 Minimum capital requirements	31 December 2016 Risk-weighted equivalents	31 December 2016 Minimum capital requirements
Murabaha	**18.2**	**2.3**	25.1	3.1
Sukuks	**86.3**	**10.8**	113.7	14.2
Quoted Equity Securities	**18.5**	**2.3**	-	-
Unquoted Equity Securities	**25.5**	**3.2**	34.9	4.4
Quoted Funds	**4.2**	**0.5**	43.2	5.4
Unquoted Funds	**43.7**	**5.5**	20.0	2.5

Market Risk-Weighted Exposures

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to adverse changes in profit rates, foreign exchange rates, and equity and commodity prices. Under the CBB standardised approach, market risk exposures are calculated for the five categories shown in the table below. Apart from limited foreign exchange, which is mainly transaction-driven, and long-term foreign currency exposure on private equity investments, the Bank has limited exposure to short-term market risks.

The details of the group's market risk capital charges and the equivalent market risk-weighted exposures as at 31 December 2017, 31 December 2016 and 31 December 2015 are:

(US$ millions)	**31 December 2017**	31 December 2016	31 December 2015
Price risk	**-**	-	-
Equities position risk	**-**	-	-
Sukuk risk	**-**	-	-
Foreign exchange risk	**3.6**	4.4	4.9
Commodities risk	**-**	-	-
Total capital requirement for market risk	**3.6**	4.4	4.9
Multiplier	**12.5**	12.5	12.5
Total Market risk-weighted exposures	**45.0**	55.0	61.5

The details of the Group's maximum and minimum value for each category of the market risk during the years ended 31 December 2017 and 31 December 2016 are:

	31 December 2017		31 December 2016	
(US$ millions)	**Maximum Capital Charge**	**Minimum Capital Charge**	Maximum Capital Charge	Minimum Capital Charge
Price risk	**-**	**-**	-	-
Equities position risk	**-**	**-**	-	-
Sukuk risk	**-**	**-**	-	-
Foreign exchange risk	**4.4**	**3.3**	4.5	4.4
Commodities risk	**-**	**-**	-	-
Total capital requirement for market risk	**4.4**	**3.3**	4.5	4.4
Multiplier	**12.5**	**12.5**	12.5	12.5
Total Market risk-weighted exposures	**55.0**	**41.3**	56.3	55.0

Operational Risk

Operational risk is the risk of unexpected losses resulting from inadequate or failed internal controls or procedures, systems failures, fraud, business interruption, compliance breaches, human error, management failure and or inadequate staffing. The Bank has a policy in place which outlines the Bank's approach in the management of operational risk, including the appointment of departmental Risk Champions, the mapping of key processes; and establishment of Key Risk Indicators (KRI's) used for monitoring operational risks through Risk and Control Self Assessments (RCSAs).

To support a robust internal control environment, the Risk Management function is actively involved in oversight of key control processes including exposure and limit monitoring. In addition, it also independently reviews payment authorisation and control arrangements, Nostro account reconciliations, new product proposals, new counterparty limit proposals, new commodity broker proposals, and key changes in internal processes.

For selected material operational risks where the Bank's capacity to fully mitigate risk is limited, Takaful insurance contracts are used to transfer such risks to third parties. Key risks where Takaful insurance contracts are used include professional indemnity liability, property risks and third party liability.

Operational Risk-Weighted Exposures

For the purposes of calculating regulatory capital for operational risk under CBB capital adequacy regulation, the Bank uses the Basic Indicator Approach where gross income (weighted by an alpha of 15%) is used as a proxy for operational risk capital. The details of Bank Alkhair's operational risk capital charge, and the equivalent operational risk-weighted exposures as at the end of 31 December 2017 is shown below:

(US$ millions)	31 December 2017	31 December 2016	31 December 2015
Gross income	33.3	28.1	36.8
Average gross income for three years	32.7	32.2	39.9
Alpha	15%	15%	15%
Capital charge for operational risk	4.9	4.8	6.0
Multiplier	12.5	12.5	12.5
Total operational risk-weighted exposures	61.3	60.4	74.7

Non-Shari'ah income

The bank charged late fees on some repayments from an investment, these fees have been pooled in an account to be used for charity purposes, and the bank charged these fees on 24 transactions incurred between 2009 till 2012. As at 31 December 2017, the outstanding balance of non-Shari'ah income is US$510,955 which the Shari'ah Supervisory Board advised the Bank to donate to registered charities, and submit the list of beneficiaries to the Board.

Risk-Weighted Exposures

Risk-weighted exposures increased by US$ 61.8 million (4%) in 2017, from US$ 1,573.4 million as at 31 December 2016 to US$ 1,635.2 million as at 31 December 2017, as detailed below:

(US$ millions)	**31 December 2017**	31 December 2016	31 December 2015
Credit risk-weighted exposures	**1,528.9**	1,464.8	1,196.3
Market risk-weighted exposures	**61.3**	55	61.5
Operational risk-weighted exposures	**45.0**	53.6	74.7
Total risk-weighted exposures	**1,635.2**	1,573.4	1,332.5

Equity price risk

Equity price risk is the risk that the fair value of equities decreases as the result of adverse changes in the levels of equity prices and the value of individual stocks. Equity price risk arises from the Group's investment portfolio. The Group conducts significant investment activity in private equity, mainly in unquoted entities. The Group manages this risk through diversification of its investments in terms of geographical distribution and industry concentration by arranging representation on the Board of Directors within the investee company, wherever possible. Investments are managed within maximum concentration risk limits, approved by the Board of Directors of the Bank.

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to adverse changes in foreign exchange rates, for further details, please refer to the financial statements notes.

Group Structure

The Group's financial statements are prepared on a full consolidation basis, with all subsidiaries being consolidated in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organisation for Islamic Financial Institutions (AAOIFI). For capital adequacy purposes, all subsidiaries are included within the Group structure. However, the CBB's capital adequacy methodology accommodates both full consolidation, risk weighting as well as regulatory adjustment (deductions).

The principal subsidiaries and associates, as well as the treatment for capital adequacy purposes, are as follows:

	Domicile	**Ownership**	**Regulatory treatment**
Subsidiaries			
Alkhair International Islamic Bank Malaysia Berhad	Malaysia	100%	Full Consolidation
Alkhair Capital Menkul Degerler A.S.	Turkey	95.8%	Full Consolidation
Alkhair Portföy Yönetimi A.Ş.	Turkey	99.6%	Full Consolidation
Alkhair Capital Saudi Arabia	Kingdom of Saudi Arabia	53.3%	Full Consolidation
Al-Tajamouat for Touristic Projects Co Plc	Jordan	50.6%	Risk Weighting
Tintoria international Limited	United Arab Emirates	52.1%	Risk Weighting
Associates			
BFC Group Holdings Ltd.	United Arab Emirates	43.36%	Regulatory Adjustment & Risk weighting
t'azur Company B.S.C. (c)	Kingdom of Bahrain	25.86%	Regulatory Adjustment & Risk weighting

Capital Adequacy Ratio

Capital Ratios - Consolidated & Subsidiaries above 5% of Group Regulatory Capital.

(Percent)	**31 December 2017**		31 December 2016		31 December 2015	
	Total Capital Ratio	**Tier 1 Capital Ratio**	Total Capital Ratio	Tier 1 Capital Ratio	Total Capital Ratio	Tier 1 Capital Ratio
Bank Alkhair Group	**1.8**	**1.1**	2.3	2.3	5.2	5.1
Alkhair International Islamic Bank Berhad	**18.6**	**18.6**	29.5	30.5	33.6	32.6
Alkhair Capital Saudi Arabia	**10.8**	**10.8**	54.2	54.2	55.3	55.3
Alkhair Capital Menkul Degerler A.S.	**19.9**	**19.9**	40	40	35.8	35.8

Based on the planned asset sales program and operating cash flow projections, the Group expects to improve its risk weighted assets profile and capital adequacy ratio. The Bank's Board of Directors and senior management are actively looking for other long-term options to enhance the capital position of the Bank to meet the amended capital requirements set by the CBB.

The minimum consolidated capital required by Bank Alkhair to maintain compliance at 12.5% is shown in the table below.

(US$ millions)	**31 December 2017**	31 December 2016	31 December 2015
Credit risk	**191.1**	183.1	149.5
Market risk	**5.6**	6.8	7.7
Operational risk	**7.7**	6.7	9.3
Total capital requirements	**204.4**	196.6	166.5

The minimum capital requirements for equity investments of the Group, broken down by appropriate equity groupings, consistent with the methodology, as well as the aggregate amounts and type of equity investments subject to any supervisory transition or grandfathering provisions regarding regulatory capital requirements is shown in the table below:

(US$ millions)	**31 December 2017**	31 December 2016	31 December 2015
Investments in listed equities	**1.3**	**-**	1.4
Investments in unlisted equities	**0.1**	**1.6**	3.0
Significant investment in the common shares of financial entities > 10%	**2.8**	**3.3**	23.0
Significant investment in the common shares of commercial entities	**42.9**	**7.0**	47.9
Other investment with excess amount over 15%	**130.2**	**153.0**	46.1
Investments in unlisted real estate companies	**-**	**2.3**	3.7
Investments in unrated funds	**-**	**3.1**	3.3
Total capital requirements	**177.3**	**170.3**	128.4

RISK MANAGEMENT

Credit Risk

Gross and average credit risk

The table below shows the average gross credit risk exposure of the Bank as at 31 December 2017, classified as per the disclosure in the consolidated financial statements:

Balance sheet items	**Funded exposure**	**Unfunded exposure**	**Total gross credit exposure**	**Average gross credit exposure***
(US$ thousands)				
Balances with banks	8,172	-	8,172	18,278
Placements with financial institutions	6,588	-	6,588	10,501
Financing Receivables	8,956	-	8,956	11,259
Investment securities - Sukuk	9,315	-	9,315	5,624
Other assets	9,787	-	9,787	9,499
	42,818	**-**	**42,818**	**55,161**
Commitment to invest	-	10,030	10,030	10,030
Guarantees	-	5,103	5,103	5,125
Total credit risk exposure	**42,818**	**15,133**	**57,951**	**70,316**

* Average gross credit exposures have been calculated based on the average of balances outstanding on the period ended 31 December 2017.

Residual maturity breakdown of the whole credit portfolio disclosed in the notes to the consolidated financial statements for the year ended 31 December 2017. Total of US$ 40.7 million due to financial institutions which residual maturity from 5-10 years.

Intra-group transactions

All transactions with related parties have been made on arm's length basis. The following table summarises the Group's intra-group transactions as follows:

	31 December 2017	31 December 2016
Assets		
Cash and balances with banks	**6,967**	9,115
Due from financial institutions	**5,003**	6,004
Due from non-banks	**2,657**	2,642
Investment in Subsidiary	**84,235**	83,411
Other Assets	**204**	2,211
Total	**99,066**	103,383

CREDIT RISK MITIGATION

Credit risk mitigation is defined as the utilization of a number of techniques, such as collaterals and guarantees to mitigate the credit risks that the Group is exposed to. The Group's first priority when establishing Islamic financing is to determine the borrower's capacity to repay and not to rely principally on security or collateral.

The credit exposure information presented above represents gross exposures prior to the application of any credit risk mitigation techniques, the Bank's credit risk mainly arises from its investment transactions.

As of 31 December 2017, the Bank eligible credit risk mitigation consist of collateral in form of cash and deposits in Malaysia of US$ 2.2milion against US$ 9.0 million financing receivables which maintained by the subsidiary of the Bank.

Risk concentration of the maximum exposure to credit risk

Risk Exposure Concentration

Risk concentration arises when a number of counterparties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry or geographical location.

In order to avoid excessive concentrations of risk, the Group's policies and procedures include guidelines to focus on maintaining a diversified portfolio. In line with regulatory requirements, the bank has a group level Large Exposure Policy which details the Bank's approach in managing concentration risk to sectors, asset classes, single obligors and countries including defining specific limits.

Concentration of risks is managed by counterparty, by geographical region and by industry sector. The maximum credit exposure to any client, or counterparty, or group of closely related counterparties as of 31 December 2017 was US$ 6.8 million, relating to "investment in sukuks" (2016: US$ 9.1 million).

Counterparty Credit Risk

A counterparty is defined as an obligor (individual, company, other legal entity), a guarantor of an obligor, or person receiving funds from the Group. It also includes the issuer of a security in case of a security held by the Group, or a party with whom a contract is made by the Group for financial transactions. The measure of exposure reflects the maximum loss that the Group may suffer in case the counterparty fails to fulfil its commitments. Group exposure is defined as the total exposure to all counterparties closely related or connected to each other. Large exposure is any exposure whether direct, indirect or funded by restricted investment accounts to a counterparty or a group of closely related counterparties which is greater than or equal to 10% of the Group's Capital Base. The Group has adopted Standardized Approach to allocate capital for counterparty credit risk.

Connected counterparties includes companies or persons connected with the bank, including, in particular, subsidiaries and associated companies (whether such association is due to control or shareholding or otherwise), Directors and their associates (whether such association is due to control or family links or otherwise), members of the Shari'a Supervisory Board, management and other staff, and shareholders holding 10% or more of the voting power of the bank.

As a strategy, exposure to connected counterparties may be undertaken only when negotiated and agreed on an arm's length basis. The Bank shall not assume any exposure to its external auditors or members of Shari'a Supervisory Board. The disclosure relating to related party transactions has been made in the consolidated financial statements. All related Party transactions have been executed at arm's length basis.

Exposures in excess of the 15% limit for the year ended 31 December 2017 are as follows:

Counterparty # 1	116,296	388.81%	Investment and Receivable
Counterparty # 2	50,310	168.20%	Investment and Receivable
Counterparty # 3	38,521	128.79%	Investment
Counterparty # 4	27,774	92.86%	Investment and Receivable
Counterparty # 5	17,737	59.30%	Investment and Receivable
Counterparty # 6	15,943	53.30%	Investment and Receivable
Counterparty # 7	11,066	37.00%	Investment
Counterparty # 8	10,065	33.65%	Investment and Receivable
Counterparty # 9	9,814	32.81%	Investment and Receivable
Counterparty # 10	6,854	22.91%	Investment and Receivable
Counterparty # 11	5,009	16.75%	Placement

Credit quality per class of financial assets

Past due Islamic financing contracts as at 31 December 2017 amounted to US$2.07 million and the breakdown by industry and geographic region is shown below:

Industry Classification	Amount as at 31 December 2017 (in US$ millions)	Amount as at 31 December 2016 (in US$ millions)	Geographical classification
Industrial	9.23	12.80	Asia
Real Estate and Construction	1.99	1.99	Europe
Collective provision	(0.08)	(0.81)	Middle East & Asia
Specific provision	(9.07)	(12.68)	Middle East & Asia
Total	**2.07**	**1.30**	

Past due and fully impaired Islamic financing contracts as at 31 December 2017 amounted to US$ 7.71 million, which was due from companies in industrial sector located in the Southeast Asian region.

Specific provisions

(US$ thousands)	Specific Provision against			
	Financing Receivable	Other Assets	Equity-accounted investees	Total
At the beginning of the year	12,679	2,269	3,500	18,448
New Provision made	-	-	1,000	1,000
Write off	-	-	-	-
Recoveries / Write backs	(635)	-	-	(635)
Balance at the end of the year	12,044	2,269	4,500	18,813

Collective provisions

(US$ thousands)	Collective Provision against			
	Financing Receivable	Other Assets	Equity-accounted investees	Total
At the beginning of the year	814	-	-	814
New Provision made	-	-	-	-
Write off	-	-	-	-
Recoveries / Write backs	(731)	-	-	(731)
Balance at the end of the year	83	-	-	83

Ageing analysis of past due but not impaired by class of financial assets:

	2017			
	Less than 120 days	**Less than 365 days**	**More than 365 days**	**Total**
Impaired Islamic Financing Receivable	1,523	-	9,696	11,219

	2016			
	Less than 120 days	**Less than 365 days**	**More than 365 days**	**Total**
Impaired Islamic Financing Receivable	2,072	-	12,725	14,796

Past due and non-performing facilities

Past due represents repayments that are not received on the contractual repayment dates. The Group defines non-performing facilities as the facilities that are overdue for period of 90 days or more. These exposures are placed on a non-accrual status with income being recognised to the extent that it is actually received/distributed.

LIQUIDITY RISK MANAGEMENT

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial assets.

The key features of the Group's liquidity methodology are:

- The Group Asset and Liability Committee ("ALCO") is responsible for liquidity monitoring, cash flow planning and general asset liability management.
- In accordance with the Basel recommendations on liquidity management, the Group measures liquidity according to two criteria: "normal business", reflecting day-to-day expectations regarding the funding of the Group; and "crisis scenario", reflecting simulated extreme business circumstances in which the Group's survival may be threatened.

The Group's liquidity policy is to hold sufficient liquid assets to cover its committed statement of financial position requirements, plus its budgeted expenses for the liquidity horizon and its forecast investment commitments over the liquidity horizon.

The following are the indicators of the Group's exposure to liquidity risk.

	31 December 2017	31 December 2016
Short term assets (in US$ millions)	70,196	76,984
Short term liabilities (in US$ millions)	55,828	163,493
Liquidity ratios (in %)		
Liquid assets : Total assets	**9.7%**	8.3%
Liquid assets : Total deposits	**19.6%**	17.1%
Liquid assets : Total liabilities	**16.0%**	14.0%
Short term assets: Short term liabilities	**125.7%**	47.1%

PREPAYMENT RISK

Prepayment risk is the risk that the Group will incur a financial loss because its customers and counterparties prepay or request repayment earlier than expected. The Group is not exposed to any significant prepayment risk.

Restricted Investment Accounts

Bank Alkhair offers Restricted Investment Accounts (RIAs) to both financial and non-financial institutions. All RIA offering documents are prepared and issued with input from the business lines and Shari'ah Assurance, Financial Control, Legal and Risk Management departments, to ensure that all investors have sufficient information to consider all risk factors allowing them to make an informed decision. The Bank has clear guidelines and procedures for the development, management and risk mitigation of its RIAs. The Bank has established a robust operational and functional infrastructure to ensure that effective internal control systems are in place, and that RIA holders' interests are protected at all times. The Bank is fully aware of its fiduciary duties and responsibilities in managing RIAs.

Total Income from RIA

(US$ thousands)	**31 December 2017**	**31 December 2016**	31 December 2015	31 December 2014	31 December 2013	31 December 2012
Gross Income	**-**	**-**	-	-	15	91
Wakil Fee	**-**	**-**	-	-	(3)	(36)

Displaced Commercial Risk

The Bank does not have Profit Sharing Investment Accounts (PSIAs) and is not exposed to displaced commercial risk.

Penalties

During the year 2017, the Bank didn't have any penalties due to the Central Bank of Bahrain.

External Auditors:

Based on best corporate governance practice the auditors were changed after a certain period.

Capital Restrictions and income mobility

Distributing profits by subsidiary to the parent is subject to compliance with applicable local laws and regulations. Such distribution should go through the legal and regulatory channels applicable in relevant jurisdiction. Mobilisation of capital, reserves and equivalent funds out of the subsidiary to the parent is subject to the local rules and regulations. The approval is obtained from CBB by the parent for increasing investment in subsidiaries.

Segregation of duties

The Board is responsible for the adequacy and effectiveness of system of internal controls of the bank which is supported by segregation of duties, enhanced system of internal controls across all aspects of the business as well as strong support functions covering legal, regulatory, governance, reputation, finance, information technology, human resources and strategy.

Risk Management governance originates at Board level, and cascades through to the CEO and businesses, via policies and delegated authorities which ensures Board-level oversight and a clear segregation of duties between those who originate and those who approve risk exposures.

Bank's Financial Performance

For the year ended 31 December 2017, the Bank continued to control its operating expenses and managed to stabilize it at US$ 44 million compared to US$ 45 million for the previous year. However, in spite of major cost controlling efforts, the bottom line remained negative with a Net Loss of US$10 million. Total Fees and Asset-based Income amounted to US$16.4 million in 2017 compared to US$9.3 million in 2016. The (Loss) from investment securities amounting to US$4.4 million compared to loss of US$6.3 million in 2016 was mainly due to fair value movement in investment securities. Net finance expense came in at US$10.3 million in 2017 against a net expense of US$9.3 million in 2016.

Quantitative indicators of financial performance and position.

	2017	2016	2015	2014	2013
Return on average shareholders' equity (per cent)	-5.1%	-15.7%	-1.1%	-7.4%	-0.5%
Return on average assets (per cent)	-2.0%	-6.2%	-0.4%	-2.9%	-0.2%
Total operating cost to Income ratio	122.3%	188.1%	129.5%	160.6%	96.7%

Overview

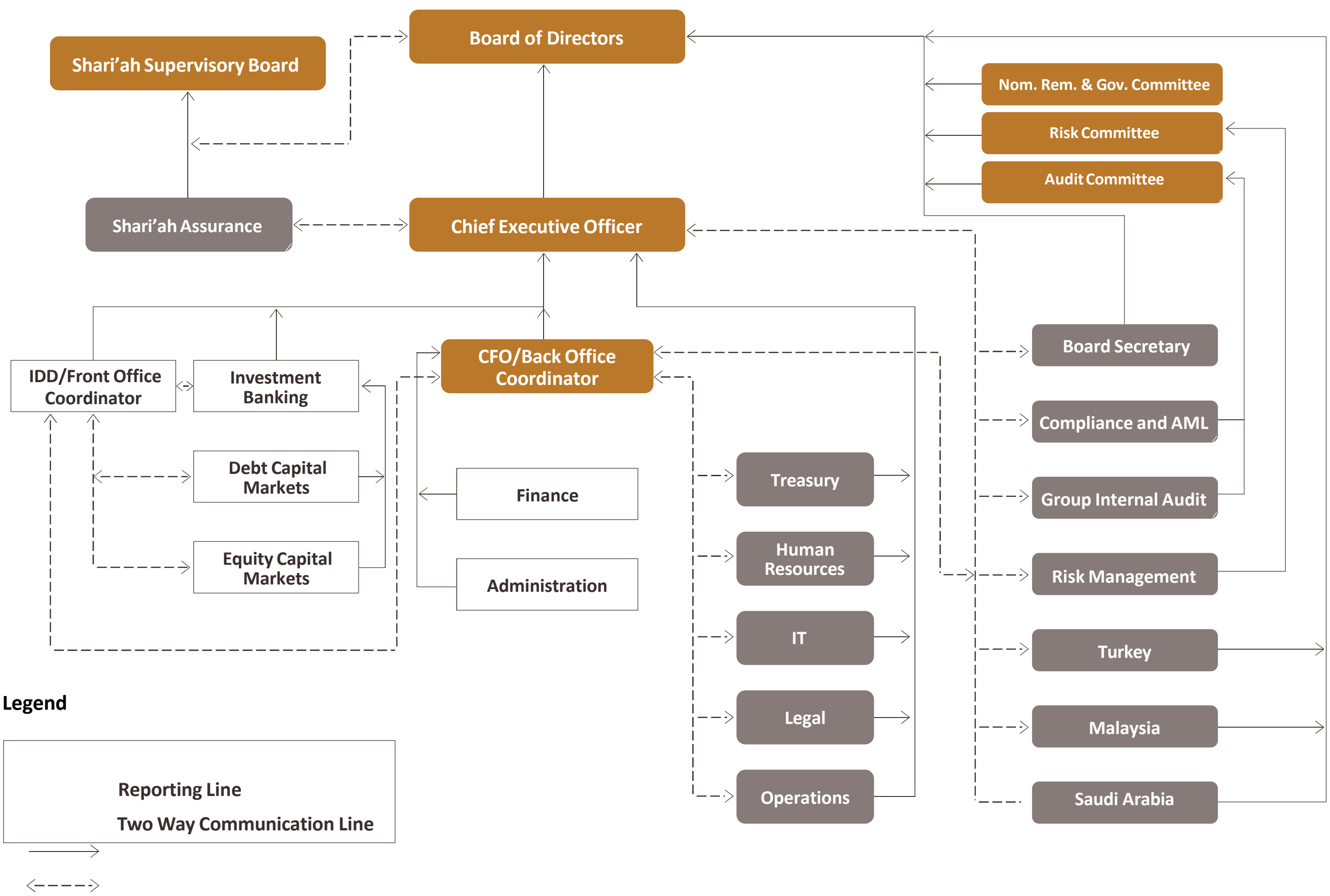
As a Bahrain-based bank, Bank Alkhair is subject to the corporate governance standards of the Central Bank of Bahrain (CBB) and the Bahrain Commercial Companies Law. The Bank aspires to the highest standards of ethical conduct based on sound corporate governance. In accordance with its commitment to both meeting legal and regulatory requirements and adhering to international best practices, Bank Alkhair has put in place a comprehensive Corporate Governance framework to maximise operational efficiency and protect all stakeholders' rights. Bank Alkhair regards the guiding principles of its Corporate Governance framework to be fairness, transparency, accountability and responsibility.

Developments in 2017

During 2017, Bank Alkhair ensured compliance with the Bank's robust Corporate Governance framework. Developments during the year included:

- Reviewed CG Policies.
- Reviewed the Board independence and Board compositions, skills and mix.
- Reviewed the Investee Companies Governance.
- Conducted a thorough Performance Evaluation of the Board, its members and its sub-committees, and highlighted areas to be strengthened in order to enhance the Board of Directors.

Governance and Organisation Structure



Ownership by nationality

Nationality	No. of Shares	No. of Shareholders	Percentage (%)
Saudi Arabian	150,864,544	46	72.54%
Kuwaiti	38,099,800	35	18.32%
Bahraini	5,762,532	30	2.77 %
Cayman Islands	4,576,703	1	2.2 %
Qatari	3,456,006	3	1.66%
Others	5,202,329	56	2.5%
Total	207,961,914	171	100%

Ownership by percentage of equity

Class of Equity	No. of Shares	No. of Shareholders	Percentage (%)
Less than 1%	32,082,281	151	15.43%
1% to less than 5%	120,519,831	15	57.95%
5% to less than 10%	55,359,802	5	26.62%
Total	207,961,914	171	100%

Ownership of directors and senior management

Name	Position	Percentage (%) as of 31 December 2017
Yousef Abdullah Al-Shelash	Chairman	5.55%
Abdullatif Abdullah Al-Shalash	Director	5.18%
Ahmed Saleh Al-Dehailan	Director	4.99%
Majed Al Qassem	Director	4.81%
Ayman Amin Sejiny (Until April, 2017)	Group Chief Executive Officer	0.69%
Ikbal Daredia (Until September, 2017)	Managing Director – Global Head of Investment Banking	0.04%
Nabeel Noor Al Nabi	Senior Regional Director – Head of Investment Development & Distribution /Coordinator – Front Office	0.03%
Ayham Yousef Gharaibeh (Until July, 2017)	General Counsel	0.02%

Ownership above 5%

Name	Percentage (%) as of 31 December 2017
Yousef Abdullah Al-Shelash	5.55%
Sultan Abdulrahman Abalkheel	5.55%
Abdullatif Abdullah Al-Shalash	5.18%
Hethloul Saleh Al-Hethloul	5.18%
Fahad Abdulaziz Al-Sekait	5.18%
MADD Real Estate Investment & Development Company WLL	8.13%

No shares were traded by the Bank’s directors during the year.

Board of Directors

Bank Alkhair's Board of Directors is responsible for supervising the management of the Bank's business and its affairs, and protecting and strengthening the Bank's assets in the interest of all shareholders; while overseeing the corporate governance function to ensure the highest standards of transparency and accountability. The Board's responsibilities include:

- Ensuring financial statements are prepared accurately and approving them;
- Regularly reviewing the Bank's processes, risk levels and control framework to ensure the Bank's adherence to the Central Bank of Bahrain's regulations; and promoting and achieving sustainable performance and long-term growth in shareholders' value;
- Approving and overseeing the implementation of the Bank's strategies, objectives and plans;
- Ensuring that the interests of all stakeholders are considered;
- Overseeing the accuracy and compliance of the Bank's corporate governance guidelines with the Central Bank of Bahrain's HC Module, as well as the Code of Corporate Governance; and
- Providing strategic leadership, and setting values and standards for the Bank.

The Board comprises members from diverse backgrounds who combine a broad spectrum of experience and expertise with a reputation for integrity and professionalism. The current Board comprises nine members, six of whom are independent non-executive directors, in accordance with the requirements of Bahrain's Code of Corporate Governance. As part of the Bank's Corporate Governance framework, the Bank introduced formal Board procedures, including the induction and training of new members, and continuous development and training of existing members. The Board, the Board's Committees, and each individual director must undergo a formal performance review and evaluation as required by the Code.

The election and termination of directors are governed by the Bahrain Commercial Companies Law and the Bank's Articles of Association, which require the election of directors by written ballot. The Board term for members is three years. Board members must meet and attend at least 75% of all Board meetings within a calendar year. Biographies of current directors are listed at the end of this Review.

Material transactions that need Board approval

All transactions of the Bank are subject to the limits and guidelines prescribed by the Bank's Discretionary Authority Limits (DAL), and for any type of transactions not covered by the DAL requires approval from the Board of Directors. All credit and investment proposals are subject to Risk Management function and management committees' review. Proposals exceeding certain pre-defined exposure levels require approval of the Board. Similarly, related party transactions require approval of the Board and notification to shareholders in the next shareholders' meeting in line with Article 189 of Bahrain Commercial Companies Law (BCCL). The Corporate Governance charter of the Board specifically restricts the conflicted board member/s from voting on the transactions where any board member has any interest attached to such transaction. All transaction where any board member has any interest are identified and disclosed as required by the applicable rules and regulations.

Board Composition

No. of members	9 non-executive members of which - six are independent directors
Committee Membership	Please refer to the Board of Directors' biographies at the end of this Review
Minimum no. of meetings per year	4
Quorum	7

There are no changes in the Board structure during the year.

Board of Directors Meeting Attendance 2017

Members	23rd March	13th April	14th September	21st December
Yousef Al-Shelash	✓	✓	✓	✓
Abdullatif Al-Shalash	X	✓	✓	✓
Dr. Ahmed Al-Dehailan	✓	✓	✓	✓
Dr. Abdulaziz Al Orayer	✓	✓	✓	✓
Khalid Shaheen	✓	✓	✓	✓
Majed Al Qasem	✓	✓	✓	X
Abdullah Al Dubaikhi	✓	✓	✓	✓
Abdulrazaq Al Wohaib	✓	✓	✓	✓
Meshari Al Mulla	✓	✓	✓	✓

Board Committees

Bank Alkhair's Board of Directors is assisted by four Board Committees: the Audit Committee, the Nomination, Remuneration & Governance Committee and the Risk Committee and the Risk Committee.

Audit Committee

The Audit Committee is responsible for assisting the Board in its oversight of statutory affairs relating to accounting and financial reporting; internal control systems; internal and external audits; and compliance with Shari'ah and regulatory laws and regulations.

No. of members	Three non-executive members, two of whom are independent directors including the Chairman of the Committee	
Members of the Committee	• Dr. Ahmed Al Dehailan (Chairman) • Abdullah Al Dubaikhi • Abdulrazzaq Al Wohaib •	Independent Independent Non-Executive (From May 12th 2016)
Minimum no. of meetings per year	4	
Quorum	2	
The Audit Committee's primary responsibilities include:	• Ensuring the integrity of the Bank's financial statements, financial reporting process and internal control systems; • Approving the appointment of the internal auditor and reviewing the activities of the internal audit function; • Oversee appointment of external auditors and annual independent audit of the Bank's financial statements; • Recommending to the Board the engagement of external auditors for non-audit services and evaluating the external auditors' independence and performance; and • Overseeing the Bank's compliance with legal and regulatory requirements, including the Bank's disclosure controls and procedures and compliance with the Bank's Code of Conduct.	

Meeting Attendance – Audit Committee, 2017

Members	8th February	22nd March	8th June	8th August	14th September	8th November	21st December
Dr. Ahmed Al-Dehailan	✓	✓	✓	✓	✓	✓	✓
Abdulrazzaq Al Wohaib	NA	NA	✓	✓	✓	✓	✓
Abdullah Al Dubaikhi	✓	✓	✓	✓	✓	✓	✓

Nomination, Remuneration & Governance Committee

The Nomination, Remuneration & Governance Committee (NR&GC) is responsible for assisting the Board in establishing an impartial nomination, selection and remuneration process for directors, the CEO and executive management. The Committee also assists the Board in discharging its oversight responsibilities in relation to corporate governance, and compliance with legal and regulatory requirements and Shari'ah rules and principles.

No. of members	Three Non-Executive Directors, two of whom are independent, including the Chairman of the Committee and one member of the Shari'ah Supervisory Board	
Members of the Committee	• Majed Al Qasem (Chairman) • Yousef Al-Shelash • Abdullah Aldubaikhi • Dr. Nizam Yaqouby	Independent Non-Executive Non-Executive Independent Independent Independent Shari'ah Scholar (required to attend one meeting per year to address Shari'ah governance issues)
Minimum no. of meetings per year	2	
Quorum	2	
The NR&GC's primary responsibilities include:	• Overseeing the Board of Directors' and individual directors' performance; • Ensuring the Bank's effectiveness and compliance with corporate governance policies and practices; • Succession planning for the Board and senior management; and • Assisting the Board in establishing staff remuneration policies and fees for non-executive directors and the Shari'ah Supervisory Board.	

NR&GC Meeting Attendance – November 2017

Members	23rd March	14th September
Yousef Al-Shelash	✓	✓
Abdulla Aldubaikhi	✓	✓
Majed Al Qasem	✓	✓
Dr. Nizam Yaqouby	X	X

Board Risk Committee

The Board Risk Committee is responsible for overseeing the risk management framework of the Bank, and ensuring including risk governance, risk principles and risk capacity. The Committee regularly reviews major risk exposures and overall risk limits, ensuring that the Bank's management takes adequate steps to monitor and mitigate the Bank's risk exposures.

No. of members	Three Non-Executive Directors, two of whom are Independent including the Chairman of the Committee	
Members of the Committee	• Abdullatif Al-Shalash • Abdulaziz Al Orayer • Khaled Shaheen •	Non-Executive Independent Independent
Minimum no. of meetings per year	4	
Quorum	2	
The Risk Committee's primary responsibilities include:	• Overseeing the Group's risk policies, processes and infrastructure (including operational risk) and related matters; and • Supervising the credit approval and investment review process.	

Risk Committee Meeting Attendance –2017

Members	23rd March	14th September	14th December	28th December
Abdulaziz Al Orayer (Chairman)	✓	✓	✓	✓
Abdullatif Al-Shalash	X	✓	✓	✓
Khalid Shaheen	✓	✓	✓	✓

Shari'ah Supervisory Board

Shari'ah compliance is the cornerstone of Bank Alkhair's operations. A three-scholar Shari'ah Supervisory Board has been established to provide Islamic advice and guidance to ensure that all Bank Alkhair activities comply with Shari'ah. The members of the Shari'ah Supervisory Board are prominent Islamic scholars who are well versed in international financial markets, and have a proven track-record in the implementation of Shari'ah rules and principles in Islamic banks, as well as in product development and Islamic finance structuring techniques.

The Board is pro-actively involved in all product development and investment decisions relating to transactions; and all underlying contractual documentation is only finalised after obtaining the approval of the Shari'ah Assurance division under the direct oversight of the Shari'ah Supervisory Board. The Shari'ah Board sets out the Islamic opinions (Fatwas), which are required for approval of the structures of each financial transaction, service or investment product. Biographies of the Shari'ah Board members are listed at the end of this review.

Corporate Governance Policies and Procedures

Compensation of the Board of Directors, Shari'ah Supervisory Board and Executive Management

Compensation of the Board of Directors is recommended to the Board of Directors by the Nomination, Remuneration & Governance Committee, and the Board of Directors then make the recommendation to the shareholders at the annual general meeting.

The total remuneration of the Board of Directors is in accordance with the CBB and ministry of industry, commerce, and tourism regulations.

The Shari'ah Supervisory Board remuneration does not include sitting fees.

Executive Management members are entitled to fixed remuneration as per their contractual agreements, and any other performance-related incentives/bonuses must be approved by the Board. Details of the aggregate compensation (including benefits) for the Board of Directors and Executive Management for the year ended 31 December 2017 can be found in Note 23 to the Financial Statements.

Sound Remuneration Practices
The CBB issued regulations regarding Sound Remuneration Practices, and the Bank ensures full compliance with all CBB guidelines and ministry of Industry, Commerce, and Tourism laws with regards to compensation.

Continuous Development of the Board and Board Committees
In line with the Bank's Board Induction and Training Policy, Board Members continuously attend seminars and workshops regionally and internationally to fulfil their duties in areas of Governance and Risk Management.

Board Performance Evaluation
Bank Alkhair has a policy in place to govern the annual review mechanism of the Board, the Board's Committees, and each individual director, against specific criteria. Bank Alkhair's Board of Directors has established a mechanism for the annual periodic review of the Board and each of its Committee's performance. The review evaluates the Board as a whole, and each of its Committees in the light of its strategic objectives, and accordingly, each Director, including the Chairman, is subject to self-evaluation.

The Board and Board Committee evaluation is facilitated by the Board Secretary, who reports the results to the Nomination, Remuneration and Governance Committee (NR&GC). The NR&GC may elect to hire an external consultant to evaluate the effectiveness of the Board and Board Committees, however, the NR&GC found no requirement to exercise this option during 2017. The NR&GC presents the results of the evaluation to the Board, and subsequently reports to the Shareholders during the next AGM. Board Evaluations for the Board of Directors, its members, and its Committees were conducted for the year ending 2017, and the results have been reported to the NR&GC, and subsequently to the Board of Directors, and reported to the shareholders in the AGM.

Code of Conduct
The Board of Directors has adopted a written code of ethical business conduct, which includes the following;

- Honesty and observance;
- Avoidance of conflicts between personal interests and the interests of the Bank;
- Respecting confidentiality of information obtained during the course of business;
- Maintenance of the Bank's reputation, and avoidance of activities that might reflect adversely on the Bank;
- Integrity in dealing with the Bank's assets;
- Setting high personal standards and adhering to the Code of Conduct; and
- Keeping abreast of current good practices.

The code of conduct is circulated on regular basis to all the staff and Board members and adherence with it is being monitored by Internal Audit and Compliance teams and any issues are highlighted immediately.

Conflict of Interest
Bank Alkhair has a formal Conflict of Interest policy that applies to all directors and employees and which includes a signed undertaking requiring directors to disclose their personal interests annually. The Conflict of Interest policy requires Board members to inform the entire Board of potential conflicts of interest between the Bank's activities and their personal interests, and abstain from voting on matters relating to them in accordance with the relevant provisions of the BCCL or any other Law.

Related Party Transactions
The Bank has an approval process in place for related party transactions. The approval process is reflected in the Bank's Group Code of Conduct and Corporate Governance Policy. In this regard, the Bank has complied with Article 32(3) of the Bank's Articles of Association and Article 189 of the Bahrain Commercial Companies Law (CCL). Details of related party transactions are disclosed in Note 23 of the Financial Statements.

Discretionary Authority Limits
The Bank has a detailed Discretionary Authority Limit policy, which prescribes in detail the approval process for all transactions and processes within the Bank, as well as details the authority of the Board, Board Committees, Shari'ah Board, Management Committees and top Management.

Investor Complaints
In order to strengthen and formalise the Investor complaints mechanism, Bank Alkhair has developed a policy for managing complaints received from investors, along with a formal escalation structure to ensure complaints are dealt with effectively and efficiently. For logging any complaints, the Investor Complaints Guidelines and escalation information is available on the Bank's website.

Whistle-blowing Policy
Bank Alkhair endeavors to operate in a climate of transparency and, in order to strengthen and encourage transparency, has a formal group wide whistleblowing policy in place to facilitate the escalation of employees' concerns and suspicions of criminal or unethical conduct.

Shareholder Communications
Bank Alkhair is dedicated to maintaining an open line of communication with its stakeholders, and ensures transparent and accurate information is disclosed in a professional and timely manner. Communication with shareholders is disseminated through several channels, including the corporate website, the annual report, the annual general meeting, and timely announcements in the local media.

Corporate Social Responsibility
Bank Alkhair is committed to improving the well-being and quality of life of citizens of the Kingdom of Bahrain. During 2017, the Bank supported a number of charitable organisations In addition, Bank Alkhair provided financial support to needy individuals, and other deserving causes in the community.

As a prominent Shari'ah-compliant financial institution, Bank Alkhair supports the development of the Islamic banking industry by participating in major industry conferences and events.

Compliance with Regulatory Guidelines
The Central Bank of Bahrain's (CBB's) High Level Controls Module (HC Module), which focuses on strengthening the corporate governance function of banks, contains rules that must be complied with; and guidance, which may be complied with; or in cases of non-compliance, must be disclosed in the annual report and explained to the CBB. For the year 2017, Bank Alkhair is fully compliant with the requirements of the CBB's HC Module, except for the following:

HC-1.4.6 recommends that the Chairman of the Board is an independent director. However, as the majority of the Board members are independent, the independence of the decision-making process is not compromised. Furthermore, of the current three Board Committees, the Chairmen of all Committees are independent. The Bank also has a conflict of interest policy as well as a directors' independence policy in place, which require Board members to declare their personal interests on an annual basis.

External Audit Fees and Services
The details of the audit fees charged and non-audit services provided by the Bank's external auditors will be made available to the shareholders as and when requested. Such details will be made available to the Bank's shareholders as per their specific request, provided that these disclosures do not negatively impact the Bank's interest.

REMUNERATION RELATED DISCLOSURES

The Bank's total compensation policy, which includes the variable remuneration policy, sets out its practice on remuneration for directors and senior management and the key factors that were taken into account in establishing the policy.

The key features of the proposed remuneration framework are summarised below.

Remuneration strategy
It is the Bank's basic compensation philosophy to provide a competitive level of total compensation to attract and retain qualified and competent employees. The Bank's variable remuneration policy will be driven primarily by a performance-based culture that aligns employee interests with those of the shareholders of the Bank. These elements support the achievement of our objectives through balancing reward for both short-term results and long-term sustainable performance. Our strategy is designed to share our success, and to align employees' incentives with our risk framework and risk outcomes.

The quality and long-term commitment of all of our employees is fundamental to our success. We therefore aim to attract, retain and motivate the very best people who are committed to maintaining a career with the Bank, and who will perform their role in the long-term interests of shareholders. The Bank's reward package comprises the following key elements:

1. fixed pay;
2. benefits;
3. annual performance bonus; and
4. the long term performance incentive plan

A robust and effective governance framework ensures that the Bank operates within clear parameters of its compensation strategy and policy. All compensation matters, and overall compliance with regulatory requirements, are overseen by the Nomination Remuneration and Governance Committee of the Board (NR&GC). The Bank's remuneration policy is reviewed regularly. It was last reviewed in September 2017 and no material changes were made.

The Bank's remuneration policy in particular, considers the role of each employee and has set guidelines depending on whether an employee is a Material Risk Taker and / or an Approved Person in business line, control or support functions. An Approved Person is an employee whose appointment would require prior regulatory approval because of the significance of the role within the Bank and an employee is considered a Material Risk Taker if they head significant business lines and any individuals within their control who have a material impact on the Bank's risk profile. As per the Bank's remuneration policy, the related risks are reviewed regularly and may be amended when required to reflect the impact of changes in remuneration. During 2017, there were no changes to related risk and therefore no changes to remuneration.

In order to ensure alignment between what the Banks pays its people and its business strategy, individual performance is assessed against annual and long-term financial and non-financial objectives summarised in line with our performance management system. This assessment also takes into account adherence to the Bank's values, risk and compliance measures above all, and acting with integrity. Altogether, performance is therefore judged not only on what is achieved over the short- and long- term but also importantly on how it is achieved, as the NR&GC believes the latter contributes to the long-term sustainability of the business.

NR&GC role and focus
The NR&GC has oversight of all reward policies for the Bank's employees. The NR&GC is the supervisory and governing body for compensation policy, practices and plans. It is responsible for determining, reviewing and proposing variable remuneration policy for approval by the Board. It is responsible for setting the principles and governance framework for all compensation decisions. The NR&GC ensures that all persons must be remunerated fairly and responsibly. The remuneration policy is reviewed on a periodic basis to reflect changes in market practices and the business plan and risk profile of the Bank. The next scheduled review of the policy is to be conducted by the NR&GC during Q2 2017.The responsibilities of the NR&GC with regard to the variable compensation policy of the Bank, and as stated in its mandate, include, but are not limited to, the following:

- Approve, monitor and review the remuneration system to ensure the system operates as intended.
- Approve the remuneration policy and amounts for each Approved Person and Material Risk-Taker, as well as the total variable remuneration to be distributed, taking into account total remuneration including salaries, fees, expenses, bonuses and other employee benefits.
- Ensure remuneration is adjusted for all types of risks and that the remuneration system takes into consideration employees that earn the same short-run profit but take different amounts of risk on behalf of the Bank.
- Ensure that for Material Risk Takers, variable remuneration forms a substantial part of their total remuneration.
- Review the stress testing and back testing results before approving the total variable remuneration to be distributed including salaries, fees, expenses, bonuses and other employee benefits.
- Carefully evaluate practices by which remuneration is paid for potential future revenues whose timing and likelihood remain uncertain. The NR&GC will question pay-outs for income that cannot be realised or whose likelihood of realisation remains uncertain at the time of payment.
- Ensure that for approved persons in risk management, internal audit, operations, financial controls and compliance functions, the mix of fixed and variable remuneration is weighted in favor of fixed remuneration
- Recommend Board member remuneration based on their attendance and performance and in compliance with Article 188 of the Bahrain Commercial Companies Law.
- Ensure appropriate compliance mechanisms are in place to ensure that employees commit themselves to not using personal hedging strategies or remuneration-and liability-related insurance to undermine the risk alignment effects embedded in their remuneration arrangements.

As outlined in the Corporate Governance section of the Annual Report, the Board is satisfied that all non-executive directors are independent including the NR&GC members.

The NR&GC Members did not receive any remuneration during the year 2017.

Scope of application of the remuneration policy
The principles of this remuneration policy apply to all group entities in Bahrain.

Board remuneration
The remuneration of the Board of Directors shall be in accordance with the Bahrain Commercial Companies Law and the Central Bank of Bahrain's regulations.

The Board Remuneration is subject to approval of the shareholders in the Annual General Meeting. Remuneration of non-executive directors does not include performance-related elements such as grants of shares, share options or other deferred stock-related incentive schemes, bonuses or pension benefits.

Variable remuneration for staff
The variable remuneration is performance related and consists primarily of the annual performance bonus award. As a part of the staff's variable remuneration, the annual bonus reward is based on delivery of operational and financial targets set each year, the individual performance of the employees in achieving those targets, and their contribution to delivering the Bank's strategic objectives.

The Bank has adopted a Board-approved framework to develop a transparent link between variable remuneration and performance. The framework is designed on the basis that the combination of meeting both satisfactory financial performance and achievement of other non-financial factors, would, all other things being equal, deliver a target bonus pool for the employees, prior to consideration of any allocation to business lines and employees individually. In the framework adopted in determining the variable remuneration pool, the NR&GC aims to balance the distribution of the Bank's profits between shareholders and employees.

The key performance metrics at the Bank level include a combination of short-term and long-term measures and include profitability, solvency, liquidity and growth indicators. The performance management process ensures that all goals are appropriately cascaded down to respective business units and employees.

In determining the quantum of variable remuneration, the Bank has implemented a hybrid model by defining a Top Down (profit based) bonus pool funding for control and support staff and bottom-up (maximum earning opportunity based) pools for Risk Takers. The total bonus pool is capped at a percentage of profit before being assessed for risk. This approach is a starting position and the NR&GC may choose to implement a discretionary award for a given year based on affordability for the Bank and its assessment of the Bank's current and future resource requirements. The bonus pool is then adjusted to take account of risk via the use of risk-adjusted measures (including forward-looking considerations).

The NR&GC carefully evaluates practices by which remuneration is paid for potential future revenues whose timing and likelihood remain uncertain. NR&GC demonstrates that its decisions are consistent with an assessment of the Bank's financial condition and future prospects.

The Bank uses a formalised and transparent process to adjust the bonus pool for quality of earnings. It is the Bank's objective to pay out bonuses out of realised and sustainable profits. If the quality of earnings is not strong, the profit base could be adjusted based on the discretion of the NR&GC.

For the overall Bank to have any funding for distribution of the bonus pool, thresholds of financial targets have to be achieved. The performance measures ensure that the total variable remuneration is generally considerably contracted where subdued or negative financial performance of the Bank occurs. Furthermore, the target bonus pool as determined above is subject to risk adjustments in line with the risk adjustment and linkage framework.

Remuneration of control functions
The remuneration level of staff in the control and support functions allows the Bank to employ qualified and experienced personnel in these functions. The Bank ensures that the mix of fixed and variable remuneration for control and support function personnel should be weighted in favor of fixed remuneration. The variable remuneration of control functions is based on function-specific objectives and is not to be determined by the individual financial performance of the business area they monitor.

The Bank's performance management system plays a major role in deciding the performance of the support and control units on the basis of the objectives set for them. Such objectives are more focused on non-financial targets that include risk, control, compliance and ethical considerations as well as the market and regulatory environment apart from value adding tasks that are specific to each unit.

Variable compensation for business units
The variable compensation for the business units is primarily decided by the key performance objectives set through the performance management system of the Bank. Such objectives contain financial and non-financial targets, including risk control, compliance and ethical considerations as well as market and regulatory environment. The consideration of risk assessment in the performance evaluation of individuals ensures that any two employees who generate the same short-run profit but take different amounts of risk on behalf of the bank are treated differently by the remuneration system.

Risk assessment framework
The purpose of the risk linkages is to align variable remuneration to the risk profile of the Bank. In its endeavor to do so, the Bank considers both quantitative measures and qualitative measures in the risk assessment process. Both quantitative measures and human judgement play a role in determining risk adjustments. The risk assessment process encompasses the need to ensure that the remuneration policy designed reduces employees' incentives to take excessive and undue risk is symmetrical with risk outcomes and has an appropriate mix of remuneration that is consistent with risk alignment.

The Bank's NR&GC considers whether the variable remuneration policy is in line with the Bank's risk profile and ensures that through the Bank's ex-ante and ex-post risk assessment framework and processes, remuneration practices, where potential future revenues whose timing and likelihood remain uncertain, are carefully evaluated.

Risk adjustments take into account all types of risk, including intangible and other risks such as reputation risk, liquidity risk and the cost of capital. The Bank undertakes risk assessment to review financial and operational performance against the business strategy and risk performance prior to distribution of the annual bonus. The Bank ensures that total variable remuneration does not limit its ability to strengthen its capital base.

The bonus pool takes into account the performance of the Bank, which is considered within the context of the Bank's risk management framework. This ensures that the variable pay pool is shaped by risk considerations and Bank-wide notable events. The size of the variable remuneration pool and its allocation within the Bank takes into account the full range of current and potential risks, including:

- The cost and quantity of capital required to support the risks taken;
- The cost and quantity of the liquidity risk assumed in the conduct of business; and
- Consistency with the timing and likelihood of potential future revenues incorporated into current earnings.

The NR&GC keeps itself abreast of the Bank's performance against the risk management framework. The NR&GC will use this information when considering remuneration to ensure that the return, risk and remuneration are aligned.

Risk adjustments
The Bank has an ex-post risk assessment framework which is a qualitative assessment to back-test actual performance against risk assumptions.

In years where the Bank suffers material losses in the financial performance, the risk adjustment framework would work as follows:

- There would be considerable contraction of the Bank's total variable remuneration.
- At the individual level, poor performance by the Bank would mean individual KPIs are not met and hence employee performance ratings would be lower.
- Reduction in value of deferred shares or awards.
- Possible changes in vesting periods and additional deferral applied to unvested rewards.
- Lastly, if the qualitative and quantitative impact of a loss incident is considered significant, a malus or claw-back of previous bonus awards may be considered.

The NR&GC, with Board's approval, can rationalise and make the following discretionary decisions:

- Increase / reduce the ex-post adjustment.
- Consider additional deferrals or increase in the quantum of share awards.
- Recovery through malus and claw-back arrangements.

Malus and Claw-back framework
The Bank's malus and claw-back provisions allow the Bank's Board of Directors to determine that, if appropriate, unvested elements under the deferred bonus plan can be forfeited / adjusted or the delivered variable compensation could be recovered in certain situations. The intention is to allow the Bank to respond appropriately if the performance factors on which reward decisions were based turn out not to reflect the corresponding performance in the longer term. All deferred compensation awards contain provisions that enable the Bank to reduce or cancel the awards of employees whose individual behavior has had a materially detrimental impact on the Bank during the concerned performance year.

Any decision to take back an individual's award can only be taken by the Bank's Board of Directors.

The Bank's malus and claw-back provisions allow the Bank's Board to determine that, if appropriate, vested / unvested elements under the deferred bonus plan can be adjusted / cancelled in certain situations. These events include the following:

- Reasonable evidence of willful misbehavior, material error, negligence or incompetence of the employee causing the Bank / the employee's business unit to suffer material loss in its financial performance, material misstatement of the Bank's financial statements, material risk management failure or reputational loss or risk due to such employee's actions, negligence, misbehavior or incompetence during the concerned performance year.
- The employee deliberately misleads the market and / or shareholders in relation to the financial performance of the Bank during the concerned performance year.

Claw-back can be used if the malus adjustment on the unvested portion is insufficient given the nature and magnitude of the issue.

Components of Variable remuneration
Variable remuneration has the following main components:

All deferred awards are subject to malus provisions. All share awards are released to the benefit of the employee after a six-month retention period from the date of vesting. The number of equity share awards is linked to the Bank's share price as per the rules of the Bank's Share Incentive Scheme. Any dividend on these shares is released to the employee along with the shares (i.e. after the retention period).

Element of variable remuneration	CEO, his deputies and other 5 most highly paid business line employees	Other covered staff	Deferral period	Retention	Malus	Claw-back
Upfront cash	40%	50%	Immediate	-	-	Yes
Upfront share awards	-	10%	Immediate	6 months	Yes	Yes
Deferred cash	10%	-	Over 3 years	-	Yes	Yes
Deferred share awards	10%-50%	-	Over 3 years	6 months	Yes	Yes
Future performance awards	0%-40%	40%	Performance linked	6 months	Yes	Yes

The NR&GC, based on its assessment of role profiles and risk taken by an employee, could increase the coverage of employees that would be subject to deferral arrangements.

Deferred compensation
All employees above a certain grade shall be subject to deferral of variable remuneration as follows:

Details of remuneration paid

(a) Board of Directors/ Shari'ah Board
(In US$)

	2017	**2016**
Sitting Fees	402,000	389,000
Remuneration	Nil	Nil
Others	Nil	Nil

(b) Employee remuneration

2017											
BD 000's	Number of staff	Fixed remuneration		Sign on bonuses	Guaranteed bonuses	Variable remuneration					Total
						Upfront		Deferred			
		Salaries & wages	Other Benefits/ Allowances	(Cash/ shares)	(Cash/ shares)	Cash	Shares	Cash	Shares	Others	
Approved persons											
- Business9 lines	2	353	122								475
- Control & support	9	353	189								542
Other material risk takers	3	310	271								581
Other staff	18	365	105								470
Other Subsidiaries	99	2,185	1,596								3,781
Total	131	3,566	2,283								5,849

NB: Cost and number of staff includes staff who left during the year.

2016											
BD 000's	Number of staff	Fixed remuneration		Sign on bonuses	Guaranteed bonuses	Variable remuneration					Total
						Upfront		Deferred			
		Salaries & wages	Other Benefits/ Allowances	(Cash/ shares)	(Cash/ shares)	Cash	Shares	Cash	Shares	Others	
Approved persons											
- Business lines	4	513	132								645
- Control & support	7	239	221								460
Other material risk takers	2	158	56								214
Other staff	31	679	193								872
Other Subsidiaries	80	1,741	754								2,495
Total	124	3,330	1,356								4,686

(c) Deferred awards

	2017				
	Cash	Shares		Others	Total
	(BHD)	Number	(BHD)	(BHD)	(BHD)
Opening balance	Nil	Nil	Nil	Nil	Nil
Awarded during the period	Nil	Nil	Nil	Nil	Nil
Paid out / released during the period	Nil	Nil	Nil	Nil	Nil
Service, performance and risk adjustments	Nil	Nil	Nil	Nil	Nil
Changes in value of unvested opening awards	Nil	Nil	Nil	Nil	Nil
Closing balance	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**

(c) Deferred awards

	2016				
	Cash	Shares		Others	Total
	(BHD)	Number	(BHD)	(BHD)	(BHD)
Opening balance	Nil	Nil	Nil	Nil	Nil
Awarded during the period	Nil	Nil	Nil	Nil	Nil
Paid out / released during the period	Nil	Nil	Nil	Nil	Nil
Service, performance and risk adjustments	Nil	Nil	Nil	Nil	Nil
Changes in value of unvested opening awards	Nil	Nil	Nil	Nil	Nil
Closing balance	**Nil**	**Nil**	**Nil**	**Nil**	**Nil**

(d) Severance pay

Severance payments were made to 7 Bank Alkhair staff totaling BD353, 490 in the year 2017. This is end of service compensation employees receive when they leave bank employment plus additional termination benefit based on length of service. The highest amount paid to one person was BD 123,241.

Upfront cash	The portion of the variable compensation that is awarded and paid out in cash on conclusion of the performance evaluation process for each year.
Deferred Cash	The portion of variable compensation that is awarded and paid in cash on a pro-rata basis over a period of 3 years.
Deferred share awards	The portion of variable compensation that is awarded and paid in the form of phantom shares on a pro-rata basis over a period of 3 years.
Future performance awards	The portion of variable compensation, which is awarded to select employees. The awards are contingent on the delivery of future performance targets for the Bank as well as service conditions on the part of employees. These could comprise individually or a combination of the following: • Phantom Shares, where the employees are compensated in the form of share-linked instruments (phantom shares) as a percentage of fixed salary on achievement of some future performance conditions. • Profit share, where the employees are compensated based on a specified percentage of targeted profit for a transaction. • Carried Interest, where the employees are compensated a specified percentage of fair value gain on investments once it achieves a specified hurdle rate on realisation. • Co-investment, wherein a portion of variable remuneration is awarded in the form of an investment made by the Bank which is cashable by the employee on Bank’s exit from the investment. • Sales commission, where the employee is compensated on the basis of a specified percentage of a sales value of an investment on successful exit.

Control Functions

Compliance

Bank Alkhair is committed to meeting the highest levels of ethical standards in all areas of its operations. The Board of Directors was keen to establish a strong and independent Compliance department to assist the Senior Management of the Bank in effectively managing its compliance risk. The Compliance department reports functionally to the Board of Directors, and is responsible for overseeing the Bank's compliance programme. It is responsible solely for compliance-related issues, and functions independently from other business activities, including those where the department's independence and objectivity may be compromised. The Compliance department is responsible for the management of compliance risk at the Group level for the Bank and its subsidiaries, and for ensuring that the Group's policies, procedures and operations are in line with all applicable rules and regulations. It also assists Senior Management in educating staff and increasing awareness regarding compliance issues across the Group.

Anti-Money Laundering (AML)

Bank Alkhair's Anti-Money Laundering function administers the authorisation process by which the Bank's targets are approved as legitimate clients, and thereafter continues to monitor clients to ensure effective compliance with the rules and regulations as stipulated in the Central Bank of Bahrain's Financial Crime Module and international best practices. This has been achieved through the appointment of a designated Money Laundering Reporting Officer and Deputy Money Laundering Reporting Officer; and the development of detailed AML policies and procedures, and comprehensive KYC documentation, to rigorously screen potential investors' identities and source of funds. The Bank has registered and implemented all FATCA required regulations Group-wide.

Shari'ah Assurance

Bank Alkhair's Shari'ah Assurance division works closely with the Shari'ah Supervisory Board in the development and pre-screening of every business proposition, including those of the Bank's subsidiaries and associates. The division also plays a key role in ensuring that the Fatwas of the Shari'ah Supervisory Board are consistently applied, and prepares quarterly Shari'ah audit reports for review by the Bank's Shari'ah Board and Management team.

The Shari'ah Assurance division actively monitors all transactions, and forms an integral part of the investment process from the outset. It is also a member of the Investment and Post-Investment Management Committee and the Risk Committee. The division validates all business propositions against both the Shari'ah Board's resolutions and Accounting and Auditing Organisation for Islamic Financial Institutions (AAOIFI) standards.

All transactions and dealings during the year ended 31 December 2017 were in compliance with the rules and principles of Islamic Shari'ah, except for some investments in the Taj Mall project, Open Silicon and The Independent for Logistics & Warehousing Company, which were not submitted to the Shari'ah Board for approval prior to their execution, and appear later to be having explicitly non-Shari'ah Compliance issues which have not been corrected, notwithstanding various Shari'ah Board resolutions issued requesting resolution of the same.

Zakah is calculated according to the guidelines approved by Shari'ah Supervisory Board and according to AAOIFI Shari'ah standard no. 35, and Accounting standard no. 9. Excluding Alkhair Capital SA from the Zakat pool, as per Saudi Arabia Authority rules and regulations Alkhair Capital is to pay Zakat separately. Number of shares of the Bank (In thousands) 207962. Zakah per share (In US cents) 0.00541.

As at 2017, Bank Alkhair accumulated US$564,786 of non-Shari'ah income, which the Shari'ah Supervisory Board advised the Bank to donate to registered charities, and submit the list of beneficiaries to the Board.

Group Internal Audit

Group Internal Audit (GIA) is a centralized function in the Bank reporting directly to Bank Alkhair's Board Audit Committee. GIA conducts independent reviews of the businesses, support processes and other control functions in accordance with the function also conducts strategic audit reviews of the Bank's subsidiaries in Turkey and Malaysia and provides assurance to the local boards on the effectiveness of control, risk management and governance processes. Its scope, authorities and roles have been defined and approved by the Audit Committee in a formal Internal Audit Charter.

GIA engages with management and participates in key governance forums to provide perspectives, insights and challenge so as to influence the building of a sustainable control and governance environment. ..

Group Internal Audit reports key audit findings and status of prioritised management action plans, through a structured process, to the Board Audit Committee and management on a quarterly basis.

Management

The Board of Directors has delegated authority for the day-to-day management of the Bank's business to the Group Chief Executive Officer, who is supported by a well-qualified and experienced Executive Management team, and three Management Committees. Biographies of the Executive Managers are listed at the end of this Review.

Management Committees

The Board of Directors has established various management-level committees for each entity to ensure appropriate control and oversight of all material risks to the Bank.

Asset and Liability Committee (ALCO)
ALCO is responsible for managing the Bank's Asset, Liability, Liquidity and Capital structure, in compliance with local Regulations and the Bank's Asset and Liability Management ("ALM") Policy, which covers Capital Adequacy, Funding, Liquidity, Profit rate and Market risk within the Bank's risk appetite. The Committee is composed of Heads of key business units including Treasury and Finance, together with control function representation. It oversees all Treasury and Capital Market trading book activities, monitors macroeconomic outlook and market sentiment and regularly reviews business line investment plans to ensure sufficient funding is in place. ALCO ensures the development of a funding strategy to include an appropriate mix of maturities in conjunction with the Bank's Treasury and Capital Markets functions.

Investment and Credit Committee (ICC)
The ICC oversees proprietary and client pre- and post-investment management including recommendation and approval of new investments, due diligence, divestures, strategic investee board level decisions, along with review and monitoring throughout the investment cycle. It is also responsible for the end-to-end credit cycle oversight, including review and approval recommendation of new credits, renewals, settlements, provisioning, and restructuring. It ensures all medium- to long-term exposures are managed within the Bank's strategy and risk appetite.

Management Risk Committee (MRC)
The Management Risk Committee's responsibility is to ensure the Bank develops an appropriate risk framework, including policies, resourcing, information systems, and culture and incentive structures for all business activities in compliance with regulations, the Bank's strategy and risk appetite. The Committee oversees the risk management, compliance and internal controls for all operational activities of the Bank; and reviews and approves risk management policies, processes and procedures.

Professional Biographies

Board of Directors

Yousef A. Al-Shelash

Chairman of the Board of Directors and Founding Shareholder
Chairman of the Board Executive Committee
Non-Executive Director since April 2004

A Saudi national, Mr. Yousef A. Al-Shelash is the Chairman of Dar Al Arkan Real Estate Development Company (Dar Al Arkan) Saudi Arabia. He is also the Chairman of the Strategic Acquisition Fund, Bahrain. Previously, Mr. Al-Shelash served as a member of the Investigation and Attorney General Bureau in Saudi Arabia, as well as a legal advisor to various legal consultancy firms in Saudi Arabia. He obtained an MSc in Law and Legal Proceedings from the Institute of Public Administration Al-Riyadh, and a BSc in Shari'ah from Mohamed Bin Saud Islamic University, Saudi Arabia.

He has received formal training in financial management and evaluation of investment projects, and has also earned diplomas in both Banking and Combating Financial Crimes. Mr. Al-Shelash is one of the pioneers of the real estate development industry in the Kingdom of Saudi Arabia, beginning over two decades ago in the early 1990s. He also initiated the real estate mortgage industry in Saudi Arabia in 1998.

Mr. Al-Shelash holds a directorship in the following companies; Dar Al Arkan Real Estate Development (Saudi Arabia), Saudi Home Loans (Saudi Arabia), Alkhair Capital (Saudi Arabia), Madaraat Development Company & Technology. (Saudi Arabia), Afwaf Investment (Saudi Arabia), Thimar Alarabiya (Saudi Arabia), and Eamar Al Byadir Dev. (Saudi Arabia).

Professional experience: over 20 years

Abdullatif Abdullah Al-Shalash

Non-Executive Director since April 2004

Mr. Al Abdullatif Al-Shalash is a Saudi national and has considerable experience in financial and information management systems. He occupies the position of Managing Director at Dar Al Arkan. He is also a Board member of t'azur and the Strategic Acquisition Fund, Bahrain. Mr. Al-Shalash holds a Bachelor's degree in Organisation Leadership and Supervision from Purdue University, USA; and an MBA from Findlay University, USA.

Professional experience: over 20 years

Dr. Abdulaziz Al Orayer

Chairman of the Nomination, Remuneration & Governance Committee
Independent director since February 2011

A Saudi national, Dr. Abdulaziz Al Orayer brings to the Board extensive experience gained over 39 years of working in high-level positions in Saudi Arabia's public and private sectors. He has been a member of the Saudi Arabian Majlis Al-Shura since 1997. Dr. Al Orayer is the Chairman of t'azur's Board of Directors, a position he has held since the Company's inception. He has overseen the evolution of t'azur into one of the leading players in the GCC family and general Takaful industry. He is also a Board member of Alkhair International Bank Berhad, Malaysia. Previously, he was the Deputy Minister for the Saudi Ministry of Finance and National Economy. Dr. Al Orayer holds a Doctorate in Economics and Business Administration from the University of Wales, UK; a Master's degree in Economics and Banking from Southern Illinois University, USA; and a Bachelor of Arts from the University of California, Berkeley, USA.

Professional experience: over 40 years

Dr. Ahmed Al-Dehailan

Chairman of the Audit Committee and founding shareholder
Independent director since February 2011

Dr. Ahmed Al-Dehailan served as the Chief Financial Officer and Advisor to the General Manager at Dar Al Arkan. He was also a lecturer at Al Emam Mohamed University in Riyadh. Dr. Al-Dehailan holds board memberships in several other companies including the Saudi Home Loan Company (Director); the Strategic Acquisition Fund Company (Member of the Investment Committee); Bahrain Financing Company (Director), BFC Group Holding Limited and BFC Group Holdings W.L.L. (Director); t'azur, Bahrain (Director); and t'azur, Kuwait (Chairman). Dr. Al-Dehailan holds a Doctoral Degree in Accounting and Finance from Cardiff University, UK.

Professional experience: over 20 years

Khalid Shaheen

Independent director since April 2012

Mr. Khalid Shaheen is currently a Board member and the Chairman of the Audit Committee of National Finance House, and a Board member of BFC Group Holdings in Bahrain. Throughout his career, Mr. Shaheen held various high-level positions in prominent financial institutions in Bahrain, including Bahraini Saudi Bank, Bahrain Development Bank, Shamil Bank and Gulf International Bank. He also held a series of Board and Committee memberships in various organisations in Bahrain's public and private sectors. Mr. Shaheen holds a Bachelor's degree in Business from the University of St. Thomas, Houston, Texas, USA; and he is a Fellow of the Institute of Directors, UK.

Professional experience: over 30 years

Abdullah Aldubaikhi

Independent director since June 2013

Mr. Abdullah Aldubaikhi is the CEO of Saudi Agricultural and Livestock Investment Company (SALIC). Prior to joining SALIC he was President of Afwaf Investment, and President of AwalNet, one of the largest Internet providers in Saudi Arabia. Mr. Aldubaikhi co-founded DowLong Technologies in 1993 after working as a project manager at the Saudi Industrial Development Fund. He started his career as a communication engineer at Saudi Telecom in 1987. He is a member of the Joint Business Councils between Saudi Arabia and the nations of France, Poland, Switzerland and Qatar. Mr Abdullah Aldubaikhi holds an Executive MBA from Oxford University, UK: and a BSc degree in Electrical Engineering from King Fahad University of Petroleum and Minerals, Saudi Arabia.

Professional experience: over 20 years

Abdulrazaq Al Wohaib

Non-Executive Director since June 2013

Mr. Abdulrazaq Al Wohaib serves as Chief Executive Officer and Managing Director of t'azur Takaful Insurance Company. He brings a wealth of experience and knowledge of the insurance industry gained through his many years in the sector. He has held senior positions with many high profile insurance providers in Kuwait, including Takaful Insurance Kuwait, Wethaq Insurance, and Gulf Insurance. Mr. Abdulrazaq Al Wohaib is a Board Member of Kuwait Insurance Federation, and a Member of the Executive Technical Committee of GCC Insurance Federation. He holds a BSc in Business Administration from Azusa Pacific University, California, USA; and is a Member of the Chartered Insurance Institute, London, UK.

Professional experience: over 20 years

Meshari Abdullah Al Mulla

Independent Director since May 2016

Mr. Meshari Abdullah Al Mulla, a Kuwaiti national, is the CEO of Asia Holding Company effective from February, 2016. Previously, he was Head of the Finance Department at Al-Safat Investment Company K.S.C.C., a position he held from January 2014 to January 2016. Prior to joining Al- Safat Investment Company, Mr. Meshari was Finance and Administration Manager at Kuwait Pipe Industries & Oil Services Co. (K.S.C) from 2002 to 2013, handling the finance and administration of one of the leading pipe manufacturers and steel fabrication companies in the world. In addition to his other responsibilities, Mr. Meshari also sits on the boards of Warba Investment Company (KSCC), Al Safat Holding Company, Al Safat Real Estate Company and Al Safat Consultancy.

Mr. Meshari holds an MBA in Banking & Finance from Bangor University, North Wales, United Kingdom and a Bachelor of Arts degree in Accounting from the Modern Academy in Maadi, Egypt.

Professional experience: over 15 years

Majed Al Qasem

Independent Director since June 2013

A Saudi national, Mr. Majed Al Qasem is a Founding Shareholder and Non-executive Independent Director of Dar Al Arkan Real Estate Development Company. He is also a Board Member of Al Buraq Real Estate Company and Namaa Al-Sarah Company; and has spent almost 10 years as a Member of the Investigation & Attorney General Bureau in Saudi Arabia. Mr. Al Qasem holds a Bachelor's Degree in Islamic Studies from Imam Mohammed bin Saud Islamic University, Saudi Arabia.

Professional experience: over 15 years

Shari'ah Supervisory Board

Dr. Ali Muhyealdin Al-Quradaghi

Chairman (Effective May 2016)

Dr. Ali Muhyealdin Al-Quradaghi is a Professor and Chairman of the Department of Jurisprudence and its Principles in the Faculty of Shari'ah Law and Islamic Studies at the University of Qatar. He is a member of the Islamic Fiqh Academy, which evolved from the Organisation of Islamic Conference in Jeddah, Saudi Arabia; and also sits on the Shari'ah Supervisory Board for a number of Islamic banks. Dr. Al-Quradaghi holds a PhD in Shari'ah from Al-Azhar University.

Dr. Mohammad Daud Bakar

Dr. Mohammad Daud Bakar is currently president and CEO of the International Institute of Islamic Finance Inc., and Amanie Business Solutions Sdn. Bhd. Kuala Lumpur, Malaysia. He is also the Chairman of the Shari'ah Advisory Councils of both the Securities Commission and Bank Negara (Central Bank), Malaysia. Dr. Bakar holds a PhD in Shari'ah from St. Andrews University, UK; and is a Member of the Shari'ah Supervisory Board for a number of Islamic banks.

Dr. Nizam Mohammad Saleh Yaqouby

Deputy Chairman

Dr. Nizam Mohammad Saleh Yaqouby is a well-known Shari'ah Scholar recognised internationally. He sits on the Shari'ah Supervisory Board of many Islamic financial institutions including AAOIFI Shari'ah Board.

Dr. Nizam was awarded his PhD degree from Lahaye University in Holland.

Executive Management

Maurice B. Horan

Group Chief Executive Officer
(Effective May, 2017)

Mr. Maurice Horan is the Group Chief Executive Officer of Bank Alkhair He brings with him over 30 years of experience in commercial and investment banking experience, having served as General Manager and Chief Executive Officer at a number of leading institutions in Ireland and the Gulf region. He also has extensive experience in corporate and premium loans restructurings, and provides business development, corporate finance and strategy advice to clients in a range of industry sectors.

Maurice serves as a non-executive director on the boards of a number of companies based in Ireland, the United Kingdom, the United States, Saudi Arabia and the Kingdom of Bahrain.

Maurice holds an MBA from UCD Michael Smurfit Graduate Business School in Dublin, a B.A. (Mod) in Economics and Finance from Trinity College Dublin, and a Degree in Science from University College Cork.

Fawad Hanif

Group Chief Financial Officer / Coordinator Back Office Functions

Mr. Fawad Hanif has a wealth of experience and has proved his expertise in a variety of assignments including financial control, fund management and post-investment management. He is affiliated with Bank Alkhair since July 2008 and worked in various positions, the last as Head of Financial Accounting before his appointment as Group CFO.

Fawad is a faculty member of the Institute of Chartered Accountants of Pakistan (FCA) and a Certified Islamic Professional Accountant (CIPA) from the Accounting and Auditing Organization for Islamic Financial Institutions, Bahrain (AAOIFI).

Ali İlhan

General Manager, Alkhair Portfoy Turkey

Mr. Ali İlhan has over 23 years of experience in asset management, having worked for leading asset management companies in Turkey. He was previously the Head of Equity Fund Management in Eczacibasi-UBP Asset Management, a joint venture of Eczacibasi Holding and Union Bancaire Privee of Switzerland, where he managed equity mutual funds and pension funds. Prior to this, he was the Chief Investment Officer in ABN AMRO Asset Management in Turkey, where he had full responsibility for all investment procedures both in equity and fixed income.

Mr. İlhan has an MBA from the University of Scranton, USA; and a BSc in Civil Engineering from the Middle East Technical University, Turkey.

Dr. Shaban Mohamad Islam Barwari

Group Head – Shari'ah Assurance

Dr. Shaban Mohamad Islam Barwari joined Bank Alkhair as Group Head – Shari'ah Assurance in early 2016, bringing to the Bank a wealth of knowledge and experience in the field of Shari'ah finance. Dr. Shaban began his career as Head of the Internal Shari'ah Compliance Unit at Capital Management House, Bahrain before proceeding in 2008 to serve as Head of Shari'ah Compliance at t'azur Regional Takaful Company Bahrain. In 2013, Dr. Shaban began serving on the Shari'ah Supervisory Board of Takaful Oman Company, a position that he retains to date.

Dr. Shaban is a published author and contributor of many papers on the subject of Islamic finance and takaful and has served as a lecturer at several prestigious academic institutions in both Malaysia and the Kingdom of Bahrain. He continues to be actively involved in conducting takaful and Shari'ah training and workshops for various regulatory and private institutions, in addition to being an External Research Associate with the Bahrain Institute of Banking and Finance (BIBF).

Dr. Shaban holds both a PhD and Master's degree in Islamic Transactions from Islamic Revealed Knowledge and Heritage Faculty from the International Islamic University, Malaysia and a Bachelor's degree in Islamic Studies – Dohuk University, Kurdistan Region of Iraq.

Khalid Al-Mulhim

Managing Director and CEO, AlKhair Capital Saudi Arabia

Mr. Khalid Al-Mulhim has over 19 years of experience in the financial services sector and has held senior positions in leading financial institutions in the Kingdom of Saudi Arabia, including SAMBA.

Mr. Al-Mulhim holds a Bachelor's degree in Business Administration from the Central State University, California, USA.

Gülsevim Kahraman

General Manager, Alkhair Capital Menkul Değerler A.Ş.
(Until June, 2017)

Ms. Gülsevim Kahraman has over 25 years of experience in investment banking, covering operations, finance, reporting and management information systems (MIS). Prior to joining Alkhair Capital, Ms. Kahraman worked for Deniz Invest as Financial Controller and Financial Business Support Manager. Previously, she was Finance Manager for Kent Invest, where she was responsible for reporting to the Capital Markets Board and Istanbul Stock Exchange; as well as managing the business planning process and MIS systems.

A Certified Public Accountant, Ms Kahraman has a Bachelor's degree in Economics from Marmara University, Turkey; and an Advanced Level License and Derivatives License from the Turkish Capital Markets Board.

Yeow Tiang Hui

Chief Executive Officer, Alkhair International Islamic Bank
(Effective July, 2017)

Mr. Yeow Tiang Hui is the Chief Executive Officer of Alkhair International Islamic Bank. He brings with him over 28 years of experience in banking and investment, having first worked with small and medium enterprise clients at United Overseas Bank and Citibank N.A., Singapore. He then moved on to manage multinational accounts in Deutsche Bank AG, which was followed by managing large local corporate clients in Citibank/Citicorp Malaysia, where he was also Vice President in their venture capital outfit and the Head of Commercial Banking.

From 1997 to 2005, he served as Head of the offshore banking business of the French banking group, Crédit Industriel et Commercial covering Malaysia, Greater China and the Philippines. After that, from 2007 till 2016, he served as the Head of Corporate Banking at Kuwait Finance House (KFH) and was involved in the structuring and implementation of Shariah compliant financing products at KFH.

Yeow graduated in Economics from the National University of Singapore where he studied International Finance, Banking & Monetary Economics. He obtained further training in banking and finance from the Institute of Banking & Finance in Singapore, Deutsche Bank Asia Pacific, and Citibank Asia Pacific Banking Institute, where he studied Credit & Financial Analysis, Applied Financial Services, International Trade Finance, Corporate Finance and Financial Derivative Products

Kubra Ali Mirza

Chief Compliance Officer, MLRO & Board Secretary

Ms. Kubra Mirza has 19 years of experience in investment banking, financial regulations, corporate governance, compliance, financial crimes and anti-money laundering. Prior to joining Bank Alkhair, she was the Head of Compliance, MLRO and Board Secretary; Secretary of the Corporate Governance Committee; and Secretary of the Finance & Investment Committee at Venture Capital Bank, Bahrain. Prior to that, she worked for Tatweer Consulting Company, and the Central Bank of Bahrain. She was also a member of several local and international regulatory working groups and task forces.

Ms Ali Mirza holds an Executive MBA and a Bachelor’s degree in Accounting from the University of Bahrain. Mrs. Ali is an Independent Director at Family Bank, Kingdom of Bahrain.

Nabeel Noor Al Nabi

Senior Regional Director – Head of Investment Development & Distribution

Mr. Nabeel Noor Al Nabi joined Bank Alkhair in 2006 and has over 20 years of experience in regional distribution. Prior to joining Bank Alkhair Nabeel worked with leading institutions including Ahli Commercial Bank, Daiwa Securities SMBC and Bank Muscat International.

Nabeel is responsible for driving Bank Alkhair business development, marketing and placement across all geographies. He also leads marketing initiatives for capital raising with strategic key clients and selected prospects across all asset classes and has been instrumental in fund raising from major quasi-government institutions and pension funds, among other institutions in the region. He is a voting-member of the Investment Committee and Coordinator of Front Office Functions. Nabeel also represents the Bank’s interest on the board of several investee companies.

Nabeel holds a B.S.C. is Finance from San Jose State University in California, USA and has recently completed an Executive Leadership Program from Ivey Business School at Western University. He is also a certified FINRA Series 7 Investment Representative.

Issam A Issa

General Counsel
(Effective August, 2017)

Mr. Issa is the General Counsel of Bank Alkhair. Issam has extensive experience in the banking industry as a corporate lawyer and general counsel having advised and represented leading regional financial institutions and corporations on a broad range of issues including commercial litigation, complex corporate transactions, banking matters and capital markets offerings. In addition, Issam serves as a board member on a number of the Bank’s portfolio companies.

Issam holds a Master of Laws (LLM) in Banking and Finance Law from Queen Mary University of London, an L.L.M in International Commercial Law from the University of Kent and a Bachelor of Laws from the University of Jordan. Issam is also a member of the Jordanian Bar Association and a member of the Chartered Institute of Arbitrators, United Kingdom (MCIarb).

Muhammad Abbas Khan

Head of Group Internal Audit

Mr. Abbas Khan has over 20 years of experience in internal audit, forensic investigations, and operational risk management. Prior to joining Bank Alkhair in 2010, he worked at various offices in Ernst & Young, where he was instrumental in developing and enhancing corporate governance practices, enterprise risk management, and internal audit capabilities for various investment banks and financial institutions in the region.

Mr. Khan is a faculty member of the Institute of the Chartered Accountants of Pakistan (FCA) and holds Internal Audit Certification (CIA) from the Institute of Internal Auditors, USA. He also serves a as a Vice President of the Institute of Internal Auditors – Bahrain Chapter

Ayman Sejiny

Group Chief Executive Officer
(Until April, 2017)

Mr. Ayman Amin Sejiny is the Group Chief Executive Officer of Bank Alkhair. He has over 23 years of corporate and investment banking experience, having worked with leading international institutions such as Barclays, CITI Bank and ABN Amro. Prior to joining Bank Alkhair, Mr. Sejiny was Chief Executive Officer of Barclays Saudi Arabia. During his five-year tenure he was responsible for managing Barclays Capital and Barclays Wealth. Mr. Sejiny was Co-Founder of Bank Alkhair, (formerly Unicorn Investment Bank), and a member of its Board of Directors. He was also Managing Director and Chief Executive Officer of Alkhair Capital Saudi Arabia, (formerly Unicorn Capital Saudi Arabia).

Mr. Sejiny has a BA in Finance from Eastern Michigan University, United States.

Akram Traboulsi

Director, Risk Management

Mr. Akram Traboulsi is the firm's Director of Risk Management, responsible for credit, market and operational risk. He serves on the Bank's Risk Committee, Investment and Credit Committee and ALCO. He joined the Bank in 2009, and has over 15 years' experience in Banking and IT consulting gained in the Middle East and Europe. Prior to joining Bank Alkhair, Mr. Traboulsi was a Commercial Project Manager for Hewlett Packard Middle East.

Mr. Traboulsi is a CFA Charterholder and holds a BSc in Mathematics and Economics from the University of Warwick, United Kingdom.

Ayham Gharaibeh

General Counsel
(Until July, 2017)

Mr. Ayham Gharaibeh has over 15 years of legal experience in investment banking, specialising in private equity, asset management, capital markets, mergers and acquisitions, and corporate finance transactions. He has structured and successfully closed over 30 sizeable transactions at Bank Alkhair to date. Prior to joining the Bank, Mr. Gharaibeh was the General Counsel and Chief Compliance Officer at Atlas Investment Group (AB Invest), the investment banking arm of Arab Bank, Amman, Jordan.

Mr. Gharaibeh holds a Master's and Bachelor's degree in International Business Law.

Ikbal Daredia

Managing Director – Global Head of Investment Banking
(Until September, 2017)

Mr. Ikbal Daredia has over 25 years of experience in Islamic banking. Prior to joining Bank Alkhair, he was the Deputy Chief Executive Officer of Noriba, UBS's global Islamic platform for Shari'ah- compliant products and services. Prior to this, he worked with ABN AMRO in Bahrain as the Global Head of Islamic Financial Services. Mr. Daredia has originated and executed several Islamic structured cross-border transactions for sovereign entities and corporates in Turkey, the GCC, the Philippines, India, Pakistan and the United Kingdom.

Mr. Daredia is an Associate of the Chartered Institute of Bankers, England, UK.

Contents

SHARI'AH SUPERVISORY BOARD REPORT
TO THE SHAREHOLDERS OF
BANK ALKHAIR B.S.C. (c)

Asslamo A'laikom WA Rahmatu Allah WA Barakatuh

In compliance with the terms of our letter of appointment, we are required to report as follows:

The Shari'ah Board, through the Shari'ah department, and under its direct supervision, reviewed the principles and the contracts relating to the transactions conducted by Bank Alkhair B.S.C. (c) ("the Bank") and its subsidiaries (together "the Group") during the year ended 31 December 2017. The review was conducted in order to form an opinion as to whether the Group has complied with rules and principles of Islamic Shari'ah and also with the specific fatwa's, rulings and guidelines issued by us.

Based on the Articles of Association of the Bank, the Group's management is responsible for ensuring that the Group conducts its business in accordance with the rules and principles of Shari'ah while the Shari'ah Board's responsibility is to form an independent opinion, based on our review of the operations of the Group, and to report this to you.

We conducted our review through the Shari'ah department and under our supervision which included examining, on a test basis, each type of transaction and the relevant documentation and procedures adopted by the Group. We performed our review so as to obtain all the information and explanations that we considered necessary in order to provide us with sufficient evidence to give assurance that the Group has not violated any rules and principles of Shari'ah.

In our opinion:

a) The contracts, transactions and dealings entered into by the Group during the year ended 31 December 2017 are in compliance with the rules and principles of Shari'ah.
b) The Shari'ah Board emphasis that non-Shari'ah compliance issues related to the investment in Taj Mall project, Open Silicon which were not submitted to the Shari'ah Board for approval before its execution, and appear later to be having explicitly non-Shari'ah Compliance issues and not being corrected yet although a various Shari'ah Board resolution issued requesting solving the same.
c) The Shari'ah Board resolved that all earnings that have been realized from sources or by means prohibited by rules and principles of Shari'ah shall be disposed off and given to charity under the supervision of the Shari'ah Board. The Shari'ah Board noticed the accumulation of US$ 517,323 non-Shari'ah Compliance income only US$ 22,149 being donated, the management is request to distribute the same in annual basis under Shari'ah Board supervision.
d) The allocation of profit and charging of losses relating to investment accounts conform to the basis that had been approved by us in accordance with Shari'ah rules and principles.
e) The calculation of Zakah is in compliance with the rules and principles of Islamic Shari'ah based on AAOIFI Shari'ah standard no. (35) and Accounting standard no. (9).

We supplicate to Allah the Almighty to grant us success and a straight path.
Wa Asslamo A'laikom Wa Rahmatu Allah Wa Barakatuh.

Dr. Ali M. Al Qaradaghi

Sh. Dr. Nizam M. Yacoubi **Dr. Mohamed Daud Bakar**

2 Jamadah II 1439 H - 18 February 2018

Building a better working world

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INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BANK ALKHAIR B.S.C. (c)

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated statement of financial position of Bank Alkhair B.S.C. (c) (the "Bank") and its subsidiaries (together the "Group"), as of 31 December 2017, and the related consolidated statements of income, changes in owners' equity and cash flows for the year then ended. These consolidated financial statements and the Group's undertaking to operate in accordance with Islamic Shari'a Rules and Principles are the responsibility of the Board of Directors. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with Auditing Standards for Islamic Financial Institutions issued by the Accounting and Auditing Organisation for Islamic Financial Institutions ("AAOIFI"). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of 31 December 2017, the results of its operations, its cash flows and changes in owners' equity for the year then ended in accordance with the Financial Accounting Standards issued by AAOIFI.

Empasis of Matter

Without qualifying our opinion, we draw attention to note 2 to the consolidated financial statements which discusses certain matters relating to the Group's liquidity position, accumulated losses and regulatory capital adequacy requirements, implications of these matters for the basis of preparation of the consolidated financial statements and management's action plans to deal with these matters. Our opinion is not modified in respect of this matter.

Building a better working world

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BANK ALKHAIR B.S.C. (c) (continued)

Report on Other Regulatory Requirements

As required by the Bahrain Commercial Companies Law and the Central Bank of Bahrain ("CBB") Rule Book (Volume 2), we report that:

a) the Bank has maintained proper accounting records and the consolidated financial statements are in agreement therewith;

b) the financial information contained in the Report of the Board of Directors is consistent with the consolidated financial statements;

c) Except as disclosed in note 33 the Bank's capital adequacy ratio as of 31 December 2017 was below the minimum requirement and note 2 which discusses certain matters relating to the Group's liquidity position, we are not aware of any violations of the Bahrain Commercial Companies Law, the Central Bank of Bahrain and Financial Institutions Law, the CBB Rule Book (Volume 2 and applicable provisions of Volume 6) and CBB directives, or the terms of the Bank's memorandum and articles of association during the year ended 31 December 2017 that might have had a material adverse effect on the business of the Bank or on its financial position. Satisfactory explanations and information have been provided to us by management in response to all our requests; and

d) except for the matters discussed in the Shari'a Supervisory Board report dated 18 February 2018 we are not aware of any other breaches of the Shari'a rules and principles as determined by the Shari'a Supervisory Board of the Bank.

Other Matters

The consolidated financial statements of the Group for the year ended 31 December 2016 were audited by another auditor who expressed an unmodified audit opinion dated 26 March 2017 on those Consolidated Financial Statements.

Ernst & Young

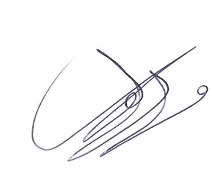
Partner's registration no: 45
29 March 2018
Manama, Kingdom of Bahrain

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2017

	Note	***31 December 2017 US$ '000***	*31 December 2016 US$ '000*
ASSETS			
Cash and balances with banks	5	**8,172**	15,479
Placements with financial institutions		**6,588**	8,402
Financing receivables	6	**8,956**	16,075
Investments	7	**70,644**	61,603
Investment in associates	8	**125,035**	124,994
Investment in real estate	9	**224,873**	224,448
Other assets	10	**28,483**	29,226
Equipment		**9,491**	9,466
TOTAL ASSETS		**482,242**	489,693
LIABILITIES AND OWNERS' EQUITY			
Liabilities			
Due to financial institutions	11	**71,342**	87,566
Due to customers	12	**167,372**	151,034
Other liabilities	13	**53,570**	53,017
Total liabilities		**292,284**	291,617
Owners' equity			
Share capital	14	**207,962**	207,962
Statutory reserve		**664**	664
Fair value reserve		**487**	151
Foreign currency translation reserve		**(5,179)**	(6,469)
Accumulated losses		**(115,687)**	(98,478)
Equity attributable to shareholders of the Bank		**88,247**	103,830
Non-controlling interests		**101,711**	94,246
Total owners' equity		**189,958**	198,076
TOTAL LIABILITIES AND OWNERS' EQUITY		**482,242**	489,693

Yousef Abdullah Al-Shelash
Chairman



Majid Al Qasem
Vice Chairman

The attached notes 1 to 36 form part of these consolidated financial statements

CONSOLIDATED STATEMENT OF INCOME

For the year ended 31 December 2017

	Note	***31 December 2017 US$ '000***	*31 December 2016 US$ '000*
Income from non-banking operations	15	**30,259**	31,020
Finance income		**1,176**	2,194
Fees and commission income	16	**16,438**	9,323
Rental income		**2,422**	2,422
Foreign exchange gain/(loss) - net		**264**	(610)
Share of loss from associates - net	8	**(741)**	(328)
Loss from investments - net	17	**(4,474)**	(6,359)
Loss on sale of investment in real estate		**-**	(2,239)
Loss on sale of an associate		**-**	(7,088)
Other income		**363**	1,917
Total income		**45,707**	30,252
Expenses of non-banking operations	15	**20,394**	21,926
Finance expense		**11,501**	11,552
Staff cost		**15,509**	13,533
General and administrative expenses	18	**6,819**	8,005
Depreciation		**1,690**	1,841
Total expenses		**55,913**	56,857
Loss for the year before impairment		**(10,206)**	(26,605)
Reversal / (charge) of impairment	19	**367**	(6,429)
Loss for the year		**(9,839)**	(33,034)
Attributable to:			
Shareholders of the Bank		**(17,016)**	(37,095)
Non-controlling interests		**7,177**	4,061
		(9,839)	(33,034)

Yousef Abdullah Al-Shelash
Chairman

Majid Al Qasem
Vice Chairman

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2017

	Attributable to shareholders of the Bank							
	Share capital US$ '000	*Statutory reserve US$ '000*	*Fair value reserve US$ '000*	*Foreign currency translation reserve US$ '000*	*Accumulated losses US$ '000*	*Total US$ '000*	*Non-controlling interests US$ '000*	*Total eauity US$ '000*
As at 1 January 2017	207,962	664	151	(6,469)	(98,478)	103,830	94,246	198,076
(Loss) / profit for the year	-	-	-	-	(17,016)	(17,016)	7,177	(9,839)
Foreign currency translation differences	-	-	-	(38)	-	(38)	-	(38)
Share of changes in reserves of associates	-	-	336	1,328	-	1,664	-	1,664
Adjustment for non-controlling interests	-	-	-	-	(193)	(193)	288	95
As at 31 December 2017	**207,962**	**664**	**487**	**(5,179)**	**(115,687)**	**88,247**	**101,711**	**189,958**
As at 1 January 2016	207,962	664	(249)	(15,290)	(61,383)	131,704	90185	221,889
(Loss) / profit for the year	-	-	-	-	(37,095)	(37,095)	4,061	(33,034)
Foreign currency translation differences	-	-	-	(231)	-	(231)	-	(231)
Share of changes in reserves of associates	-	-	278	(214)	-	64	-	64
Derecognition/transfer to income statement on disposal of an associate	-	-	122	9,266	-	9,388	-	9,388
As at 31 December 2016	207,962	664	151	(6,469)	(98,478)	103,830	94,246	198,076

The attached notes 1 to 36 form part of these consolidated financial statements _

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2017

	Note	***31 December 2017 US$ '000***	*31 December 2016 US$ '000*
Loss for the year		**(9,839)**	(33,034)
Adjustments for:			
(Gain) / loss on sale of investments		**(940)**	47
Fair value changes in investments		**5,678**	6,071
Share of loss from associates - net		**741**	328
Loss on sale of investment in real estate		**-**	2,239
Loss on sale of an associate		**-**	7,088
Depreciation		**1,690**	1,841
Sukuk amortisation		**102**	(28)
(Reversal) / charge of impairment		**(367)**	6,429
		(2,935)	(9,019)
Changes in:			
Financing receivables		**8,484**	47,215
Other assets		**400**	2,684
Due to financial institutions		**(8,249)**	(28,111)
Due to customers		**16,336**	(57,215)
Other liabilities		**553**	24,290
Net cash from / (used in) operating activities		**14,589**	(20,156)
INVESTING ACTIVITIES			
Purchase of equipment - net		**(1,801)**	(344)
Proceeds from sale of investments		**30,274**	44,871
Purchase of investments		**(44,052)**	(47,927)
Proceeds from sale of investment in real estate		**-**	14,782
Dividends received from associates		**-**	2,168
Proceeds from sale of an associate		**-**	11,811
Net cash (used in) / from investing activities		**(15,579)**	25,361
FINANCING ACTIVITY			
Repayment of financing liabilities		**(8,093)**	(7,760)
Net cash used in financing activity		**(8,093)**	(7,760)
MOVEMENT IN CASH AND CASH EQUIVALENTS DURING THE YEAR		**(9,083)**	(2,555)
Effect of exchange rate changes on cash and cash equivalents		**(38)**	(233)
Cash and cash equivalents at the beginning of the year		**23,881**	26,669
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		**14,760**	23,881
Cash and cash equivalents comprise:			
Cash and balances with banks		**8,172**	15,479
Placements with financial institutions (with original maturity of less than 3 months)		**6,588**	8,402
		14,760	23,881

The attached notes 1 to 36 form part of these consolidated financial statements

1 CORPORATE INFORMATION AND ACTIVITIES

a) Incorporation

Bank Alkhair B.S.C. (c) ("the Bank") was incorporated in the Kingdom of Bahrain and registered with the Ministry of Industry, Commerce and Tourism under Commercial Registration No. 53462 on 29 April 2004 and operates under a wholesale Islamic banking license granted by the Central Bank of Bahrain (CBB). The Bank's registered office is at the 26th floor, West Tower Bahrain Financial Harbour, Building No. 1459, Road No. 4626, Manama Sea Front 346, Kingdom of Bahrain.

Shareholders of the Bank at an Extra Ordinary General Meeting held on 22 Februay 2018 have approved a restructuring which will, inter alia, involve; the surrender of the banking license and the conversion of the Bank into a holding company. The appropriate application has been submitted with the CBB and the process is expected to be completed by July 2018 subject to CBB and other required approvals. The Group through it's regulated subsidiaries will continue to undertake Islamic Capital Market activities in Saudi Arabia and Dubai.

b) Activities

The Bank and its subsidiaries (together referred to as"the Group") aim to provide a full range of investment banking products and services that are compliant with Shari'ah principles. The principal products and services offered by the Group are:

a) financial advisory services;
b) private equity, equity structuring, private placements and initial public offerings;
c) facility structuring, restructuring and placement including project finance, securitisation and Sukuk;
d) structuring and marketing of both open and closed end mutual funds as well as client portfolio management and brokerage services that aim to meet investor driven return and asset criteria;
e) advisory and investment services for takaful (Islamic insurance) and retakaful (Islamic reinsurance) providers; and
f) mergers and acquisitions, including deal sourcing, structuring, valuations and advisory.

2 BASIS OF PREPARATION

Statement of compliance

The consolidated financial statements have been prepared in accordance with Financial Accounting Standards ('FAS') issued by the Accounting and Auditing Organisation for Islamic Financial Institutions (AAOIFI). In line with the requirement of AAOIFI and the CBB Rule Book, for matters that are not covered by FAS, the Group uses guidance from the relevant International Financial Reporting Standards ('IFRS').

Basis of measurement

The consolidated financial statements have been prepared under the historical cost convention except for certain investments and investment in real estate which are carried at fair value.The consolidated financial statements are presented in United States Dollars (US$), being the functional currency of the Group's operations. All financial information presented in US$ has been rounded to the nearest thousands, except when otherwise indicated.

Going concern

As at 31 December 2017, the current contractual liabilities of the Group exceeded its liquid assets. As a result, the ability of the Group to meet its obligations when due, depends on its ability to roll over short term liabilities and timely disposal of assets. Further, the Bank’s capital adequacy ratio and equity as of 31 December 2017 was below the minimum regulatory capital requirements. These factors indicate the existence of material uncertainties, which may cast doubt about the Group’s ability to continue as a going concern. To address these, the management has taken a number of initiatives including discussions with creditors who have shown willingness in the past to roll over short term placements, putting together a robust assets sales plan and particularly the ongoing support from major shareholders who have also in the past provided support when it was needed. The management is also working on the conversion of the Bank into a holding company as approved by the shareholders. The Board of Directors has reviewed these initiatives and is satisfied with the appropriateness of the going concern assumption for preparation of the consolidated financial statements.

2 BASIS OF PREPARATION (continued)

Basis of measurement (continued)

Going concern (continued)
Moreover, the accumulated deficit of the Group exceeded 50% of its paid-up capital as at the reporting date. The Bahrain Commercial Companies Law requires that, where the accumulated losses of the Group exceed its share capital by more than 50%, the shareholders should resolve to continue with the operations of the Group. The Group has not convened any meeting to meet the above requirements.

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Bank and its subsidiaries as at and for the year ended 31 December each year. The financial statements of the subsidiaries are prepared for the same reporting year as the Bank, using consistent accounting policies.

All intra-group balances, transactions, income and expenses and profits and losses are eliminated in full on consolidation.

Subsidiaries are fully consolidated from the date; control is transferred to the Bank and continue to be consolidated until the date that control ceases. Control is achieved where the Bank has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Non-controlling interest in subsidiaries' net assets is reported as a separate item in the Group's owners' equity. In the consolidated statement of income, non-controlling interest is included in net profit, and shown separately from that of the shareholders.

Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling interests' share of changes in owners' equity since the date of combination. Losses applicable to the non-controlling interest in excess of the non-controlling interest in subsidiaries' equity are allocated against the interests of the Group except to the extent that the non-controlling interest has a binding obligation and is able to make an additional investment to cover the losses.

Transactions with non-controlling interests are handled in the same way as transactions with external parties. Sale of participations to non-controlling interests result in a gain or loss that is recognised in the consolidated statement of income. Changes in the ownership interest in subsidiaries that do not result in a loss of control are accounted for as equity transaction.

The following are the principal subsidiaries of the Bank, which are consolidated in these consolidated financial statements:

Subsidiary	*Ownership 2017*	*Ownership 2016*	*Year of Incorporation/ Acquisition*	*Country of Incorporation*	*Principal activity*
Alkhair International Islamic Bank Malaysia Berhad	100%	100%	2004	Malaysia	It was established in 2004 to source investment opportunities in the Far East and monitor the performance of the acquired companies on behalf of the Bank and investors and to establish distribution channels for the Group. In 2007, Alkhair International Islamic Bank Malaysia Berhad was granted an investment banking license by Bank Negara Malaysia to carry out investment banking activity in currencies other than the Malaysian Ringgit.
Alkhair Capital Menkul Degerler A.S.	95.8%	95.8%	2007	Turkey	To provide investment consultancy and asset management.

2 BASIS OF PREPARATION (continued)

Subsidiary	*Ownership 2017*	*Ownership 2016*	*Year of Incorporation/ Acquisition*	*Country of Incorporation*	*Principal activity*
Alkhair Portfoy Yonetimi A.S.	99.6%	98.6%	2007	Turkey	To provide investment consultancy and asset management.
Al-Tajamouat for Touristic Projects Co Pie	50.6%	50.6%	2013	Jordan	It was incorporated in January 2004 and its activities are real estate property investment, development, ownership and operation of a shopping mall in Amman.
Tintoria International Limited	52.10%	52.10%	2014	UAE	General trading and investing in UAE and foreign companies.
Alkhair Capital Saudi Arabia	53.30%	53.30%	2009	Kingdom of Saudi Arabia	Its activities are Asset Management, Corporate Finance & Investment banking and Brokerage

The Bank has other special purpose entities (SPE's) holding companies and subsidiaries which are set up to supplement the activities of the Bank and its principal subsidiaries.

Business combination
Business combinations are accounted for using the acquisition method as at the acquisition date i.e. when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in the consolidated statement of income immediately. Transaction costs are expensed as incurred, except if they are related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in consolidated statement of income. Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognised in consolidated statement of income.

If share-based payment awards (replacement awards) are required to be exchanged for awards held by the acquiree's employees (acquiree's awards) and relate to past services, then all or a portion of the amount of the acquirer's replacement awards is included in measuring the consideration transferred in the business combination. This determination is based on the market-based value of the replacement awards compared with the market based value of the acquiree's awards and the extent to which the replacement awards relate to pre-combination service.

New standards, interpretations and amendments adopted by the Group
The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those used in the preparation of the annual consolidated financial statements, for the year ended 31 December 2016, except for the adoption of new standards and interpretations effective as of 1 January 2017.

FAS 27 *Investment Accounts*
FAS 27 has replaced FAS 5 - 'Disclosures of Bases for Profit Allocation between Owner's Equity and Investment Account Holders' and FAS 6 - 'Equity of Investment Account Holders and their Equivalent'. The standard requires certain disclosures with respect to investment account holders and bases of profit allocation. Since the Group do not mantain any such accounts, therefore the amendments are not applicable.

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

3 SIGNIFICANT ACCOUNTING POLICIES

a) Cash and cash equivalents

Cash and cash equivalents as referred to in the consolidated statement of cash flows comprise cash in hand, balances with banks and placements with financial institutions with an original maturity of three months or less.

b) Placements with financial institutions

These comprise inter-bank placements mainly made using Sharia compliant contracts. Placements are usually for short-term and are stated at their amortised cost.

c) Financing receivables

Financing receivables comprise Sharia compliant financing contracts with fixed or determinable payments. These include financing provided through Murabaha contracts. Financing assets are recognised on the date they are originated and are carried at their amortised cost.

d) Investments

Investments comprise equity-type instruments at fair value through statement of income and debt-type instruments at amortised cost.

Equity-type instruments at fair value through statement of income

These include equity-type investments held for trading purposes and those investments that are designated under this category on initial recognition. Subsequent to acquisition, investments designated at fair value through consolidated statement of income are re-measured at fair value with unrealised gains or losses recognised in consolidated statement of income.

Debt-type instruments at amortised cost

Debt-type instruments which are managed on a contractual yield basis and are not held for trading and has not been designated at fair value through statement of income are classified as debt-type instruments at amortised cost. Such investments are carried at amortised cost, less provision for impairment in value. Amortised cost is calculated by taking into account any premium or discount on acquisition. Any gain or loss on such investment is recognised in the consolidated statement of income, when the investment is de-recognised or impaired.

e) Investment in associates

Associates are those entities in which the Group has significant influence but no control or joint control over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20% and 50% of the voting power of another entity.

On initial recognition of an associate the Group makes an accounting policy choice as to whether the associate shall be equity accounted or designated as at fair value through income statement. The Group makes use of the exemption in FAS 24 - *Investment in Associates* for venture capital organisation and designates certain of its investment in associates, as 'equity-type instruments at fair value through statement of income'. These investments are managed, evaluated and reported internally on a fair value basis.

If the equity accounting method is chosen for an associate, these are initially recognised at cost and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investees after the date of acquisition. Distributions received from an investee reduce the carrying amount of the investment. Adjustments to the carrying amount may also be necessary for changes in the investor's proportionate interest in the investees arising from changes in the investee's equity.

When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associates.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

e) Investment in associates (continued)

Any excess of the cost of acquisition over the Group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities of an associate at the date of acquisition is recognised as goodwill, and included within the carrying amount of the investment. When the excess is negative, a bargain purchase gain is recognised immediately in the consolidated statement of income.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in equity is reclassified to the consolidated statement of income where appropriate.

f) Investment in real estate

Properties held for rental or for capital appreciation purposes or both, are classified as investment in real estate. Investments in real estate are initially recorded at cost, being the fair value of the consideration given and acquisition charges associated with the property. Subsequent to initial recognition, Investments in real estate are re-measured at fair value and changes in fair value (only gains) are recognised as property fair value reserve in the consolidated statement of changes in owners' equity.

Losses arising from changes in the fair values of investment in real estate are firstly adjusted against the property fair value reserve to the extent of the available balance and then the remaining losses are recognised in the consolidated statement of income. If there are unrealised losses that have been recognised in the consolidated statement of income in the previous financial periods, the current period unrealised gain shall be recognised in the consolidated statement of income to the extent of crediting back such previous losses in the consolidated statement of income. When the property is disposed of, the cumulative gain previously transferred to the property fair value reserve, is transferred to the consolidated statement of income.

g) Equipment

Equipment includes computers, office equipment, fixtures and fittings. Equipment is recorded at cost less accumulated depreciation. Depreciation is computed using the straight-line method to write-off the cost of the assets over their estimated useful lives ranging from 1 to 8 years. The assets residual values and useful lives are reviewed and adjusted if appropriate at each reporting date.

h) Due to financial institutions

These comprise funds from financial institutions received on Sharia compliant contracts. Due to financial institutions are stated at their amortised cost.

i) Due to customers

These comprise funds payable to corporate customers received using Sharia compliant contracts. Due to customers are stated at their amortised cost.

j) Revenue recognition

Revenue is recognised when it is probable that future economic benefits will flow to the Group and the amount of the revenue can be reliably measured. Revenue earned by the Group and gain / loss on assets are recognised on the following basis:

Dividend income

Dividend income is recognised when the Group's right to receive the payment is established.

Gain / (loss) on sale of investments (realised gain / (loss)

Gain / (loss) on sale of investments (realised gain / (loss)) is recognised on trade date at the time of derecognition of the investment securities. The gain or loss is the difference between the carrying value on the trade date and the consideration received or receivable.

Fair value gain / (loss) on investments (unrealised gain or loss)

Fair value gain / (loss) on investments (unrealised gain or loss) is recognised on each measurement date in accordance with the accounting policy for equity-type instruments carried at fair value through income statement (refer note 3 d).

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

j) Revenue recognition (continued)

Sukuk Income

Sukuk Income comprises the coupon profit on Sukuk and realised gain or loss on the sale of Sukuk. The coupon profit is recognised through the effective profit rate in accordance with the accounting policy for debt-type instrument carried at amortised costs. Realised gain or loss on sale of Sukuk is recognised on trade date at the time of de-recognition of the Sukuk. The gain or loss is the difference between the carrying value on the trade date and the fair value of consideration received or receivable.

Fees and Commission income

Fees and Commission income represents advisory fees, arrangement fees, management fees and brokerage fees. Fees and Commission income is recognised at the fair value of consideration received or receivable and when the service is provided and income is earned. This is usually when the Group has performed all significant acts in relation to a transaction and it is highly probable that the. economic benefits from the transaction will flow to the Group.Significant acts in relation to a transaction are determined based on the terms for each transaction.

Finance income and expense

Finance income and expense is recognised using effective profit rate.

Income from non-banking operations

This consists of income from Al-Tajamouat for Touristic Projects Company PLC (lease income) and Tintoria International Limited (income from contracts for laundry operations).

Lease income

Lease income is recognised on straight-line basis *over* the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, *over* the term of the lease.

Revenue from a contract to provide services

Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract, when the outcome of the transaction and related revenue and cost can be measured reliably, and that economic benefit flows to the Group.

k) Employees' end of service benefits

Bahraini employees are covered by the Social Insurance Organisation scheme which comprises a defined contribution scheme to which the Group contributes a monthly sum based on a fixed percentage of the salary. The contribution is recognised as an expense in the consolidated statement of income.

The Group provides end of service benefits to its non-Bahraini employees. Entitlement to these benefits is usually based upon the employees' length of service and the completion of a minimum service period. The expected costs of these benefits which comprise a defined benefit scheme are accrued over the period of employment based on the notional amount payable if all employees had left at the statement of financial position date.

l) Earnings prohibited by Sharia

The Bank is committed to avoid recognising any income generated from non Islamic sources. Accordingly all non Islamic income is credited to a charity account and these funds are used for charitable purposes.

m) Zakah

The Bank is not obliged to pay Zakah on behalf of its shareholders. However, the Bank is required to calculate and notify individual shareholders of their pro-rata share of the Zakah payable amount.

n) Provision for taxation

There is no tax on corporate income in the Kingdom of Bahrain. Taxation on foreign operations is provided in accordance with the fiscal regulations of the respective countries in which the subsidiaries operate.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

o) Impairment of financial assets

An assessment is made at each consolidated statement of financial position date to determine whether there is objective evidence that a specific financial asset may be impaired. If such evidence exists, any impairment loss is recognised in the consolidated statement of income. Specific provisions are created to reduce all impaired financial contracts to their realisable cash equivalent value. Financial assets are written off only in circumstances where effectively all possible means of recovery have been exhausted.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment value was recognised, the previously recognised impairment loss on debt-type instruments is reversed. Any subsequent reversal of an impairment loss is recognised in the consolidated statement of income.

p) Foreign currency transactions

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in US$ (United States Dollar) which is functional and presentation currency of the Bank.

Foreign currency transactions are translated using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated statement of income. Translation differences on non-monetary items carried at their fair value, such as certain equity securities measured at fair value through equity, are included in investments fair value reserve.

Other group companies

As at the reporting date, the assets and liabilities of subsidiaries, associates and joint venture are translated into the Bank's functional currency at the rate of exchange prevailing at the reporting date, and their statements of income are translated at the average exchange rates for the year. Exchange differences arising on translation are taken directly to a separate reserve in owners' equity. On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in the consolidated statement of income.

q) Offsetting of financial instruments

Financial instruments comprise of financial assets and financial liabilities. Financial assets include cash and balances with banks, placements with financial institutions, financing receivables, investment securities and other assets. Financial liabilities include due to financial institutions, due to customers, other liabilities and financial guarantees.

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

r) Statutory reserve

The Bahrain Commercial Companies aw 2001 requires that 10 percent of the annual net profit be appropriated to a statutory reserve which is normally distributable only on dissolution. Appropriations may cease when the reserve reaches 50 percent of the paid up share capital.

s) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. A provision for restructuring is recognised when the Group has approved a detailed and formal restructuring plan, and the restructuring either has commenced or has been announced publicly. Future operating losses are not provided for.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

t) Contingent liabilities and contingent assets

Contingent liabilities are not recognised in the consolidated financial statements, but are disclosed unless the possibility of an outflow of resources embodying economic benefits is probable. Contingent assets are not recognised in the consolidated financial statements, but are disclosed when an inflow of economic benefits is probable.

u) Financial guarantees

Financial guarantees are contracts that require the Group 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 terms of a debt instrument. Loan commitments are firm commitments to provide credit under pre-specified terms and commitments. Financial guarantee liabilities are recognised initially at their fair value, and the initial fair value is amortised over the life of the financial guarantee. The financial guarantee liability is subsequently carried at the higher of this amortised amount and the present value of any expected payment when a payment under the guarantee has become probable.

v) Onerous contracts

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from the 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.

w) Leases

Payments under operating lease are recognised in the consolidated statement of income on a straight line basis over the term of the lease. Lease incentives are recognised as an integral part of the total lease expense, over the term of the lease.

x) Sharia supervisory board

The Group's business activities are subject to the supervision of a Shari'a supervisory board consisting of three members appointed by the general assembly of shareholders.

y) Trade date accounting

All "regular way" purchases and sales of financial assets are recognised on tho trade date, i.e. the date that the Group commits to purchase or sell the asset.

z) Judgements and estimates

In the process of applying the Group's accounting policies, management has used its judgements and made estimates in determining the amounts recognised in the consolidated financial statements. The most significant use of judgements and estimates are as follows:

Classification of investments

Management decides on acquisition of an investment whether it should be classified as equity-type instrument at fair value through statement of income, equity-type instrument at fair value through equity, debt-type instrument at fair value through statement of income or debt-type instrument at amortised cost.

Special purpose entities

The Group sponsors the formation of special purpose entities ("SPE") primarily for the purpose of allowing clients to hold investments. The Group provides corporate administration, investment management and advisory services to these SPEs, which involve the Group making decisions on behalf of such entities. The Group administers and manages these entities on behalf of its clients, who are by and large third parties and are the economic beneficiaries of the underlying investments. The Group does not consolidate SPEs that it does not have the power to control. In determining whether the Group has the power to control an SPE, judgments are made about the objectives of the SPE's activities, its exposure to the risks and rewards, as well as about the Group intention and ability to make operational decisions for the SPE and whether the Group derives benefits from such decisions.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

z) Judgements and estimates (continued)

Fair valuation of investments

The determination of fair values of unquoted investments requires management to make estimates and assumptions that may affect the reported amount of assets at the date of consolidated financial statements. Investments in funds or similar investment entities are carried at the latest net asset valuation provided by the fund administrator.

Nonetheless, the actual amount that is realised in a future transaction may differ from the current estimate of fair value and may still be outside management estimates, given the inherent uncertainty surrounding valuation of unquoted investments.

Impairment of financing receivables

Each counterparty exposure is evaluated individually for impairment and is based upon management's best estimate of the present value of the cash flows that are expected to be received. In estimating these cash flows, management makes judgements about a counterparty's financial situation and the net realisable value of any underlying assets/ collaterals. Each impaired asset is assessed on its merits, and the workout strategy and estimate of cash flows considered recoverable are independently evaluated by the Risk Management Department. All individually significant financing receivables are tested for specific impairment. Those found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified.

Financing receivables that are not individually significant are collectively assessed for impairment by grouping together assets with similar risk characteristics.

In assessing collective impairment, the Group uses historical trends of the probability of default, the timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

An impairment loss in respect of a financing receivables measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective profit rate. Losses are recognised in profit or loss and reflected in an allowance account against financing receivable.

Profit on the impaired asset does not continue to be recognised. When an event occurring after the impairment was recognised causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through consolidated statement of income.

Going concern

The Group's management has made an assessment of its ability to continue as a going concern and is satisfied that the Group has the resources to continue in business for the foreseeable future. Furthermore, the management is not aware of any material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the consolidated financial statements continue to be prepared on the going concern basis.

4 PROSPECTIVE CHANGES IN ACCOUNTING POLICIES

New standard issued but not yet effective

Standards issued but not yet effective up to the date of issuance of the Group’s consolidated financial statements are listed below. This listing is of the relevant standards and interpretations issued, which the Group reasonably expects to be applicable at a future date. The Group intends to adopt those standards (where applicable) when they become effective:

FAS 30 - Impairment, credit losses and onerous commitments

FAS 30 was issued in November 2017. The requirements relating to impairment and credit losses of FAS 30 represent a significant change from FAS 11 "Provisions and Reserves". The standard is effective from the financial periods beginning on or after 1 January 2020, where early adoption is permitted. However based on CBB circular EDBS/KH/C/57/2017 dated 29 November 2017, the CBB required banks to implement FAS 30 with effect from 1 January 2018. However the Group has sought an extension from CBB until 1 January 2019 in its letter dated 18 March 2018. The Group is in the process of assessing the impact of adoption of FAS 30 on its consolidated financial statements.

5 CASH AND BALANCES WITH BANKS

	31 December 2017 US$ '000	*31 December 2016 US$ '000*
Cash in hand	**31**	7
Balances with banks	**8,141**	15,472
	8,172	15,479

6 FINANCING RECEIVABLES

	31 December 2017 US$ '000	*31 December 2016 US$ '000*
Gross murabaha receivables	**18,216**	29,733
Less: Deferred profits	**(107)**	(165)
Net murabaha receivables	**18,109**	29,568
Less: Specific impairment allowances	**(9,070)**	(12,679)
Less: Collective impairment allowances	**(83)**	(814)
	8,956	16,075

Financing receivables comprise due from customers under murabaha financing contracts. The average profit on these balances during the year was 9.38% per annum (2016: 7.8% per annum).

7 INVESTMENTS

	31 December 2017 US$ '000	*31 December 2016 US$ '000*
Equity-type instruments:		
At fair value through statement of income		
Equity securities		
- Quoted	**18,477**	-
- Unquoted	**9,573**	15,840
Total equity securities	**28,050**	15,840
Mutual funds		
- Quoted	**4,158**	14,105
- Unquoted	**29,121**	28,822
Total mutual funds	**33,279**	42,927
Total fair value through statement of income	**61,329**	58,767
Debt-type instruments:		
At amortised cost		
Sukuks	**9,315**	2,836
	70,644	61,603

The fair value of sukuks at 31 December 2017 is US$ 9,023 thousands (2016: US$ 2,809 thousands).

7 INVESTMENTS (continued)

Movement in equity type investments carried at fair value through income statement is as follows:

	At 1 January 2017 US$ '000	***Additions during the year US$ '000***	***Disposal during the year US$ '000***	***Fair value changes/ exchange difference US$ '000***	***At 31 December 2017 US$ '000***
Quoted equity securities	-	18,138	-	339	**18,477**
Unquoted equity securities	15,840	-	(448)	(5,819)	**9,573**
Quoted mutual funds	14,105	8,099	(18,467)	421	**4,158**
Unquoted mutual funds	28,822	-	-	299	**29,121**
	58,767	**26,237**	**(18,915)**	**(4,760)**	**61,329**

	At 1 January 2016 US$ '000	*Additions during the year US$ '000*	*Disposal during the year US$ '000*	*Fair value changes/ exchange difference US$ '000*	*At 31 December 2016 US$ '000*
Quoted equity securities	673	14,239	(14,912)	-	-
Unquoted equity securities	21,593	-	-	(5,753)	15,840
Quoted mutual funds	7,855	17,173	(10,980)	57	14,105
Unquoted mutual funds	29,490	-	-	(668)	28,822
	59,611	31,412	(25,892)	(6,364)	58,767

8 INVESTMENT IN ASSOCIATES

	31 December 2017 US$ '000	*31 December 2016 US$ '000*
BFC Group Holdings Ltd. (note 8.1)	**116,296**	115,606
T'azur Company B.S.C. (c) (note 8.2)	**8,739**	9,388
	125,035	124,994

Note 8.1

The Group has 43.36% stake (2016: 43.36%) in BFC Group Holdings Ltd. ("BFC"), a company incorporated in the United Arab Emirates. BFC is a holding company of a group of money changers in different jurisdictions. BFC is engaged in buying and selling of foreign currencies and traveller cheques, handling of remittance business and provision of other exchange house services in both local and foreign currencies.

Note 8.2

The Group has 25.86% (2016: 25.86%) stake in T'azur B.S.C. (c) an unlisted regional takaful company incorporated in the Kingdom of Bahrain. T'azur Company B.S.C (c) has a commitment to provide a qard hassan to the extent of the accumulated deficit in the participants' fund of US$ 41 million at 31 December 2017 (31 December 2016: US$ 35 million). The Group's share of the commitment is US$ 10.6 million (31 December 2016: US$ 9.05 million).

8 INVESTMENT IN ASSOCIATES (continued)

The movement in associates is as follows:

	2017 US$ '000	2016 US$ '000
At 1 January	**124,994**	136,753
Share of reserves of associates	**1,782**	248
Net share of loss from associates	**(741)**	(328)
Disposal during the year	**-**	(9,511)
Impairment charge	**(1,000)**	-
Dividends received	**-**	(2,168)
At 31 December	**125,035**	124,994

Summarised financial information of associates that have been equity accounted not adjusted for the percentage ownership held by the Group (based on most recent audited financial statements / most recent management accounts):

	2017 US$ '000	2016 US$ '000
Assets	**451,248**	453,197
Liabilities	**162,117**	193,904
Revenue	**73,801**	62,256
Profit for the year	**2,599**	2,856

9 INVESTMENT IN REAL ESTATE

	At 1 January 2017 US$ '000	Acquisition/ (disposal) US$ '000	Amount capitalised US$ '000	Fair value changes US$ '000	At 31 December 2017 US$ '000
Land and building					
- Jordan	**185,927**	-	**425**	**-**	**186,352**
- Kingdom of Saudi Arabia	**38,521**	-	**-**	**-**	**38,521**
	224,448	**-**	**425**	**-**	**224,873**

	At 1 January 2016 US$ '000	Acquisition/ (disposal) US$ '000	Amount capitalised US$ '000	Fair value changes US$ '000	At 31 December 2016 US$ '000
Land and building - Jordan	185,239	-	688	-	185,927
Land and building - Kingdom of Saudi Arabia	38,521	-	-	-	38,521
Land - Kingdom of Bahrain *	17,706	(17,706)	-	-	-
	241,466	(17,706)	688	-	224,448

* During second quarter of 2016 the land was sold at a loss of US$ 2,239 thousand.

10 OTHER ASSETS

	2017 US$ '000	2016 US$ '000
Rental income receivable	**10,529**	10,264
Accounts receivable	**7,467**	6,509
Prepayments and advances	**6,572**	7,061
Fees and expenses recoverable	**2,320**	3,240
Receivable from employees	**1,449**	1,498
Intangible assets	**14**	11
Others	**2,401**	2,912
	30,752	31,495
Less: Provision for impairment	**(2,269)**	(2,269)
	28,483	29,226

11 DUE TO FINANCIAL INSTITUTIONS

	2017 US$ '000	2016 US$ '000
Placements from financial institutions	**23,172**	31,304
Bank financing	**48,170**	56,262
	71,342	87,566

The average profit rate on placements from financial institutions was 4.5% per annum (2016: 3.5% per annum).

Bank financing represents a syndicated loan through the Housing Bank for Trade and Finance in Jordan secured by mortgage over the Group's investment property. The profit rate of the syndicated loan equals the prime lending rate of the Jordanian Dinar less an annual margin of 2.4%. The bank financing is repayable in annual installment of US$ 7.76 million with the final payments of US$1.94 million in 2024.

12 DUE TO CUSTOMERS

This includes deposits from corporate customers on Wakala basis with maturities ranging from 1 month to 6 months (2016: 1 month to 1 year) and carries an average profit rate of 5.2% per annum (2016: 5% per annum).

13 OTHER LIABILITIES

	2017 US$ '000	2016 US$ '000
Advance received for partial sale of a subsidiary*	**20,143**	20,143
Advance rental income	**10,217**	9,310
Trade and other payables	**11,530**	10,552
Deal-related payables	**4,725**	4,725
Accruals and other provisions	**3,394**	4,828
Staff-related payables	**3,056**	2,840
Restructuring provision	**419**	419
Provision for legal and professional expenses	**86**	200
	53,570	53,017

* This represents advance received for sale of 33% stake of a subsidiary in Kingdom of Saudi Arabia. The sale is pending due to regulatory approvals from Capital Market Authority of Kingdom of Saudi Arabia..

14 SHARE CAPITAL

	2017 US$ '000	2016 US$ '000
Authorised:		
750,000,000 (2016: 750,000,000) ordinary shares of US$1 each	**750,000**	750,000
Issued and fully paid up:		
186,170,234 (2016: 186,170,234) ordinary shares of US$1 each, issued against cash	**186,170**	186,170
20,371,807 (2016: 20,371,807) ordinary shares of US$1 each, issued in kind	**20,372**	20,372
1,419,873 (2016:1,419,873) ordinary shares of US$1 each, granted to employees	**1,420**	1,420
	207,962	207,962

15 INCOME FROM NON-BANKING OPERATIONS - NET

	2017 US$ '000	2016 US$ '000
Revenue from Al-Tajamouat for Touristic Projects Co Pie	**22,089**	22,784
Revenue from Tintoria International	**8,170**	8,236
Total Revenue	**30,259**	31,020
Expenses of Al-Tajamouat for Touristic Projects Co Pie	**(12,291)**	(13,749)
Expenses of Tintoria International	**(8,103)**	(8,177)
Total Expenses	**(20,394)**	(21,926)
Income from non-banking operations - net	**9,865**	9,094

16 FEES AND COMMISSION INCOME

	2017 US$ '000	2016 US$ '000
Management fees	**11,851**	7,701
Arrangement fees	**3,132**	1,251
Brokerage fees	**1,455**	371
	16,438	9,323

17 LOSS FROM INVESTMENTS - NET

	2017 US$ '000	2016 US$ '000
Income from equity type investment:		
Fair value loss on equity type investments - net	**(5,678)**	(6,365)
Gain on sale of equity type investments - net	**919**	12
Income from debt type investment:		
Profit from sukuk	**264**	48
Realised gain/(loss) on sale of sukuk	**21**	(59)
Dividend income	**-**	5
	(4,474)	(6,359)

18 GENERAL AND ADMINISTRATIVE EXPENSES

	2017	2016
	US$ '000	US$ '000
Legal and professional expenses	**1,256**	2,163
Premises cost	**994**	1,044
Business development expenses	**588**	406
Other operating expense	**3,981**	4,392
	6,819	8,005

19 REVERSAL / (CHARGE) OF IMPAIRMENT

	2017	2016
	US$ '000	US$ '000
Impairment on financing receivables	**1,367**	(3,759)
Impairment on equipment	**-**	(2,670)
Impairment loss on investment in an associate (note 8)	**(1,000)**	-
	367	(6,429)

20 COMMITMENTS AND CONTINGENCIES

	2017	2016
	US$ '000	US$ '000
Commitment to invest	**10,030**	10,030
Guarantees	**5,103**	5,131
Lease commitments	**81**	404
	15,214	15,565

Litigations and claims

Group has filed a number of legal cases against the former Chief Executive Officer before the Civil and Criminal Courts of the Kingdom of Bahrain and the UK. The former CEO has also filed a counter claim in the Bahraini courts for wrongful dismissal. The Bahraini Courts have ruled in favour of the Bank in a number of civil and criminal cases. The case in the UK was filed by the Group to remedy the damages resulting from defamation and unlawful conspiracy. The case is currently in progress and the ultimate outcome of the matter cannot presently be determined and accordingly; no provision for any effects on the Group that may result has been made in the financial statements. In 2016, the Group paid US$ 8.1 million to the UK court, of which US$ 4 million was utilised to pay legal expenses of the counterparties and the balance is included under "prepayment and advances" pending outcome of the case.

A number of employment claims have been filed against the Bank by former employees. The Bank's external legal counsel has confirmed that the Bank has strong grounds to successfully defend itself against these claims. No disclosure regarding contingent liabilities arising from the employment claims has been made as the directors of the Bank believe that such disclosures may be prejudicial to the Bank's legal position.

The Group's share of commitments arising from its associates is given in note 8.

21 FAIR VALUE

The fair value represents the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. Underlying the definition of fair value is the presumption that the Group is a going concern without any intention or requirement to curtail materially the scale of its operation or to undertake a transaction on adverse terms. Generally accepted methods of determining fair value include reference to quoted prices and the use of valuation techniques such as discounted cash flow analysis.

Valuation techniques
Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

Investmens
The Group measures the fair value of quoted investments using the market bid-prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

If a market for a financial instrument is not active or the instrument is not quoted, the Group establishes fair value using a valuation technique. Valuation techniques include using recent arm's length transactions between knowledgeable, willing parties (if available), discounted cash flow analyses and other valuation models with accepted economic methodologies for pricing financial instruments.

Financing receivables
The fair values of financing receivables are principally estimated at their carrying amount less impairment provisions as these are for short term (i.e. less than 12 months). Hence, the present value of expected future cash flows is not expected to be different from their carrying values.

Other financial instruments
Placements with financial institutions, due to financial institutions and due to customers are for short term tenure hence their carrying value is not different from the fair value. Fair value of other financial assets and liabilities are not significantly different from their carrying values due to their short term nature.

Fair value hierarchy
The table below analyses the financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

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

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e.as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

31 December 2017	***Level 1***	***Level 2***	***Level 3***	***Total***
	US$ '000	***US$ '000***	***US$ '000***	***US$ '000***
Investments carried at fair value through statement of income	**22,635**	**34,207**	**4,487**	**61,329**

31 December 2016	*Level 1*	*Level 2*	*Level 3*	*Total*
	US$ '000	*US$ '000*	*US$ '000*	*US$ '000*
Investments carried at fair value through statement of income	14,105	40,172	4,490	58,767

21 FAIR VALUE (continued)

Fair value hierarchy (continued)

Movements in level 3 financial instruments

The following table shows the reconciliation of the opening and closing amount of Level 3 financial assets which are recorded at fair value.

	At 1 January 2017 US$ '000	***Fair value loss US$ '000***	***At 31 December 2017 US$ '000***
Investments carried at fair value through statement of income	**4,490**	**(3)**	**4,487**

	At 1 January 2016 US$ '000	*Fair value loss US$ '000*	*At 31 December 2016 US$ '000*
Investments carried at fair value through statement of income	4,499	(9)	4,490

Transfers between level 1, level 2 and level 3

There were no transfers between the levels during the year ended 31 December 2017 and 2016.

The following table shows the impact on fair value of level 3 financial instruments using reasonably possible alternative assumptions.

For investments the Bank adjusted the carrying values ±5% where appropriate, which is considered by the Bank to be within a range of reasonably possible alternatives.

	Rate	***Carrying amount US$ '000***	***Effects of reasonably possible alternative assumptions on carrying amount US$ '000***
31 December 2017			
Investments carried at fair value through statement of income	**5%**	**4,487**	**224.35**
31 December 2016			
Investments carried at fair value through statement of income	5%	4,490	224.50

22 ASSETS UNDER MANAGEMENT

	2017 US$ '000	2016 US$ '000
Proprietary	**38,652**	44,616
Clients	**126,869**	139,347
	165,521	183,963

Proprietary assets are included in the consolidated statement of financial position under "investments". Client assets, which represent client investments, are managed in a fiduciary capacity without recourse to the Group and are not included in the consolidated statement of financial position.

In addition to above, the Bank's subsidiaries in Saudi Arabia and Dubai hold Clients' money in omnibus accounts at local banks to carry out its dealing, managing and custodial activities. As at 31 December 2017, the clients' cash accounts held by the Group amounted to USD 2,174 million (2016: USD 1,697 million). Such balances are not included in the Group's consolidated financial statements as these are held in fiduciary capacity.

23 RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties include significant shareholders and entities over which the Bank and shareholders exercise significant influence, directors, members of Sharia Supervisory Board, executive management and external auditors of the Group.

Compensation of key management personnel

Key management personnel of the Group comprise of the Board of Directors and key members of management having authority and responsibility for planning, directing and controlling the activities of the Group. The key management personnel compensation during the year is as follows:

	2017 US$ '000	2016 US$ '000
Short term employee benefits	**8,927**	9,199
Post-employment benefits	**595**	765
	9,522	9,964

23 RELATED PARTY TRANSACTIONS (continued)

Significant related party transactions and balances included in this consolidated financial statements are as follows·

	31 December 2017				31 December 2016			
	Associates US$ '000	Significant shareholders/ entities in which directors have interest US$ '000	Key management US$ '000	Assets under management external auditors and other entities US$ '000	Associates US$ '000	Significant shareholders/ entities in which directors have interest US$ '000	Key management US$ '000	Assets under management external auditors and other entities US$ '000
Assets								
Financing receivables	**-**	**-**	**-**	**986**	-	-	-	986
Investments	**34,207**	**6,805**	**-**	**8,603**	40,171	-	-	18,880
Investment in associates	**125,035**	**-**	**-**	**-**	124,994	-	-	-
Other assets	**815**	**163**	**-**	**480**	1,580	-	639	1,179
Liabilities								
Due to financial institutions	**9,133**	**-**	**-**	**-**	14,708	-	-	-
Due to customers	**918**	**158,655**	**-**	**-**	918	131,690	-	-
Other liabilities	**75**	**882**	**2,062**	**140**	-	599	2,109	28

	31 December 2017				31 December 2016			
	Associates US$ '000	Significant shareholders/ entities in which directors have interest US$ '000	Key management US$ '000	Assets under management external auditors and other entities US$ '000	Associates US$ '000	Significant shareholders/ entities in which directors have interest US$ '000	Key management US$ '000	Assets under management external auditors and other entities US$ '000
Loss from investments - net	**(5,964)**	**253**	**-**	**221**	6,412	-	-	491
Fees and commission income	**1,998**	**-**	**-**	**9,853**	2,601	-	-	103
Net finance (cost) / income	**(336)**	**(10,465)**	**-**	**(2)**	(528)	(5,706)	-	71
Share of loss from associates - net	**(741)**	**-**	**-**	**-**	(328)	-	-	-
Directors' and Sharia board rernuneration and expenses	**-**	**(402)**	**-**	**(27)**	-	(389)	-	(87)

24 RISK MANAGEMENT

Risk is an inherent part of the Group's business activities. The Group's risk management and governance framework is intended to provide progressive controls and continuous management of the major risks involved in the Group's activities. Risks are managed by a process of identification, measurement and monitoring, and are subject to risk limits and other controls. The process of risk management is critical to the Group's operations and each business unit within the Group is accountable for the risk exposures relating to their responsibilities. The Group's main risk exposure categories are Credit risk, Market risk, Liquidity risk and Operational.

- Risk identification: The Group's exposure to risk through its business activities, including investment in Private Equity, Brokerage, and Capital Markets, is identified through the Group's risk management infrastructure, which includes prior review of all new activities by Risk management.

- Risk measurement: The Group measures risk using risk management position methodologies which reflect the Group's investment risks, foreign exchange and profit rate exposure risks. The Bank relies on both quantitative and qualitative approaches in quantifying risks.

- Risk monitoring: The Group's risk management policies and procedures incorporate respective limits and the Group's activities. The Bank conducts periodic reporting for ongoing monitoring of its position at both Management and Board level.

- Risk reporting: The Group undertakes reporting of all core risks relevant to its businesses on a consolidated basis. In line with the Board-approved risk framework. The Bank has risk governance arrangements to oversee risk management and transaction approval and key governance committees include; the Group Asset and Liability Committee ("ALCO") which oversees liquidity, cash flow planning and general asset liability management, the Group Risk Executive Committee ("REXCO") which oversees risk management across the group including review and approval of risk limits, credit facilities and key risk processes and the Investment and Post Investment Management Committee ("IPIMC") which is responsible for review and approval of new investments, funding requirements, divestments and general investment processes.

Group Risk Framework and Governance
The Board of Directors is ultimately accountable for the risk management of the Group. The Board has advocated a wholly integrated risk management process within the Group, in which all business activities are aligned to the risk framework . The Group Risk Framework establishes Group risk management standards, risk processes, structures, and defines the Bank's risk philosophy.

Board of Directors
The Board of Directors is responsible for defining the Group's risk appetite within which it manages its risk exposures and reviews the Group's compliance with delegated risk authorities.

Audit Committee
The Audit Committee is appointed by the Board of Directors and consists of four non-executive Board members. The Audit Committee assists the Board in carrying out its responsibilities with respect to assessing the quality and integrity of financial reporting and oversight of the Internal Audit function.

Sharia Supervisory Board
The Group's Sharia Supervisory Board is vested with the responsibility of ensuring that the Group complies with the Sharia rules and principles in its transactions, activities and general philosophy.

Group Risk Executive Committee

Group Risk Executive Committee REXCO has the overall responsibility for ensuring that the Group develops appropriate risk policies and strategies for the relevant business activities, and makes preparations for forthcoming regulatory arrangements in line with Basel Committee recommendations . It oversees the risk management activities of the Group, reviews and approves risk management principles, frameworks, policies, limits, processes and procedures. It is responsible for assessing fundamental risk issues within the general development strategy of the Group.

24 RISK MANAGEMENT (continued)

Internal Audit and Independent Review
All key operational, financial and risk management processes are audited by Internal Audit according to risk based auditing standards. Internal Audit examines the adequacy of the relevant policies and procedures and the Group's compliance with internal policies and regulatory guidelines. Internal Audit discusses the result of all assessments with management and reports its findings and recommendations to the Audit Committee. The Internal Audit recommendations are tracked for resolution via the Committee.

Group Asset and Liability Committee (ALCO)
The Group Asset and Liability Committee establishes the funding, liquidity and market risk policies for the Group.It is composed of the CEO, CFO, Treasury and control areas. ALCO's objectives are to manage the assets and liabilities of the Group, determine the statement of financial position mix and appropriate risk and return profile. It oversees all treasury and capital markets activities and all areas affected by liquidity and market risk. Cash flow management is a major focus of ALCO and ALCO regularly reviews the business line investment plans to ensure that sufficient funding is in place. ALCO ensures that the appropriate mix of short and long term funding strategies are developed in conjunction with the Group's treasury and capital markets functions.

Risk Management
The Risk Management function is responsible for designing and implementing the Group's risk framework, including policies, processes and systems. The Chief Risk Officer reports functionally to the Board Risk Committee and administratively to the Chief Executive Officer. Risk Management conducts risk assessments of individual transactions (including their respective credit, investment, counterparty and operational risks), products and services. Risk Management is responsible for ensuring that the Group's processes capture all sources of transaction risk and that appropriate limit methodologies are developed for use in the management of business risk. In addition to the above the Risk Function also supports investment processes throughout the investment cycle by monitor the investment risk.

Treasury Activities
Treasury is responsible for managing the Group's day to day funding, liquidity management, foreign exchange and profit rate exposures, under the review of Risk Management and the supervision of ALCO.

Investment Monitoring and Reporting
Proprietary investment risks are identified and assessed via extensive due diligence activities conducted by the respective departments. This is supported by Risk Management which undertakes an independent risk assessment of every investment transaction. Post-acquisition investment management is rigorously exercised, mainly via board representation within the investee company, during the life of the investment transaction.

The Group has exposure to the following risks from its use of financial instruments:

- Credit Risk
- Liquidity Risk
- Market Risk
- Operational Risk

The information about the Group's exposure to each of the above risks, its objectives, policies and processes for measuring and managing risk, and the Bank's management of capital is explained in notes below.

25 CREDIT RISK

Credit Risk Policy Framework
The Bank has a Group Credit Risk Policy framework establishing Group credit risk appetite, credit risk origination, underwriting and administration standards. The credit policy articulates key credit markets, minimum criteria for the granting of credit, minimum requirements on collateral and defines roles and responsibilities for credit risk management. The policy provides a guideline to business units when originating credit business.

Credit Risk Management
Credit risk is the risk that the Group will incur a loss of principal or profit earned because its customers, clients or counterparties fail to discharge their contractual obligations and arises principally from the Group's balances with banks, placements with financial institutions, financing receivables, investments and other receivables. Institutional Banking proposes limits for its interbank placement activities and other client groups for review and approval by REXCO. Further, Risk Management independently analyses the applications and rates for the respective counterparties. Based on this an independent recommendation is forwarded to the REXCO for approval. REXCO periodically reviews these limits for appropriateness in prevailing market conditions.

The table below shows the maximum exposure to credit risk for the components of the consolidated statement of financial position. There is no significant use of master netting and collateral agreements.

	Maximum exposure US$ '000	*Maximum exposure US$ '000*
On balance sheet:		
Balances with banks	**8,141**	15,472
Placements with financial institutions	**6,588**	# #
Financing receivables	**8,956**	16,075
Investments	**9,315**	# #
Other assets	**25,669**	26,394
Off balance sheet:		
Guarantees	**5,103**	# #
	63,772	74,310

Risk Exposure Concentration
Risk concentration arises when a number of counterparties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry or geographical location.

In order to avoid excessive concentrations of risk, the Group's policies and procedures include guidelines to focus on maintaining a diversified portfolio. In line with regulatory requirements, the Bank has a group level Large Exposure Policy which details the Bank's approach in managing concentration risk to sectors, asset classes, single obligors and countries including defining specific limits.

Concentration of risks is managed by counterparty, by geographical region and by industry sector. The maximum credit exposure to any client, or counterparty, or group of closely related counterparties as of 31 December 2017 was US$ 6.8 million relating to “investment in Sukuks” (2016: US$ 9.1 million).

25 CREDIT RISK (continued)

Geographical Exposure Distribution

The analysis by geographical region of the Group's financial assets having credit risk exposure is as follows:

	31 December 2017					
Type of Assets/Region	***Bahrain US$ '000***	***Other Middle East US$ '000***	***North America US$ '000***	***Asia US$ '000***	***Europe US$ '000***	***Grand Total US$ '000***
Balances with banks	796	4,600	-	2,745	-	**8,141**
Placement with financial institutions	5,009	-	-	850	729	**6,588**
Financing receivables	-	-	-	7,970	986	**8,956**
Investments	-	6,805	-	2,510	-	**9,315**
Other assets	2,506	18,476	-	390	4,297	**25,669**
Off Balance sheet - guarantees	-	-	5,000	-	103	**5,103**
Grand Total	**8,311**	**29,881**	**5,000**	**14,465**	**6,115**	**63,772**

	31 December 2016					
Type of Assets/Region	*Bahrain US$ '000*	*Other Middle East US$ '000*	*North America US$ '000*	*Asia US$ '000*	*Europe US$ '000*	*Grand Total US$ '000*
Balances with banks	2,651	9,603	-	3,218	-	15,472
Placement with financial institutions	6,004	-	-	2,000	398	8,402
Financing receivables	-	-	-	15,089	986	16,075
Investments	-	330	-	2,506	-	2,836
Other assets	2,105	20,081	20	313	3,875	26,394
Off Balance sheet - guarantees	-	-	5,000	-	131	5,131
Grand Total	10,760	30,014	5,020	23,126	5,390	74,310

Industry Sector Exposure

The distribution of assets and off-statement of financial position items by industry sector is as follows:

	31 December 2017						
Type of Assets /Industry	***Banking and Finance US$ '000***	***Industrial US$ '000***	***Real Estate and Const-ruction US$ '000***	***Technology US$ '000***	***Funds US$ '000***	***Trade US$ '000***	***Total US$ '000***
Funded:							
Balances with banks	8,141	-	-	-	-	-	**8,141**
Placement with financial institutions	6,588	-	-	-	-	-	**6,588**
Financing receivables	-	2,813	986	3,155	-	2,002	**8,956**
Investments	2,510	-	6,805	-	-	-	**9,315**
Other Assets	11,019	54	12,414	-	731	1,451	**25,669**
Unfunded:							
Guarantees	103	-	-	5,000	-	-	**5,103**
	28,361	**2,867**	**20,205**	**8,155**	**731**	**3,453**	**63,772**

25 CREDIT RISK (continued)

Industry Sector Exposure (continued)

	31 December 2016						
Type of Assets /Industry	*Banking and Finance US$ '000*	*Industrial US$ '000*	*Real Estate and Const-ruction US$ '000*	*Technology US$ '000*	*Funds US$ '000*	*Trade US$ '000*	*Total US$ '000*
Funded:							
Balances with banks	15,472	-	-	-	-	-	15,472
Placement with financial institutions	8,402	-	-	-	-	-	8,402
Financing receivables	-	4,730	986	5,476	-	4,883	16,075
Investments	2,506	-	330	-	-	-	2,836
Other Assets	5,659	54	17,436	18	1,393	1,834	26,394
Unfunded:							
Guarantees	131	-	-	5,000	-	-	5,131
	32,170	4,784	18,752	10,494	1,393	6,717	74,310

Collateral and other credit enhancements

The Group utilizes collateral and other credit enhancements mostly on its credit facilities, in line with Shari'ah requirements. Before taking any form of collateral the Bank pre-assesses impediments that may restrict accessibility to collateral should the need arise as well as acceptability from a Shari'ah perspective. In this respect the Bank will formally agree with the customer at the time of signingthe offer letter on the usage, redemption and utilization of collateral when the customer/counterparty defaults. In the past year, the Bank has obtained collateral including shareholders' personal guarantees, cash, real estate, unlisted equity shares and debentures. The Bank's credit policy discourages taking collateral value where there is positive correlation between collateral value and obligor's ability to pay.

Credit quality per class of financial assets

The Group did not apply a standard credit rating to its investment business, as the Group assessed credit quality according to the policies of the respective business areas. Management considers the credit quality of the Group's financial assets to be of standard quality as of 31 December 2017. Following is an analysis of credit quality by class of financial assets:

	2017				
	Neither past due nor impaired US$ '000	***Past due but not impaired US$ '000***	***Individually impaired US$ '000***	***Impairment/ provision US$ '000***	***Total US$ '000***
Balances with banks	8,141	-	-	-	**8,141**
Placements with financial institutions	6,588	-	-	-	**6,588**
Financing receivables	6,890	-	11,219	(9,153)	**8,956**
Investments	9,315	-	-	-	**9,315**
Other assets	25,669	-	2,269	(2,269)	**25,669**
Guarantees	5,103	-	-	-	**5,103**
Total	**61,706**	**-**	**13,488**	**(11,422)**	**63,772**

25 CREDIT RISK (continued)

Credit quality per class of financial assets (continued)

	2016				
	Neither past due nor impaired US$ '000	*Past due but not impaired US$ '000*	*Individually impaired US$ '000*	*Impairment/ provision US$ '000*	*Total US$ '000*
Balances with banks	15,472	-	-	-	15,472
Placements with financial institutions	8,402	-	-	-	8,402
Financing receivables	14,771	-	14,797	(13,493)	16,075
Investments	2,836	-	-	-	2,836
Other assets	25,835	559	2,269	(2,269)	26,394
Guarantees	5,131	-	-	-	5,131
Total	72,447	559	17,066	(15,762)	74,310

Exposures that are past due but not impaired are either past due for less than 90 days and the financial condition of the customer is sound, or has adequate unimpaired collateral coverage. Provisioning is driven by the performance of the customer against laid down terms and conditions of the facility, internal credit grading and classification system calculated on net exposure after deducting the discounted value of recoverable collateral and any disposal costs.

Ageing analysis of past due but not impaired by class of financial assets.

	2017			
	Less than 120 days US$ '000	***Less than 365 days US$ '000***	***More than 365 days US$ '000***	***Total US$ '000***
Other assets	**-**	**-**	**-**	**-**

	2016			
	Less than 120 days US$ '000	*Less than 365 days US$ '000*	*More than 365 days US$ '000*	*Total US$ '000*
Other assets	144	179	236	559

26 LIQUIDITY RISK MANAGEMENT

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial assets.

The key features of the Group's liquidity methodology are:

The Group Asset and Liability Committee ("ALCO") is responsible for liquidity monitoring, cash flow planning and general asset liability management.

In accordance with the Basel recommendations on liquidity management, the Group measures liquidity according to two criteria: "normal business", reflecting day-to-day expectations regarding the funding of the Group; and "crisis scenario", reflecting simulated extreme business circumstances in which the Group's survival may be threatened.

The Group's liquidity policy is to hold sufficient liquid assets to cover its committed statement of financial position requirements, plus its budgeted expenses for the liquidity horizon and its forecast investment commitments over the liquidity horizon.

26 LIQUIDITY RISK MANAGEMENT (continued)

Analysis of financial liabilities

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted repayment obligations.

	Gross un-discounted cash flows				*Carrying value*
	Less than 3 months US$ '000	*3 to 12 months US$ '000*	*Over 1 year US$ '000*	*Total US$ '000*	*US$ '000*
At 31 December 2017					
Due to financial Institutions	**12,502**	**17,543**	**48,585**	**78,630**	**71,342**
Due to customers	**25,173**	**145,609**	**-**	**170,782**	**167,372**
Other liabilities	**15,047**	**35,504**	**3,019**	**53,570**	**53,570**
Total financial liabilities	**52,722**	**198,656**	**51,604**	**302,982**	**292,284**

	Gross un-discounted cash flows				*Carrying value*
	Less than 3 months US$ '000	*3 to 12 months US$ '000*	*Over 1 year US$ '000*	*Total US$ '000*	*US$ '000*
At 31 December 2016					
Due to financial Institutions	25,547	17,993	60,829	104,369	87,566
Due to customers	94,634	59,143	-	153,777	151,034
Other liabilities	45,521	4,725	2,771	53,017	53,017
Total financial liabilities	165,702	81,861	63,600	311,163	291,617

The table below shows the contractual expiry by maturity of the Group's commitments.

	On demand US$ '000	***3 to 12 months US$ '000***	***Over 1 year US$ '000***
At 31 December 2017			
Investment-related Commitments	**10,030**	**-**	**-**
Lease Commitments	**-**	**81**	
Guarantees	**5,103**	**-**	**-**
Total	**15,133**	**81**	**-**

	On demand US$ '000	*3 to 12 months US$ '000*	*Over 1 year US$ '000*
At 31 December 2016			
Investment-related Commitments	10,030	-	-
Lease Commitments	-	323	81
Guarantees	5,131	-	-
Total	15,161	323	81

27 MARKET RISK MANAGEMENT

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to adverse changes in market variables such as profit rates, foreign exchange rates, equity prices and commodities. The Group classifies exposures to market risk into either trading or non-trading portfolios. The Group does not currently engage in significant trading activity. Non-trading positions are managed and monitored using sensitivity analysis.

Market Risk: Non-trading

Profit rate risk

Profit rate risk arises from the possibility that changes in profit rates will affect future cash flows or the fair values of the financial instruments. The Group currently has limited exposure to profit rate risk. The Group's assets and liabilities that are exposed to profit rate risk include: placements with financial institutions, financing receivables, investments in sukuks and due to financial and non-financial institutions.

	2017			*2016*		
	Balance	**Change in profit rate bps (+/-)**	**Effect on net profit (+/-)**	*Balance*	*Change in profit rate bps (+/-)*	*Effect on net profit (+/-)*
Assets						
Placements with financial institutions	6,588	200	13	8,402	200	4
Financing receivables	8,956	200	18	16,075	200	27
Investments	9,315	200	19	2,836	200	13
Liabilities						
Due to financial institutions	(71,342)	200	(143)	(87,566)	200	(1,337)
Due to customers	(167,372)	200	(335)	(151,034)	200	(258)
Total			(428)			(1,551)

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to adverse changes in foreign exchange rates.

The table below indicates the currencies to which the Group has significant exposure. The analysis shows the impact of a 20% movement in the currency rate against the United States Dollar, with all other variables held constant on the consolidated statement of income and equity. The effect of decreases in the currency rates is expected to be equal and opposite to the effect of the increases shown.

	2017			*2016*		
Currency	**Exposure (USD) equivalent)**	**Effect on net profit (+/-)**	**Effect on equity (+/-)**	*Exposure (USD) equivalent)*	*Effect on net profit (+/-)*	*Effect on equity (+/-)*
Kuwaiti Dinar	(4,166)	(833)	-	(9,951)	(1,990)	-
Turkish Lira	1,097	95.40	124	984	92	104
Euro	14	2.80	-	23	5	-
Jordanian Dinar •	71,666	29	14,304	53,291	10,658	-
Sterling Pounds	3,691	738	-	3,367	673	-

* Jordanian Dinar is officially pegged to International Monetary Fund (IMP) special drawing rights (SDR's). In practice this is fixed at 1US$=0.706 JOD most of the times.

27 MARKET RISK MANAGEMENT (continued)

Equity price risk
Equity price risk is the risk that the fair value of equities decreases as the result of adverse changes in the levels of equity prices and the value of individual stocks. Equity price risk arises from the Group's investment portfolio. The Group conducts significant investment activity in private equity, mainly in unquoted entities. The Group manages this risk through diversification of its investments in terms of geographical distribution and industry concentration by arranging representation on the Board of Directors within the investee company, wherever possible. Investments are managed within maximum concentration risk limits, approved by the Board of Directors of the Bank.

Prepayment risk
Prepayment risk is the risk that the Group will incur a financial loss because its customers and counterparties prepay or request repayment earlier than expected. The Group is not exposed to any significant prepayment risk.

28 OPERATIONAL RISK

Operational risk is the risk of unexpected losses resulting from inadequate or failed internal controls or procedures, systems failures, fraud, business interruption, compliance breaches, human error, management failure or inadequate staffing. When controls fail to perform, operational risks can cause damage to reputation, have legal or regulatory implications or lead to financial loss.

While operational risks cannot be entirely eliminated, they are managed and mitigated by ensuring that appropriate infrastructure, controls, systems, procedures and trained and competent people are in place throughout the Group.

29 MATURITY ANALYSIS OF ASSETS AND LIABILITIES

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

	2017							
	Up to 1 month US$ '000	*1 to 3 monts US$ '000*	*3 to 6 months US$ '000*	*6 to 12 months US$ '000*	*Total up to 1 year US$ '000*	*1 to 5 years US$ '000*	*5 to 10 years US$ '000*	*Total US$ '000*
ASSETS								
Cash and balances with banks	**8,172**	**-**	**-**	**-**	**8,172**	**-**	**-**	**8,172**
Placements with financial institutions	**6,588**	**-**	**-**	**-**	**6,588**	**-**	**-**	**6,588**
Financing receivables	**5,515**	**3,441**	**-**	**-**	**8,956**	**-**	**-**	**8,956**
Investments	**18,797**	**3,006**	**34,250**	**14,591**	**70,644**	**-**	**-**	**70,644**
Investment in associates	**-**	**-**	**-**	**-**	**-**	**-**	**125,035**	**125,035**
Investment in real estate	**-**	**-**	**-**	**-**	**-**	**-**	**224,873**	**224,873**
Other assets	**756**	**23,921**	**3,806**	**-**	**28,483**	**-**	**-**	**28,483**
Equipment	**-**	**-**	**-**	**-**	**-**	**-**	**9,491**	**9,491**
Total assets	**39,828**	**30,368**	**38,056**	**14,591**	**122,843**	**-**	**359,399**	**482,242**
LIABILITIES								
Due to financial institutions	**6,620**	**9,027**	**6,115**	**8,838**	**30,600**	**31,042**	**9,700**	**71,342**
Due to customers	**22,442**	**2,692**	**142,238**	**-**	**167,372**	**-**	**-**	**167,372**
Other liabilities	**352**	**14,695**	**35,504**	**-**	**50,551**	**3,019**	**-**	**53,570**
Total liabilities	**29,414**	**26,414**	**183,857**	**8,838**	**248,523**	**34,061**	**9,700**	**292,284**
Commitments	**-**	**81**	**-**	**-**	**81**	**15,133**	**-**	**15,214**
Net liquidity gap	**10,414**	**3,873**	**(145,801)**	**5,753**	**(125,761)**	**(49,194)**	**349,699**	**174,744**
Net cumulative gap	**10,414**	**14,287**	**(131,514)**	**(125,761)**	**(125,761)**	**(174,955)**	**174,744**	

29 MATURITY ANALYSIS OF ASSETS AND LIABILITIES (continued)

	2016							
	Up to 1 month US$ '000	*1 to 3 monts US$ '000*	*3 to 6 months US$ '000*	*6 to 12 months US$ '000*	*Total up to 1 year US$ '000*	*1 to 5 years US$ '000*	*5 to 10 years US$ '000*	*Total US$ '000*
ASSETS								
Cash and balances with banks	15,479	-	-	-	15,479	-	-	15,479
Placements with financial institutions	8,402	-	-	-	8,402	-	-	8,402
Financing receivables	5,606	8,888	1,581	-	16,075	-	-	16,075
Investments	-	12,827	40,217	8,559	61,603	-	-	61,603
Investment in associates	-	-	-	-	-	-	124,994	124,994
Investment in real estate	-	-	-	-	-	-	224,448	224,448
Other assets	717	25,065	3,444	-	29,226	-	-	29,226
Equipment	-	-	-	-	-	-	9,466	9,466
Total assets	30,204	46,780	45,242	8,559	130,785	-	358,908	489,693
LIABILITIES								
Due to financial institutions	14,096	10,285	6,061	8,622	39,064	31,041	17,461	87,566
Due to customers	7,558	86,033	56,975	468	151,034	-	-	151,034
Other liabilities	-	45,521	4,725	-	50,246	2,771	-	53,017
Total liabilities	21,654	141,839	67,761	9,090	240,344	33,812	17,461	291,617
Commitments	-	81	81	161	323	15,242	-	15,565
Net liquidity gap	8,550	(95,140)	(22,600)	(692)	(109,882)	(49,054)	341,447	182,511
Net cumulative gap	8,550	(86,590)	(109,190)	(109,882)	(109,882)	(158,936)	182,511	

30 SEGMENT INFORMATION

Operating segments are reported in accordance with internal reporting provided to Executive Management (the chief operating decision-maker), which is responsible for allocating resources to the reportable segments and assesses its performance. All operating segments used by the Group meet the definition of a reportable segment under FAS 22.

During 2016, the Group has changed its reportable segments as a result of the recent restructuring of its business and in-line with the current internal reporting to the Chief Operating decision-maker for segment measurement and monitoring. Currently, the Group is organised into business units based on their nature of operations and services and has three reportable operating segments which are as follows:

Investment Banking & Alkhair Capital Menkul Degerler A.S

The Group's Investment banking business is engaged in transaction origination and structuring, investment, placement to third-party investors, restructuring and managing portfolio companies. This segment focuses on stable companies, historically revenue-generating with positive profitability, requiring growth capital or partial exits. The segment focuses on specific sectors and geographies, whilst avoiding start-ups, venture capital, and greenfield investments. The segment targets businesses in the oil & gas services; industrial services; building materials; logistics; and agri-business; specifically in the MENA region including Turkey.

The business manages Al-Tajamouat for Touristic Projects Co. “Taj” which own and operate a shopping mall in Amman. At 31 December 2017, the total assets of Taj are US$ 205 million and the total equity is US$ 141 million. In 2017, Taj reported a net profit of US$ 5.1 million.

Alkhair Capital Menkul Degerler A.S originates Shari’ah compliant PE transactions, especially proprietary deals from direct contacts with a wide range of local sources. The Turkey office also provides a post-investment management services (post management until successful exit, advisory for an IPO or trade sale) to co-investors.

The business manages the Bank’s Global Private Equity Fund. It also sources and manages investments on behalf of the Bank’s Strategic Acquisition Fund.

Alkhair International Islamic Bank Malaysia Berhad

Alkhair International Islamic Bank Malaysia Berhad was established in 2004 to source investment opportunities in the Far East and monitor the performance of the acquired companies on behalf of the Bank and investors and to establish distribution channels for the Group.

Alkhair Capital Saudi Arabia

Alkhair Capital Saudi Arabia was incorporated in March 2009 and registered with Capital Markets Authority. Its principal activities are Asset Management, Corporate Finance & Investment banking and Brokerage.

Information regarding the results of each reportable segment is included below. Inter-segment pricing is determined on an arm's length basis. Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

30 SEGMENT INFORMATION (continued)

	For the year ended 31 December 2017				
	Investment Banking & Alkhair Capital Menkul Degerler A.S	*Alkhair International Islamic Bank Malaysia Berhad*	*Alkhair Capital Saudi Arabia*	*Inter-company*	*Total*
	US$ '000	*US$ '000*	*US$ '000*	*US$ '000*	*US$ '000*
Net finance (expense) / income	(11,096)	771	-	-	**(10,325)**
Loss from investments - net	(5,379)	32	873	-	**(4,474)**
Fees and commission income	2,170	15	14,253	-	**16,438**
Share of loss from associates - net	(741)	-	-	-	**(741)**
Income from non-banking operations	30,259	-	-	-	**30,259**
Rental income	-	-	2,422	-	**2,422**
Loss from sale of investment property	-	-	-	-	**-**
Foreign exchange gain/(loss) - net	246	27	(9)	-	**264**
Other income	415	-	(52)	-	**363**
Inter-segment income	(235)	235	-	-	**-**
Total income	**15,639**	**1,080**	**17,487**	**-**	**34,206**
Total operating expenses	(30,834)	(2,117)	(11,461)	-	**(44,412)**
Impairment allowance	(1,000)	1,367	-	-	**367**
(Loss)/profit for the year	**(16,195)**	**330**	**6,026**	**-**	**(9,839)**
Investment in associates	**125,035**	**-**	**-**	**-**	**125,035**
Segment assets	**383,412**	**31,574**	**79,372**	**(12,116)**	**482,242**
Segment liabilities	**283,747**	**10,909**	**9,744**	**(12,116)**	**292,284**

30 SEGMENT INFORMATION (continued)

	For the year ended 31 December 2016				
	Investment Banking & Alkhair Capital Menkul Degerler A.S	*Alkhair International Islamic Bank Malaysia Berhad*	*Alkhair Capital Saudi Arabia*	*Inter-company*	*Total*
	US$ '000	*US$ '000*	*US$ '000*	*US$ '000*	*US$ '000*
Net finance (expense) / income	(10,310)	952	-	-	(9,358)
Loss from investments - net	(6,642)	20	263	-	(6,359)
Fees and commission income	2,734	232	6,357	-	9,323
Share of loss from associates - net	(328)	-	-	-	(328)
Income from non-banking operations	31,020	-	-	-	31,020
Rental income	-	-	2,422	-	2,422
Loss from sale of investment property	(2,239)	-	-	-	(2,239)
Foreign exchange gain/(loss) - net	(632)	22	-	-	(610)
Other income	1,917	-	-	-	1,917
Inter-segment income	(275)	275	-	-	-
Total income	15,245	1,501	9,042	-	25,788
Total operating expenses	(35,469)	(2,171)	(7,665)	-	(45,305)
Impairment allowance	(3,986)	(2,443)	-	-	(6,429)
Net loss on disposal of an associate	(7,088)	-	-	-	(7,088)
(Loss)/profit for the year	(31,298)	(3,113)	1,377	-	(33,034)
Investment in associates	124,994	-	-	-	124,994
Segment assets	392,738	47,489	70,146	(20,680)	489,693
Segment liabilities	278,601	27,151	6,545	(20,680)	291,617

Geographic segment information:

The Group operates in four geographic markets: Bahrain, Other Middle East, Asia Pacific and Europe. The following tables show the distribution of the Group's total income and non-current assets by geographical segments:

	Bahrain	***Other Middle East***	***Asia Pacific***	***Europe***	***Total***
	US$ '000	***US$ '000***	***US$ '000***	***US$ '000***	***US$ '000***
Total (loss) / income	(14,709)	47,749	1,079	87	34,206
Net (loss) / profit for the year	(24,221)	14,855	329	(802)	(9,839)
Non-current assets *	90	234,117	125	32	234,364

	Bahrain	*Other Middle East*	*Asia Pacific*	*Europe*	*Total*
	US$ '000	*US$ '000*	*US$ '000*	*US$ '000*	*US$ '000*
Total income	(22,923)	40,030	1,500	93	18,700
Net (loss) / profit for the year	(35,745)	6,820	(3,114)	(995)	(33,034)
Non-current assets *	126	233,563	180	45	233,914

* includes equipment and investment in real estate.

31 SHARIA SUPERVISORY BOARD

The Bank's Sharia Supervisory Board consists of three Islamic scholars who review that the Bank is compliant with general Sharia principles and specific fatwas, rulings and guidelines issued. Their review includes examination of evidence relating to the documentation and procedures adopted by the Bank to ensure that its activities are conducted in accordance with Islamic Sharia principles.

32 EARNINGS AND EXPENSES PROHIBITED BY SHARIA

The Group did not receive any significant income or incur significant expenses that were prohibited by the Sharia.

33 SOCIAL RESPONSIBILITIES

The Group discharges its social responsibilities through donations to good faith charity funds.

34 ZAKAH

The Bank is not obliged to pay Zakah. Payment of Zakah is the responsibility of the shareholders of the Bank. Zakah payable by shareholders on their holdings in the Bank is calculated on the basis of a method prescribed by the Bank’s Sharia Supervisory Board. Zakah payable by the shareholders in respect of the year ended 31 December 2017 was US$ 0.00506 per share (2016: US$ 0.00541 per share).

35 CAPITAL MANAGEMENT

The Group is regulated by the Central Bank of Bahrain (CBS) which sets and monitors capital requirements for the Group as a whole. CBS required the Group to maintain a prescribed ratio of total capital (net of prudential deductions) to total risk-weighted assets (determined according to specified requirements to reflect the varying levels of risk attached to assets and off-balance sheet exposures).

The primary objectives of the Group's capital management policies are to ensure that the Group complies with externally imposed capital requirements and that the Group maintaining capital ratios in order to support its business and to maximise shareholders' value. The Group does not have any significant restrictions on its ability to access or use its assets and settle its liabilities other than any restrictions that may result from the supervisory frameworks within which the banking subsidiaries operate.

The Bank's capital adequacy ratio, is calculated in accordance with the capital adequacy rules set by the regulator. The Group's regulatory capital is analysed into two tiers:

Tier 1 capital
Tier 1 capital includes CET1 and AT1.

CET1 comprise of ordinary share capital that meet the classification as common shares for regulatory purposes, disclosed reserves including share premium, general reserves, legal/statutory reserve, common shares issued by consolidated banking subsidiaries of the Bank and held by third parties, retained earnings after regulatory adjustments relating to goodwill and items that are included in equity which are treated differently for capital adequacy purposes.

AT1 comprise of instruments that meet the criteria for inclusion in AT1, instruments issued by consolidated banking subsidiaries of the Bank held by third parties which meet the criteria of AT1, and regulatory adjustments applied in calculation of AT1.

Tier 2 capital
It includes instruments issued by the Bank that meet the criteria for inclusion in Tier 2 capital, stock surplus resulting from issue of Tier 2 capital, instruments issued by consolidated banking subsidiaries of the Bank held by third parties that meet the criteria for inclusion in Tier 2, general provisions held against unidentified losses on financing and qualify for inclusion within regulatory adjustments applied in the calculation of Tier 2 capital.

35 CAPITAL MANAGEMENT (continued)

The regulatory adjustments are subject to limits prescribed by the CBB requirements. These deductions would be effective in a phased manner through transitional arrangements from 2015 to 2018. The regulations prescribe higher risk weights for certain exposures that exceed materiality thresholds. These regulatory adjustments required for certain items such as goodwill on mortgage service right, deferred tax assets, cash flow hedge reserve, gain on sale of related securitization transactions, defined benefit pension fund assets and liabilities, investment in own shares and reciprocal cross holdings in the capital of Banking and financial entities, investment in the capital of banking and financial entities that are outside the scope of regulatory consolidation and where the Bank does not own more than 10% of issued common shares capital of the entity and significant investments in the capital of banking and financial entities that are outside the scope of regulatory consolidation.

The Bank's regulatory capital position at 31 December is as follows:

	Unaudited 2017 US$ '000	*Unaudited 2016 US$ '000*
Total risk-weighted exposures	**1,528,935**	1,598,468
CET1 capital	**(7,952)**	40,372
Tier 1 capital	**16,577**	# #
Total Capital	**8,625**	41,186
% **of Total Risk Weighted Exposures (CAR)**		
CET1 capital adequacy ratio	**-0.49%**	2.53%
Tier1 capital adequacy ratio	**1.01%**	2.53%
Total capital adequacy ratio	**1.83%**	2.58%

The capital adequacy ratio as at 31 December 2017 was below the minimum regulatory capital requirement of 12.5%. Based on the planned asset sales program and operating cash flow projections, the Group expects to improve its risk weighted assets profile and capital adequacy ratio.

36 COMPARATIVES

Certain prior year amounts have been regrouped to agree with current year presentations. Such regrouping does not affect the previously reported loss or total equity.

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