









Gulf International Bank B.S.C.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 31st March 2014

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Independent auditors' report on review of condensed consolidated interim financial information

The Board of Directors
Gulf International Bank BSC
PO Box 1017
Manama
Kingdom of Bahrain

26 April 2014

Introduction

We have reviewed the accompanying 31 March 2014 condensed consolidated interim financial information of Gulf International Bank BSC (the "Bank") and its subsidiaries (together the "Group"), which comprises:

- the condensed consolidated statement of financial position as at 31 March 2014;
- the condensed consolidated income statement for the three month period ended 31 March 2014;
- the condensed consolidated statement of comprehensive income for the three month period ended 31 March 2014;
- the condensed consolidated statement of changes in equity for the three month period ended 31 March 2014;
- the condensed consolidated statement of cash flows for the three month period ended 31 March 2014; and
- notes to the condensed consolidated interim financial information.

The Board of Directors of the Bank is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of Review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 31 March 2014 condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

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Consolidated statement of financial position

		31.3.14	31.12.13
	Note	US\$ millions	US\$ millions
ASSETS			
Cash and other liquid assets		2,257.7	1,659.4
Securities purchased under agreements to resell		3,083.5	1,742.7
Placements		5,263.8	5,264.6
Trading securities		55.3	50.9
Investment securities	7	3,649.7	3,725.8
Loans and advances	8	8,039.3	8,317.2
Other assets		420.7	396.3
Total assets		22,770.0	21,156.9
LIABILITIES			
Deposits from banks		1,906.8	1,446.3
Deposits from customers		14,569.8	13,451.3
Securities sold under agreements to repurchase		733.2	785.2
Other liabilities		415.1	399.4
Senior term financing		2,357.0	2,332.9
Subordinated term financing		477.8	477.8
Total liabilities		20,459.7	18,892.9
EQUITY			
Share capital		2,500.0	2,500.0
Reserves	9	396.2	374.3
Retained earnings		(585.9)	(610.3)
Total equity		2,310.3	2,264.0
Total liabilities & equity		22,770.0	21,156.9

The condensed interim consolidated financial statements were approved by the Board of Directors on 26th April 2014 and signed on its behalf by:-

Jammaz bin Abdullah Al-Suhaimi Chairman Abdullah bin Hassan Al-Abdulgader Chairman of the Board Audit Committee Yahya bin Abdullah Alyahya Chief Executive Officer

Consolidated statement of income

	Note	Three months ended 31.3.14 US\$ millions	Three months ended 31.3.13 US\$ millions
Interest income		76.7	69.8
Interest expense		38.1	34.5
Net interest income		38.6	35.3
Fee and commission income	3	16.7	13.9
Foreign exchange income	4	5.2	6.5
Trading income	5	-	7.4
Other income	6	6.6	1.0
Total income		67.1	64.1
Staff expenses		27.3	23.3
Premises expenses		3.6	2.7
Other operating expenses		7.0	7.8
Total operating expenses		37.9	33.8
Net income before provisions and tax		29.2	30.3
Provisions for loans and advances	8	0.2	(3.0)
Net income before tax		29.4	27.3
Taxation charge on overseas activities		(0.3)	(8.0)
Net income		29.1	26.5
Earnings per share	14	<u>US\$0.01</u>	US\$0.01

Jammaz bin Abdullah Al-Suhaimi Chairman Abdullah bin Hassan Al-Abdulgader Chairman of the Board Audit Committee Yahya bin Abdullah Alyahya Chief Executive Officer

Consolidated statement of comprehensive income

	Three months ended 31.3.14 US\$ millions	Three months ended 31.3.13
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Net income	29.1	26.5
Other comprehensive income:-		
Items that may subsequently be reclassified to consolidated statement of income:-		
Cash flow hedges:-		
- net changes in fair value	(0.2)	-
- net amount transferred to consolidated statement of income	0.2	(1.2)
	-	(1.2)
Items that will not be reclassified to consolidated statement of income:-		
Investment securities:-		
- net changes in fair value of equity investments classified		
as fair value through other comprehensive income (FVTOCI)	21.9	0.6
- realised (losses) / gains on equity investments classified as fair		
value through other comprehensive income	(0.8)	0.2
Remeasurement of defined benefit pension fund	(3.9)	(3.7)
	17.2	(2.9)
Total other comprehensive income	17.2	(4.1)
Total comprehensive income	46.3	22.4

Consolidated statement of changes in equity

	Share		Retained	
	capital	Reserves	earnings	Total
	US\$ millions	US\$ millions	US\$ millions	US\$ millions
At 1 st January 2014	2,500.0	374.3	(610.3)	2,264.0
Net income for the period	-	-	29.1	29.1
Other comprehensive income for the period	-	21.9	(4.7)	17.2
Total comprehensive income for the period	-	21.9	24.4	46.3
At 31 st March 2014	2,500.0	396.2	(585.9)	2,310.3
At 1 st January 2013	2,500.0	328.2	(720.5)	2,107.7
Net income for the period	-	-	26.5	26.5
Other comprehensive income for the period	-	(0.6)	(3.5)	(4.1)
Total comprehensive income for the period	-	(0.6)	23.0	22.4
At 31 st March 2013	2,500.0	327.6	(697.5)	2,130.1

Consolidated statement of cash flows

	Three months	Three months
	ended	ended
	31.3.14	31.3.13
	US\$ millions	US\$ millions
OPERATING ACTIVITIES		
Net income	29.1	26.5
Adjustments to reconcile net income to net cash inflow from operating activities:		
Provisions for loans and advances	(0.2)	3.0
Realised profits on debt investment securities	(0.9)	-
Amortisation of investment securities	4.5	5.0
Amortisation of senior term financing	-	0.2
Net increase in statutory deposits with central banks	(3.4)	(23.1)
Net increase in securities purchased under agreements to resell	(1,340.8)	(7.8)
Net decrease / (increase) in placements	0.8	(1,150.2)
Net increase in trading securities	(4.4)	(5.8)
Net decrease / (increase) in loans and advances	278.1	(258.5)
Increase in accrued interest receivable	(7.2)	(6.9)
Increase in accrued interest payable	11.1	9.7
Net increase in other net assets	(11.1)	(15.1)
Net increase / (decrease) in deposits from banks	460.5	(113.0)
Net increase in deposits from customers	1,118.5	2,289.3
Net cash inflow from operating activities	534.6	753.3
INVESTING ACTIVITIES		
Purchase of investment securities	(236.3)	(292.6)
Sale and maturity of investment securities	324.5	99.1
Net cash inflow / (outflow) from investing activities	88.2	(193.5)
FINANCING ACTIVITIES		
Net decrease in securities sold under agreements to repurchase	(52.0)	(110.5)
Net increase in senior term financing	24.1	-
Net cash outflow from financing activities	(27.9)	(110.5)
Increase in cash and cash equivalents	594.9	449.3
Cash and cash equivalents at 1 st January	1,515.8	1,030.7
Cash and cash equivalents at 31 st March	2,110.7	1,480.0
•		

1. Incorporation and registration

The parent company of the Group, Gulf International Bank B.S.C. (the Bank), is a Bahraini Shareholding Company incorporated in the Kingdom of Bahrain by Amiri Decree Law No. 30 dated 24th November 1975 and is registered as a conventional wholesale bank with the Central Bank of Bahrain. The registered office of the Bank is located at Al-Dowali Building, 3 Palace Avenue, Manama, Kingdom of Bahrain.

The Bank and its subsidiaries (the Group), is principally engaged in the provision of wholesale commercial, asset management and investment banking services. The Group operates through subsidiaries, branch offices and representative offices located in six countries worldwide.

2. Accounting policies

The condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS). The condensed interim consolidated financial statements for the three months ended 31st March 2014 have been prepared in compliance with International Accounting Standard (IAS) No. 34: Interim Financial Reporting. The accounting policies have been consistently applied by the Bank and its subsidiaries and are consistent with those of the previous year, as set out in the consolidated financial statements for the year ended 31st December 2013.

3. Fee and commission income

	Three months	Three months
	ended	ended
	31.3.14	31.3.13
	US\$ millions	US\$ millions
Fee and commission income		
Commissions on letters of credit and guarantee	9.0	7.4
Investment banking and management fees	7.0	5.3
Other fee and commission income	1.1	1.5
Total fee and commission income	17.1	14.2
Fee and commission expense	(0.4)	(0.3)
Net fee and commission income	16.7	13.9

Investment banking and management fees comprises fees relating to the provision of investment management and financial services, including asset and fund management, underwriting activities, and services relating to structured financing, privatisations, initial public offerings, and mergers and acquisitions.

Fee and commission expense principally comprises security custody fees.

4. Foreign exchange income

Foreign exchange income principally comprises customer-initiated foreign exchange contracts which have been offset in the market with matching contracts. There is no remaining market risk associated with these offset customer-related foreign exchange contracts.

Foreign exchange includes spot and forward foreign exchange contracts, and currency futures and options.

Trading income

Th	ree months	Three months
	ended	ended
	31.3.14	31.3.13
Ū	IS\$ millions	US\$ millions
Equity securities	0.3	-
Interest rate derivatives	0.2	0.1
Managed funds	(0.5)	6.8
Debt securities	-	0.5
	-	7.4

Trading income comprises gains and losses arising both on the purchase and sale, and from changes in the fair value, of trading instruments, together with the related interest income, interest expense and dividend income. Trading income accordingly incorporates all income and expenses related to the Group's trading activities.

6. Other income

	Three months	Three months
	ended	ended
	31.3.14	31.3.13
	US\$ millions	US\$ millions
Dividends on equity investments classified as FVTOCI	2.7	1.0
Recoveries on previously written off loans	3.0	-
Realised profits on investment debt securities	0.9	
	6.6	1.0

7. <u>Investment securities</u>

7.1 Composition

The credit rating profile of investment securities, based on the lowest rating assigned by the major international rating agencies, was as follows:-

		31.3.14		31.12.13
	US\$ millions	%	US\$ millions	%
AAA to A- / Aaa to A3	3,014.1	90.6	3,048.9	89.0
BBB+ to BBB- / Baa1 to Baa3	303.9	9.1	376.2	11.0
Other debt securities	10.1	0.3		-
Total debt securities	3,328.1	100.0	3,425.1	100.0
Non-specific provisions	(7.7)		(7.7)	
Equity investments	329.3		308.4	
	3,649.7		3,725.8	

Investment securities principally comprised investment-grade rated debt securities issued by major international financial institutions and government-related entities.

Debt securities are classified as investment securities at amortised cost and equity investments are classified as FVTOCI.

7.2 Provisions for impairment

The provisions for the impairment of investment securities at 31st March 2014 were \$7.7 million (31st December 2013: \$7.7 million) and entirely comprised non-specific provisions for debt investment securities determined on a collective basis.

8. Loans and advances

8.1 Composition

Provisions for impairment Net loans and advances	(591.3) 8.039.3	(591.3) 8,317.2
Gross loans and advances Provisions for impairment	8,630.6 (591.3)	8,908.5 (591.3)
	US\$ millions	US\$ millions
	31.3.14	31.12.13

8.2 Provisions for impairment

The movements in the provisions for the impairment of loans and advances were as follows:-

			<u>2014</u>			<u>2013</u>
		Non-			Non-	
	Specific	specific	Total	Specific	specific	Total
	US\$ millions					
At 1 st January	423.3	168.0	591.3	436.7	189.0	625.7
Exchange rate movements	0.2	-	0.2	(1.1)	-	(1.1)
Amounts reallocated	-	-	-	15.0	(15.0)	-
(Release) / charge for the period	(0.2)	-	(0.2)	3.0	_	3.0
At 31 st March	423.3	168.0	591.3	453.6	174.0	627.6

9. Reserves

	Share premium US\$ millions	Compulsory reserve US\$ millions	Voluntary reserve US\$ millions	Cash flow hedge reserve US\$ millions	Investment securities revaluation reserve US\$ millions	Total US\$ millions
At 1 st January 2014 Net fair value losses on cash flow hedges	7.6	206.7	144.2	(0.2)	15.8	374.3 (0.2)
Net fair value changes on equity investments classified as FVTOCI	_	<u>-</u>	_	(0.2)	21.9	21.9
Transfers to consolidated statement of income	-	-	-	0.2	-	0.2
Net increase	-	-	-	-	21.9	21.9
At 31st March 2014	7.6	206.7	144.2	_	37.7	396.2
At 1 st January 2013	7.6	196.8	134.3	1.4	(11.9)	328.2
Net fair value gains on investments classified as FVTOCI	-	-	-	-	0.6	0.6
Transfers to consolidated statement of income	-	-	-	(1.2)	-	(1.2)
Net (decrease) / increase	-	-	-	(1.2)	0.6	(0.6)
At 31 st March 2013	7.6	196.8	134.3	0.2	(11.3)	327.6

10. Derivatives and foreign exchange instruments

The notional amounts of derivatives and foreign exchange instruments were as follows:-

			31.3.14	31.12.13
	Trading	Hedging	Total	Total
	US\$ millions	US\$ millions	US\$ millions	US\$ millions
Foreign exchange contracts:-				
Unmatured spot, forward and futures contracts	6,354.8	2,491.5	8,846.3	8,021.7
Options purchased	1,039.0	-	1,039.0	292.7
Options written	1,039.0	-	1,039.0	292.7
	8,432.8	2,491.5	10,924.3	8,607.1
Interest rate contracts:-				
Interest rate swaps	1,095.0	7,842.3	8,937.3	8,747.0
Cross currency swaps	-	533.3	533.3	533.3
Options, caps and floors purchased	24.3	-	24.3	24.3
Options, caps and floors written	24.3	-	24.3	24.3
	1,143.6	8,375.6	9,519.2	9,328.9
	9,576.4	10,867.1	20,443.5	17,936.0
•	1,143.6		9,519.2	9,328.9

At 31st March 2014, the Value-at-Risk of the foreign exchange, interest rate and credit derivative trading contracts analysed in the table above was nil, nil and nil respectively (31st December 2013: US\$0.1 million, nil and nil respectively). Value-at-Risk is a measure of market risk exposure and represents an estimate, with a 99 per cent level of confidence, of the potential loss that might arise if the positions were to be held unchanged for ten consecutive business days. The estimate is based on a twelve month historical observation period of unweighted data from the DataMetrics data set.

11. Credit-related financial instruments

	31.3.14	31.12.13
	Notional	Notional
	principal	principal
	amount	amount
	US\$ millions	US\$ millions
Direct credit substitutes	525.9	522.4
Transaction-related contingent items	2,450.3	2,482.1
Short-term self-liquidating trade-related contingent items	1,067.0	707.0
Commitments, including undrawn loan commitments and underwriting		
commitments under note issuance and revolving facilities	1,191.7	1,428.6
	5,234.9	5,140.1

The notional principal amounts reported above are stated gross before applying credit risk mitigants, such as cash collateral, guarantees and counter-indemnities. At 31st March 2014, the Group held cash collateral, guarantees, counter-indemnities or other high quality collateral in relation to credit-related contingent items amounting to US\$952.2 million (31st December 2013: US\$985.8 million).

12. Fair value of financial instruments

The Group's financial instruments are accounted for under the historical cost method with the exception of trading securities, equity investment securities and derivative financial instruments. By contrast, 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. Differences therefore can arise between book values under the historical cost method and fair value estimates. 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 (level 1 measurement) or to the pricing prevailing for similar financial instruments (level 2 measurement) and the use of unobservable inputs in estimation techniques such as discounted cash flow analysis (level 3 measurement).

The valuation methodologies applied are outlined below.

12.1 Trading securities

The fair values (level 1) of trading securities are based on quoted prices or valuation techniques.

12.2 Investment securities

The fair values (level 1) of equity investment securities are based on quoted prices or valuation techniques. The fair values of debt investment securities are based on quoted market prices (level 1) and approximate the carrying values.

12.3 Loans and advances

The fair values (level 2) of loans on a floating interest rate basis are principally estimated at book value less provisions for impairment. The fair values (level 3) of impaired loans are estimated at the recoverable amount, measured as the present value of expected future cash flows discounted based on the interest rate at the inception of the loan. The fair values of fixed rate loans are estimated on a discounted cash flow basis utilising discount rates equal to prevailing market rates of interest in the respective currencies for loans of similar residual maturity and credit quality. The fair values (level 2) approximate the carrying values.

12.4 Term financing

The fair value of term financing is based on observable market data, including quoted market prices for debt instruments issued by similarly rated financial institutions and with similar maturities, or estimated on a discounted cash flow basis utilising currently prevailing spreads for borrowings with similar maturities. The fair values (level 2) of senior term financing and subordinated term financing at 31st March 2014 approximate their respective book values.

12.5 Other on-balance sheet items

The fair values of foreign exchange and derivative financial instruments are based on market prices, discounted cash flow techniques or option pricing models as appropriate. The fair values of all other on-balance sheet financial assets and liabilities approximate their respective book values due to their short-term nature.

12.6 Credit-related contingent items

There was no material fair value excess or shortfall in respect of credit-related off-balance sheet financial instruments, which include commitments to extend credit, standby letters of credit and guarantees, as the related future income streams reflected contractual fees and commissions actually charged at the balance sheet date for agreements of similar credit standing and maturity. Specific provisions made in respect of individual transactions where a potential for loss has been identified are included in provisions for the impairment of loans and advances.

12. Fair value of financial instruments (continued)

The valuation basis for financial assets and financial liabilities carried at fair value was as follows:-

At 31 st March 2014	Quoted prices (level 1) US\$ millions	Valuation based on observable market data (level 2) US\$ millions	Other valuation techniques (level 3) US\$ millions
Financial assets:-			
Trading securities	55.3	-	-
Investment securities - equities	201.5	-	127.8
Derivative financial instruments	-	179.8	-
Financial liabilities:-			
Derivative financial instruments	-	192.7	-
At 31 st December 2013			
Financial assets:-			
Trading securities	50.9	-	-
Investment securities - equities	175.8	-	132.6
Derivative financial instruments	-	174.9	-
Financial liabilities:-			
Derivative financial instruments	-	192.4	-

Quoted prices include prices obtained from lead managers, brokers and dealers. Investment securities valued based on other valuation techniques comprise private equity investments that have been valued based on price / earnings and price / book ratios for similar entities, discounted cash flow techniques or other valuation methodologies.

During the period ended 31st March 2014, the value of investment securities whose measurement was determined by other valuation techniques (level 3 measurement) decreased by US\$4.8 million (31st March 2013: increased by \$1.1 million). The decrease principally comprised changes in assigned valuations as recognised in other comprehensive income. No transfers out of, or into, the level 3 measurement classification occurred during the period ended 31st March 2014. Similarly, no transfers between level 1 and level 2 measurement classifications were made during the period ended 31st March 2014.

Sensitivity of the movement in the fair value of financial instruments in the level 3 category is assessed as not significant to other comprehensive income or total equity.

13. Segmental information

For financial reporting purposes, the Group is organised into four main operating segments:-

- Wholesale banking: the provision of wholesale commercial financing and other credit facilities for corporate and institutional customers, and the provision of financial advisory services relating to structured financing, privatisations, initial public offerings, and mergers and acquisitions.
- Treasury: the provision of a broad range of treasury and capital market products and services to corporate and financial institution clients, money market, proprietary investment and trading activities and the management of the Group's balance sheet, including funding.
- Financial markets: the provision of asset and fund management services.
- Corporate and support units: income arising on the investment of the Group's net free capital funds and expenses
 incurred by support units.

13. Segmental information (continued)

The results reported for the business segments are based on the Group's internal financial reporting systems, which report interest revenue and interest expense on a net basis. The accounting policies of the segments are the same as those applied in the preparation of these condensed interim consolidated financial statements. Transactions between business segments are conducted on normal commercial terms and conditions. Transfer pricing between the business units is based on the market cost of funds.

Segment results, assets and liabilities comprise items directly attributable to the business segments. Liabilities reported for corporate and support units comprise senior and subordinated term finance facilities and related accrued interest, the cost of which is recharged to the relevant operating business segments.

The business segment analysis is as follows:-

	Wholesale banking US\$ millions	Treasury US\$ millions	Financial markets US\$ millions	Corporate and support units US\$ millions	Total US\$ millions
Three months ended 31.3.14					
Net interest income	15.3	13.4		9.9	38.6
Total income	32.3	19.4	4.4	11.0	67.1
Segment result	27.3	16.9	3.1	(17.9)	29.4
Taxation charge on overseas activities					(0.3)
Net income after tax					29.1
Three months ended 31.3.13					
Net interest income	11.1	14.7		9.5	35.3
Total income	21.7	21.2	10.8	10.4	64.1
Segment result	(2.1)	18.4	9.4	1.6	27.3
Taxation charge on overseas activities					(0.8)
Net income after tax					26.5
31.3.14					
Segment assets	8,206.2	14,257.1	11.4	295.3	22,770.0
Segment liabilities	-	17,534.0	6.9	2,918.8	20,459.7
Total equity					2,310.3
Total liabilities and equity					22,770.0
31.12.13					
Segment assets	8,489.9	12,395.1	12.9	259.0	21,156.9
Segment liabilities	-	15,998.3	8.1	2,886.5	18,892.9
Total equity					2,264.0
Total liabilities and equity					21,156.9

14. Earnings per share

Basic earnings per share are calculated by dividing the net income attributable to the shareholders by the weighted average number of shares in issue during the period.

	Three months ended 31.3.14	Three months ended 31.3.13
Net income (US\$ millions)	29.1	26.5
Weighted average number of shares in issue (millions)	2,500	2,500
Basic earnings per share (US\$)	US\$0.01	US\$0.01

The diluted earnings per share is equivalent to the basic earnings per share set out above.